

Edgar Filing: KENNAMETAL INC - Form 8-K

KENNAMETAL INC  
Form 8-K  
June 20, 2002

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): June 14, 2002

KENNAMETAL INC.  
(Exact name of registrant as specified in its charter)

Commission file number 1-5318

Pennsylvania  
(State or other jurisdiction  
of incorporation)

25-0900168  
(I.R.S. Employer  
Identification No.)

World Headquarters  
1600 Technology Way  
P.O. Box 231  
Latrobe, Pennsylvania 15650-0231  
(Address of registrant's principal executive offices)

Registrant's telephone number, including area code: (724) 539-5000

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ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

The following exhibits are filed herewith and incorporated by reference into Registration Statement No. 333-40809 pertaining to certain debt securities of the Registrant.

Exhibit Number -----	Description -----
1	Underwriting Agreement, dated as of June 14, 2002, by and between the Registrant, Goldman, Sachs & Co., J.P. Morgan Securities Inc. and Lehman Brothers Inc., as representatives of the several Underwriters named in Schedule I thereto, relating to the issuance and sale of \$300,000,000 aggregate principal amount of the Company's 7.20% Senior Notes due 2012

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- 4.1 Indenture, dated as of June 19, 2002, by and between the Registrant and Bank One Trust Company, N.A., as Trustee
- 4.2 First Supplemental Indenture, dated as of June 19, 2002, by and between the Registrant and Bank One Trust Company, N.A., as Trustee
- 4.3 Form of 7.20% Senior Notes due 2012
- 5 Opinion of Buchanan Ingersoll Professional Corporation
- 12.1 Computation of ratio of earnings to fixed charges
- 12.2 Computation of pro-forma ratio of earnings to fixed charges
- 23 Consent of Buchanan Ingersoll Professional Corporation

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

KENNAMETAL INC.

Date: June 20, 2002

By: /s/ TIMOTHY A. HIBBARD

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Timothy A. Hibbard  
Corporate Controller  
and Chief Accounting Officer

### EXHIBIT INDEX

Number -----	Description -----	Method of Filing -----
1	Underwriting Agreement, dated as of June 14, 2002	Filed herewith
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4.3	Form of 7.20% Senior Notes due 2012	Filed herewith
5	Opinion of Buchanan Ingersoll Professional Corporation	Filed herewith
12.1	Computation of ratio of earnings to fixed charges	Filed herewith
12.2	Computation of pro-forma ratio of earnings to fixed charges	Filed herewith
23	Consent of Buchanan Ingersoll Corporation	Included in Exhibit 5

