SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
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1. Name and Addre	ss of Reporting Perso <u>FHOMAS C</u>	n*	2. Issuer Name and Ticker or Trading Symbol <u>KADANT INC</u> [KAI]		tionship of Reporting Pers all applicable) Director	on(s) to Issuer 10% Owner		
(Last) (First) (Middle) KADANT, INC.			3. Date of Earliest Transaction (Month/Day/Year) 03/04/2008		Officer (give title below)	Other (specify below)		
ONE TECHNOLOGY PARK DRIVE			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) WESTFORD	MA	01886		X	Form filed by One Repo Form filed by More thar Person	0		
(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)	Transaction Code (Instr.		4. Securities A Disposed Of (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)		(instr. 4)
Common Stock								22,500	D	

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ate	and 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned	10. Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Security												Following Reported Transaction(s) (Instr. 4)	(I) (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	\$ <mark>0</mark>	03/04/2008		A		15,000		(1)	04/09/2009	Common Stock	15,000(1)	\$ <mark>0</mark>	15,000	D	

Explanation of Responses:

1. Each Restricted Stock Unit (?RSU?) represents the right to receive one share of the issuer?s common stock. The RSU vests in four installments of 1,250 shares each on the last day of each of the issuer?s first, second, third and fourth quarters of fiscal 2008. The balance of 10,000 RSUs vest only upon a change in control of the issuer that occurs during the period beginning on the first day of the issuer?s second quarter of fiscal 2008 and ending on the last day of the issuer?s first quarter of fiscal 2009.

Remarks:

<u>by Sandra L. Lambert for</u> <u>Thomas C. Leonard</u>

03/06/2008

** Signature of Reporting Person

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

* 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).

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

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 Number.