

van Gaalen Jan Kees
 Form 4
 September 04, 2018

FORM 4

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

OMB APPROVAL

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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 *
 van Gaalen Jan Kees

2. Issuer Name and Ticker or Trading Symbol
 KENAMETAL INC [KMT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 10205 WESTHEIMER, SUITE 1000
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/31/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Vice President

HOUSTON, TX 77042

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

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

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock | 08/31/2018 | | M | 2,426 A \$ 40.84 | 54,842.694 | D | |
| Common Stock | 08/31/2018 | | F | 1,054 D \$ 40.84 | 53,788.694 | D | |
| Common Stock | 08/31/2018 | | M | 2,299 A \$ 40.84 | 56,087.694 | D | |
| Common Stock | 08/31/2018 | | F | 999 D \$ 40.84 | 55,220.574 <u>(1) (2)</u> | 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. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Restricted Stock Units | (3) | 08/31/2018 | | M | 2,426 | (4) (4) | Common Stock | 2,426 |
| Restricted Stock Units | (3) | 08/31/2018 | | M | 2,299 | (4) (4) | Common Stock | 2,299 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| van Gaalen Jan Kees 10205 WESTHEIMER, SUITE 1000 HOUSTON, TX 77042 | | | Vice President | |

Signatures

Michelle R. Keating 09/04/2018

**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) Includes 26,224 shares of Performance Unit shares not yet distributed.
- (2) Includes shares acquired through Kennametal Inc.'s dividend reinvestment plan, meeting the requirements of Rule 16a-11 of the Securities and Exchange Act of 1934, as amended, since the reporting person's last Form 4 filing.

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(3) 1 - for - 1

(4) Restricted stock units are subject to time-based vesting and are dispersed in three equal annual installments, commencing on the first anniversary of the grant date, subject to continued employment with the company.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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