

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

## 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

OMB  
Number: 3235-0287

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Estimated average  
burden hours per  
response... 0.5

1. Name and Address of Reporting Person \*  
PAINTER JONATHAN W

## 2. Issuer Name **and** Ticker or Trading Symbol

KADANT INC [KAI]

### 5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last)                      (First)                      (Middle)

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

  X   Director        10% Owner  
  X   Officer (give title        Other (specify  
below) below)

PRESIDENT AND CEO

KADANT INC., ONE  
TECHNOLOGY PARK DRIVE

(Street)

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

WESTFORD, MA 01886

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								3	I	By Son
Common Stock	03/10/2015		M		13,295	A	<u>(1)</u>	62,660	D	
Common Stock	03/10/2015		F		5,566	D	\$ 46.99	57,094	D	
Common Stock	03/10/2015		M		12,369	A	<u>(2)</u>	69,463	D	
Common Stock	03/10/2015		F		5,826	D	\$ 46.99	63,637	D	

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Common Stock	03/10/2015	M	8,604	A	<u>(3)</u>	72,241	D
Common Stock	03/10/2015	F	4,053	D	\$ 46.99	68,188	D
Common Stock	03/10/2015	M	2,140	A	<u>(4)</u>	70,328	D
Common Stock	03/10/2015	F	1,008	D	\$ 46.99	69,320	D
Common Stock	03/12/2015	S <u>(5)</u>	3,000	D	\$ 47.75	66,320	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Unit <u>(1)</u>	\$ 0	03/10/2015		M	13,295	<u>(1)</u> 03/10/2015	Common Stock 13,295 <u>(1)</u>
Restricted Stock Unit <u>(2)</u>	\$ 0	03/10/2015		M	12,369	<u>(2)</u> 03/10/2016	Common Stock 12,369 <u>(2)</u>
Restricted Stock Unit <u>(3)</u>	\$ 0	03/10/2015		M	8,604	<u>(3)</u> 03/10/2017	Common Stock 8,604 <u>(3)</u>
Restricted Stock Unit <u>(4)</u>	\$ 0	03/10/2015		M	2,140	<u>(4)</u> 03/10/2017	Common Stock 2,140 <u>(4)</u>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PAINTER JONATHAN W KADANT INC. ONE TECHNOLOGY PARK DRIVE WESTFORD, MA 01886	X		PRESIDENT AND CEO	

## Signatures

by Sandra L. Lambert for Jonathan W.  
Painter

03/12/2015

\_\_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) The shares represent the partial settlement under a performance-based RSU award granted 3/7/2012. One-third of the RSU vested on 3/10/2015 and was converted to vested common stock on a one-for-one basis on the vesting date.
- (2) The shares represent the partial settlement under a performance-based RSU award granted 3/6/2013. One-third of the RSU vested on 3/10/2015 and was converted to vested common stock on a one-for-one basis on the vesting date.
- (3) The shares represent the partial settlement under a performance-based RSU award granted 3/5/2014. One-third of the RSU vested on 3/10/2015 and was converted to vested common stock on a one-for-one basis on the vesting date.
- (4) The shares represent the partial settlement under a time-based RSU award granted 3/5/2014. One-third vested on a one-for-one basis on the vesting date.
- (5) The transactions reported on this Form 4 were executed pursuant to a Rule 10-b-5-1 trading plan adopted November 25, 2014.

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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