

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Check this box if no longer subject to Section 16. 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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Powell Jeffrey L.</u> (Last) (First) (Middle) KADANT INC. ONE TECHNOLOGY PARK DRIVE (Street) WESTFORD MA 01886 (City) (State) (Zip)		2. Issuer Name and Ticker or Trading Symbol <u>KADANT INC [ KAI ]</u> 3. Date of Earliest Transaction (Month/Day/Year) 03/04/2019 4. If Amendment, Date of Original Filed (Month/Day/Year)		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP & Co-COO	
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								6,250	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 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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	\$0.0	03/04/2019		A		12,250		(1)	04/30/2022	Common Stock	12,250	\$0	12,250	D	
Restricted Stock Unit	\$0.0	03/04/2019		A		3,063		(2)	04/30/2022	Common Stock	3,063	\$0	3,063	D	

Explanation of Responses:

- 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 installments beginning on March 10, 2020, provided that the Issuer meets certain performance requirements for fiscal 2019 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.
- This RSU vests and becomes exercisable in three annual installments beginning on March 10, 2020, provided the reporting person is employed by the Issuer on the vesting date.

Remarks:

Exhibit 24 - Power of Attorney

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

03/05/2019

\*\* Signature of Reporting Person

Date

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.

EXHIBIT 24  
LIMITED POWER OF ATTORNEY FOR SECTION 16 REPORTING OBLIGATIONS

Know all by these presents, that the undersigned hereby makes, constitutes and appoints each of Stacy D. Krause, Michael J. McKenney, Deborah S. Selwood and Amy B. :  
(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Kadant Inc. (the "Company"), Forms 3, 4, and 5 (:  
(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to prepare, complete and execute any such Form 3, 4,  
(3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information regarding transactions in the Company's securities from any t  
(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney in fact, may be of benefit to, in the bes  
The undersigned hereby grants to each such attorney in fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, c  
This Power of Attorney replaces any previously provided Power of Attorney by the undersigned effective as of the date hereof and shall remain in full force and effec  
IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 16th day of May 2018.

Signature  
/s/ Jeffrey L. Powell  
Print Name