**KADANT INC** Form 4 March 07, 2014

## FORM 4

#### **OMB APPROVAL**

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

OMB 3235-0287

Check this box if no longer subject to Section 16.

Number: January 31, Expires:

Person

2005 Estimated average burden hours per 0.5

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

response...

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * PAINTER JONATHAN W			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			KADANT INC [KAI]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	X Director 10% Owner		
KADANT INC., ONE TECHNOLOGY PARK DRIVE			03/05/2014	_X_ Officer (give title Other (speci below) below) PRESIDENT AND CEO		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
				_X_ Form filed by One Reporting Person		
WESTEADD MA 01996				Form filed by More than One Reporting		

#### WESTFORD, MA 01886

(State)

(Zip)

(City)

(- 3)	()	1 able	1 - Non-De	erivative S	ecurities Ac	quirea, Disposea (	oi, or Beneficia	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)		5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial	
· · · · · · ·		(Month/Day/Year)	(Instr. 8)  Code V	(Instr. 3, 4	` ′	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock						60,875 (3)	D	
Common Stock						3	I	By Son

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

### Edgar Filing: KADANT INC - Form 4

# 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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed (D) (Instr. 3, 4, and 5)	Derivative Expiration Date (Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	\$ 0	03/05/2014		A	25,684	<u>(1)</u>	03/10/2017	Common Stock	25,684 (1)
Restricted Stock Unit	\$ 0	03/05/2014		A	6,421	(2)	03/10/2017	Common Stock	6,421 (2)

# **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

03/07/2014

\*\*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).
- Each Restricted Stock Unit ("RSU") represents the right to receive one share of the Issuer's common stock. The RSU vests in three equal annual installations beginning on March 10, 2015, provided that the Issuer meets certain performance requirements for fiscal 2014 and the reporting person is employed by the Issuer on the vesting date. The maximum number of shares the reporting person may receive is 150% of the RSU amount.
- (2) This RSU vests and becomes exercisable in three equal annual installments beginning on March 10, 2015, provided the reporting person is employed by the Issuer on the vesting date.
- (3) Includes 943 shares acquired in an exempt transaction pursuant to the Issuer's ESPP on December 31, 2013.

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.

Reporting Owners 2