

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>LAMBERT SANDRA 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>	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) <u>VP, GENERAL COUNSEL, SECRETARY</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/10/2016</u>	
		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	03/10/2016		M		1,363	A	(1)	20,270	D	
Common Stock	03/10/2016		F		443	D	\$42.2	19,827	D	
Common Stock	03/10/2016		M		948	A	(2)	20,775	D	
Common Stock	03/10/2016		F		308	D	\$42.2	20,467	D	
Common Stock	03/10/2016		M		236	A	(3)	20,703	D	
Common Stock	03/10/2016		F		77	D	\$42.2	20,626	D	
Common Stock	03/10/2016		M		808	A	(4)	21,434	D	
Common Stock	03/10/2016		F		263	D	\$42.2	21,171	D	
Common Stock	03/10/2016		M		207	A	(5)	21,378	D	
Common Stock	03/10/2016		F		68	D	\$42.2	21,310	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
Restricted Stock Unit	\$0.0	03/10/2016		M			1,363	(1)	03/10/2016	Common Stock	1,363 <sup>(1)</sup>	\$0	0	D	
Restricted Stock Unit	\$0.0	03/10/2016		M			948	(2)	03/10/2017	Common Stock	948 <sup>(2)</sup>	\$0	948	D	
Restricted Stock Unit	\$0.0	03/10/2016		M			236	(3)	03/10/2017	Common Stock	236 <sup>(3)</sup>	\$0	236	D	
Restricted Stock Unit	\$0.0	03/10/2016		M			808	(4)	03/10/2018	Common Stock	808 <sup>(4)</sup>	\$0	1,618	D	
Restricted Stock Unit	\$0.0	03/10/2016		M			207	(5)	03/10/2018	Common Stock	207 <sup>(5)</sup>	\$0	412	D	

**Explanation of Responses:**

- The shares represent the partial settlement under a performance-based RSU award granted March 6, 2013. One-third of the RSU vested and became distributable on March 10, 2016 and was converted to common stock on a one-for-one basis on the vesting date.
- The shares represent the partial settlement under a performance-based RSU award granted March 5, 2014. One-third of the RSU vested and became distributable on March 10, 2016 and was converted to common stock on a one-for-one basis on the vesting date.
- The shares represent the partial settlement under a time-based RSU award granted March 5, 2014. One-third of the RSU vested and became distributable on March 10, 2016 and was converted to common stock on a one-for-one basis on the vesting date.
- The shares represent the partial settlement under a performance-based RSU award granted March 9, 2015. One-third of the RSU vested and became distributable on March 10, 2016 and was converted to common stock on a one-for-one basis on the vesting date.
- The shares represent the partial settlement under a time-based RSU award granted March 9, 2015. One-third of the RSU vested and became distributable on March 10, 2016 and was converted to common

stock on a one-for-one basis on the vesting date.

**Remarks:**

Sandra L. Lambert

03/11/2016

\*\* 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.

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