Langevin Eric T Form 4 March 12, 2019

FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or

Form 5 obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * Langevin Eric T

TECHNOLOGY PARK DRIVE

(First)

(Street)

Symbol

(Middle)

2. Issuer Name and Ticker or Trading

KADANT INC [KAI]

(Month/Day/Year) 03/10/2019

3. Date of Earliest Transaction

below)

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

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Director 10% Owner X_ Officer (give title _ Other (specify

EVP & Co-COO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

WESTFORD, MA 01886

KADANT INC., ONE

| (City) | (State) (| (Zip) Tabl | e I - Non-D | Derivative | Secur | ities Acq | uired, Disposed o | f, or Beneficial | ly 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) | ransaction(A) or Disposed of (D) ode (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | |
| Common Stock | 03/10/2019 | | M | 2,618 | A | <u>(1)</u> | 37,205 | D | |
| Common Stock | 03/10/2019 | | F | 885 | D | \$ 85.97 | 36,320 | D | |
| Common Stock | 03/10/2019 | | M | 670 | A | <u>(2)</u> | 36,990 | D | |
| Common Stock | 03/10/2019 | | F | 298 | D | \$ 85.97 | 36,692 | D | |
| Common Stock | 03/10/2019 | | M | 2,676 | A | <u>(3)</u> | 39,368 | D | |

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| Common Stock | 03/10/2019 | F | 787 | D | \$ 85.97 | 38,581 | D |
|-----------------|------------|---|-------|---|-------------|--------|---|
| Common Stock | 03/10/2019 | M | 446 | A | <u>(4)</u> | 39,027 | D |
| Common Stock | 03/10/2019 | F | 199 | D | \$ 85.97 | 38,828 | D |
| Common Stock | 03/10/2019 | M | 1,335 | A | <u>(5)</u> | 40,163 | D |
| Common Stock | 03/10/2019 | F | 593 | D | \$ 85.97 | 39,570 | D |
| Common Stock | 03/10/2019 | M | 280 | A | <u>(6)</u> | 39,850 | D |
| Common Stock | 03/10/2019 | F | 125 | D | \$ 85.97 | 39,725 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (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. Transactio Code (Instr. 8) | 5. Number coordinates 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 | 03/10/2019 | | M | 2,618 | <u>(1)</u> | 03/31/2019 | Common Stock | 2,618 |
| Restricted Stock Unit | \$ 0 | 03/10/2019 | | M | 670 | (2) | 03/31/2019 | Common Stock | 670 |
| Restricted Stock Unit | \$ 0 | 03/10/2019 | | M | 2,676 | (3) | 04/30/2020 | Common Stock | 2,676 |
| Restricted Stock Unit | \$ 0 | 03/10/2019 | | M | 446 | <u>(4)</u> | 04/30/2020 | Common Stock | 446 |
| | \$0 | 03/10/2019 | | M | 1,335 | <u>(5)</u> | 04/30/2021 | | 1,335 |

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| Restricted Stock Unit | | | | | | | Common Stock | |
|--------------------------|------|------------|---|-----|------------|------------|-----------------|-----|
| Restricted Stock Unit | \$ 0 | 03/10/2019 | M | 280 | <u>(6)</u> | 04/30/2021 | Common Stock | 280 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Langevin Eric T KADANT INC. ONE TECHNOLOGY PARK DRIVE WESTFORD, MA 01886

EVP & Co-COO

Signatures

/s/ Stacy D. Krause, by power of attorney

03/12/2019

**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 March 8, 2016. One-third of the RSU vested and became distributable on March 10, 2019 and was converted to common stock on a one-for-one basis on the vesting date.
- (2) The shares represent the partial settlement under a time-based RSU award granted March 8, 2016. One-third of the RSU vested and became distributable on March 10, 2019 and was converted to 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 March 8, 2017. One-third of the RSU vested and became distributable on March 10, 2019 and was converted to 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 March 8, 2017. One-third of the RSU vested and became distributable on March 10, 2019 and was converted to common stock on a one-for-one basis on the vesting date.
- (5) The shares represent the partial settlement under a performance-based RSU award granted March 7, 2018. One-third of the RSU vested and became distributable on March 10, 2019 and was converted to common stock on a one-for-one basis on the vesting date.
- (6) The shares represent the partial settlement under a time-based RSU award granted March 7, 2018. One-third of the RSU vested and became distributable on March 10, 2019 and was converted to 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. 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.

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