

Powell Jeffrey L
Form 4
March 12, 2013

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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 APPROVAL

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(Print or Type Responses)

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

(Last) (First) (Middle)

KADANT INC., ONE
TECHNOLOGY PARK DRIVE

(Street)

WESTFORD, MA 01886

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
KADANT INC [KAI]

3. Date of Earliest Transaction
(Month/Day/Year)
03/10/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

EXECUTIVE VICE PRESIDENT

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

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)
			Code	V	Amount (A) or (D)	Price	
Common Stock	03/10/2013		M		3,372	A 11	15,337 D
Common Stock	03/10/2013		F		1,100	D \$ 26.58	14,237 D
Common Stock	03/10/2013		M		3,526	A 12	17,763 D
Common Stock	03/10/2013		F		1,150	D \$ 26.58	16,613 D
Common Stock	03/10/2013		M		3,551	A 13	20,164 D

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Common Stock 03/10/2013 F 1,158 D \$ 26.58 19,006 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	\$ 0	03/10/2013		M	3,372	<u>(1)</u> 03/10/2013	Common Stock <u>(1)</u> 3,372
Restricted Stock Unit	\$ 0	03/10/2013		M	7,052	<u>(2)</u> 03/10/2014	Common Stock <u>(2)</u> 3,526
Restricted Stock Unit	\$ 0	03/10/2013		M	10,653	<u>(3)</u> 03/10/2015	Common Stock <u>(3)</u> 3,551

Reporting Owners

Reporting Owner Name / Address	Relationships
	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 03/12/2013

__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 RSU award granted 3/3/2010. One-third of the RSU vested on 3/10/2013 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 RSU award granted 3/9/2011. One-third of the RSU vested on 3/10/2013 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 RSU award granted 3/7/2012. One-third of the RSU vested on 3/10/2013 and was converted to vested common stock on a one-for-one basis on the vesting date.

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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