**KADANT INC** Form 4 March 11, 2015

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

**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 may continue. 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person \* Powell Jeffrey L

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

below)

(First) (Last)

(Middle)

KADANT INC [KAI] 3. Date of Earliest Transaction

Director

X\_ Officer (give title

10% Owner Other (specify

Indirect

Beneficial

Ownership

(Instr. 4)

(9-02)

KADANT INC., ONE TECHNOLOGY PARK DRIVE

(Street)

4. If Amendment, Date Original

EXECUTIVE VICE PRESIDENT 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

3.

(Month/Day/Year)

03/09/2015

Applicable Line) \_X\_ 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 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

4. Securities

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Beneficially (D) or Indirect (I) Owned Following (Instr. 4)

Reported Transaction(s) (Instr. 3 and 4)

or Code V Amount (D) Price

(A)

Common Stock

14,187 D

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day)	ate	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 Uni		03/09/2015		A	7,262	<u>(1)</u>	03/10/2018	Common Stock	7,262 (1)
Restricted Stock Uni		03/09/2015		A	1,816	(2)	03/10/2018	Common Stock	1,816 (2)

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
Powell Jeffrey L KADANT INC. ONE TECHNOLOGY PARK DRIVE WESTFORD, MA 01886			EXECUTIVE VICE PRESIDENT				

## **Signatures**

by Sandra L. Lambert for Jeffrey L.
Powell 03/11/2015

\*\*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).
- Each Restricted Stock Unit ("RSU") represents the right to receive one share of the issuer's common stock. The RSU vests and is distributable in three equal installations beginning on March 10, 2016, provided that the Issuer meets certain performance requirements for fiscal 2015 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 annual installments beginning on March 10, 2016, provided the reporting person is employed by the Issuer on the vesting date.

#### Remarks:

**EXHIBIT LIST** 

Exhibit 24 - Limited Power of Attorney for Section 16 Reporting Obligations

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

Reporting Owners 2

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