

SIMPKINS FRANK P  
Form 4  
November 03, 2010

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SIMPKINS FRANK P

(Last) (First) (Middle)  
1600 TECHNOLOGY WAY, P.O.BOX 231  
(Street)

LATROBE, PA 15650

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
KENNAMETAL INC [kmt]

3. Date of Earliest Transaction (Month/Day/Year)  
11/01/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Vice President and CFO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
| Common Stock                    | 11/01/2010                           |  | M                              | 6,232   | D \$ 20.34  | 45,690   | D   |
| Common Stock                    | 11/01/2010                           |  | S                              | 6,232   | D \$ 34.222   | 39,458   | D   |
| Common Stock                    | 11/01/2010                           |  | M                              | 3,602   | A \$ 20.49  | 43,060   | D   |
| Common Stock                    | 11/01/2010                           |  | S                              | 3,602   | D \$ 34.192   | 39,458   | D   |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-qualified Stock Option (right to buy)  | \$ 20.34   | 11/01/2010                           |  | M                              | 6,232   | 05/09/2005 05/08/2012                                    | Common Stock  | 6,232                      |
| Non-Qualified Stop Option (right to buy)   | \$ 20.49   | 11/01/2010                           |  | M                              | 3,602   | 07/27/2007 07/26/2014                                    | Common Stock  | 3,602                      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                        |       |
|---|---------------|-----------|------------------------|-------|
|   | Director      | 10% Owner | Officer                | Other |
| SIMPKINS FRANK P<br>1600 TECHNOLOGY WAY<br>P.O.BOX 231<br>LATROBE, PA 15650 |               |           | Vice President and CFO |       |

## Signatures

By: Kevin G. Nowe For: Frank P. Simpkins  
Date: 11/03/2010

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) This price is a weighted average price. The range of prices for transactions was \$34.212 - \$34.231. Full information regarding the number of shares sold at each separate price will be provided upon request.

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- (2) This price is a weighted average price. The range of prices for transactions was \$34.182 - \$34.212. Full information regarding the number of shares sold at each separate price will be provided upon request.

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