

WEIHL PHIL H  
Form 4  
November 01, 2011

**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 \*  
WEIHL PHIL H

(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)  
10/31/2011

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

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)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	10/31/2011		M		4,818	A	\$ 20.49	37,712	D
Common Stock	10/31/2011		M		2,046	A	\$ 19.36	39,758	D
Common Stock	10/31/2011		M		6,400	A	\$ 25.3	46,158	D
Common Stock	10/31/2011		M		4,881	A	\$ 21.48	51,039	D
Common Stock	10/31/2011		S		1,164	D	\$ 39.01	49,875	D

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Common Stock	10/31/2011	S	1,192	D	\$ 39.02	48,683	D
Common Stock	10/31/2011	S	400	D	\$ 39.03	48,283	D
Common Stock	10/31/2011	S	850	D	\$ 39.04	47,433	D
Common Stock	10/31/2011	S	500	D	\$ 39.05	46,933	D
Common Stock	10/31/2011	S	100	D	\$ 39.062	46,833	D
Common Stock	10/31/2011	S	388	D	\$ 39.07	46,445	D
Common Stock	10/31/2011	S	100	D	\$ 39.072	46,345	D
Common Stock	10/31/2011	S	100	D	\$ 39.08	46,245	D
Common Stock	10/31/2011	S	200	D	\$ 39.1	46,045	D
Common Stock	10/31/2011	S	3,344	D	\$ 39.12	42,701	D
Common Stock	10/31/2011	S	100	D	\$ 39.35	42,601	D
Common Stock	10/31/2011	S	446	D	\$ 39.356	42,155	D
Common Stock	10/31/2011	S	400	D	\$ 39.33	41,755	D
Common Stock	10/31/2011	S	318	D	\$ 39.331	41,437	D
Common Stock	10/31/2011	S	200	D	\$ 39.333	41,237	D
Common Stock	10/31/2011	S	2,400	D	\$ 39.336	38,837	D
Common Stock	10/31/2011	S	129	D	\$ 39.271	38,708	D
Common Stock	10/31/2011	S	3,100	D	\$ 39.272	35,608	D
Common Stock	10/31/2011	S	171	D	\$ 39.281	35,437	D
Common Stock	10/31/2011	S	700	D	\$ 39.29	34,737	D
	10/31/2011	S	1,700	D		33,037	D

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Common Stock					\$ 39.291		
Common Stock	10/31/2011	S	600	D	\$ 39.292	32,437	D
Common Stock	10/31/2011	S	100	D	\$ 39.241	32,337	D
Common Stock	10/31/2011	S	300	D	\$ 39.243	32,037	D
Common Stock	10/31/2011	S	1,200	D	\$ 39.246	30,837	D

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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Options (right to buy)	\$ 20.49	10/31/2011		M	4,818	07/27/2006 07/27/2014	Common Stock	4,818
Stock Option (right to buy)	\$ 19.36	10/31/2011		M	2,046	08/26/2004 07/29/2013	Common Stock	2,046
Stock Options (right to buy)	\$ 25.3	10/31/2011		M	6,400	07/25/2009 07/25/2015	Common Stock	6,400
Stock Options	\$ 21.48	10/31/2011		M	4,881	<u>(1)</u> 08/01/2019	Common Stock	4,881

(right to  
buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEIHL PHIL H 1600 TECHNOLOGY WAY P.O. BOX 231 LATROBE, PA 15650			Vice President	

## Signatures

By: Kevin G. Nowe For: Philip H. Weihl  
11/01/2011

\_\_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) Option is exercisable in four equal annual installments, commencing on the first anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.