

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): January 29, 2026

KADANT INC.

(Exact name of registrant as specified in its charter)

Commission file number 001-11406

Delaware

(State or other jurisdiction of incorporation or organization)

52-1762325

(I.R.S. Employer Identification No.)

One Technology Park Drive

Westford, Massachusetts 01886

(Address of principal executive offices, including zip code)

(978) 776-2000

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Securities Exchange Act of 1934:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, \$.01 par value	KAI	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

KADANT INC.

Item 1.01. Entry into a Material Definitive Agreement.

On January 29, 2026, Kadant Holdings GmbH, a subsidiary of Kadant Inc., (together, "Kadant" or the "Company") entered into a Share Purchase and Transfer Agreement (the "Acquisition Agreement") with voestalpine High Performance Metals GmbH (the "Seller") for the purchase of the shares of voestalpine BÖHLER Profil GmbH & Co KG ("voestalpine BÖHLER Profil") and the shares of voestalpine BÖHLER Profil VerwaltungsGmbH for approximately 157.0 million Euros in cash, subject to certain customary adjustments (the "Acquisition"). voestalpine BÖHLER Profil is a trusted leader in tailor-made special profiles with complex geometries, as well as high-performance industrial knives. The company specializes in near-net-shape rolling, delivering high-quality, niche solutions for the most demanding industrial applications, and will become part of Kadant's Industrial Processing reporting segment upon closing, at which time its name will be changed to Kadant Profil GmbH & Co KG. The Acquisition is expected to close in the first quarter of 2026.

The parties' obligations to consummate the Acquisition are subject to certain Austrian regulatory approvals and the satisfaction of certain customary closing conditions. There is no financing condition to closing in the Acquisition Agreement.

The Acquisition Agreement contains customary representations, warranties, covenants, and indemnities. The parties are subject to confidentiality provisions, and the Seller is subject to customary non-competition and non-solicitation provisions. If the Acquisition is not consummated by September 30, 2026, the Acquisition Agreement may be terminated. The Acquisition Agreement contemplates certain ancillary agreements to be entered into at closing.

The foregoing description of the Acquisition Agreement does not purport to be complete and is qualified in its entirety by reference to the full text of the Acquisition Agreement, a copy of which will be filed as an exhibit to Kadant's Annual Report on Form 10-K for the fiscal year ended January 3, 2026 with the Securities and Exchange Commission.

The above description of the Acquisition Agreement is not intended to provide any other factual information about Kadant, voestalpine BÖHLER Profil, or their respective subsidiaries or affiliates. The representations, warranties, and covenants contained in the Acquisition Agreement were made only for purposes of the Acquisition Agreement and only as of specific dates, were solely for the benefit of the parties to the Acquisition Agreement, and may be subject to limitations agreed upon by the parties in connection with negotiating the terms of the Acquisition Agreement, including being qualified by confidential disclosures made by each party to the other for the purposes of allocating contractual risk between them. In addition, certain representations and warranties may be subject to a contractual standard of materiality different from those generally applicable to investors and may have been used for the purpose of allocating risk between the parties rather than establishing matters as facts. Information concerning the subject matter of the representations, warranties, and covenants may change after the date of the Acquisition Agreement, which subsequent information may or may not be fully reflected in public disclosures by Kadant or voestalpine BÖHLER Profil. Investors should not rely on the representations, warranties or covenants or any description thereof as characterizations of the actual state of facts or condition of Kadant, voestalpine BÖHLER Profil or any of their respective subsidiaries, affiliates or businesses.

Item 7.01. Regulation FD Disclosure.

A copy of the press release issued by the Company in connection with the Acquisition is furnished with this Current Report on Form 8-K and attached hereto as Exhibit 99.

On February 3, 2026, the Company will hold a webcast and conference call to discuss the transaction described above at 11:00 a.m. Eastern Time. A copy of our investor presentation with an overview of the proposed Acquisition that will be presented on the webcast and discussed in the conference call will be filed with the Securities and Exchange Commission prior to the call and will be posted in the "Investors" section of the Company's website at kadant.com.

The information contained in this Item 7.01 (including Exhibit 99) shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such a filing.

KADANT INC.

Safe Harbor Statement

The following constitutes a “Safe Harbor” statement under the Private Securities Litigation Reform Act of 1995: This Current Report on Form 8-K contains forward-looking statements that involve a number of risks and uncertainties, including forward-looking statements about the financial and operating performance of voestalpine BÖHLER Profil, the benefits of the proposed Acquisition, the probable timing and financing of the Acquisition, and the expected future business and financial performance of voestalpine BÖHLER Profil and Kadant. These forward-looking statements represent our expectations as of the date of this Current Report on Form 8-K. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future events, or otherwise. These forward-looking statements are subject to known and unknown risks and uncertainties that may cause our actual results to differ materially from these forward-looking statements as a result of various important factors, including those set forth under the heading “Risk Factors” in Kadant’s Annual Report on Form 10-K for the fiscal year ended December 28, 2024 and subsequent filings with the Securities and Exchange Commission. These include risks and uncertainties relating to the ability to consummate the Acquisition; the ability to obtain financing to complete the Acquisition; Kadant’s ability to successfully integrate voestalpine BÖHLER Profil and its operations and employees and realize anticipated benefits from the Acquisition; unanticipated disruptions to the business, general and regional economic conditions, and the future performance of voestalpine BÖHLER Profil; the risk that the conditions to the closing of the Acquisition are not satisfied; potential adverse reactions or changes to business or employee relationships, including those resulting from the announcement or completion of the Acquisition; uncertainties as to the timing of the Acquisition; competitive, investor or customer responses to the Acquisition; the ability to realize anticipated synergies and cost savings; unexpected costs, charges or expenses resulting from the Acquisition; adverse changes in global and local economic conditions; the variability and difficulty in accurately predicting revenues from large capital equipment and systems projects; our acquisition strategy; levels of residential construction activity; reductions by our wood processing customers of their capital spending or production of oriented strand board; changes to the global timber supply; development and use of digital media; cyclical economic conditions affecting the global mining industry; demand for coal, including economic and environmental risks associated with coal; failure of our information systems or breaches of data security and cybersecurity incidents; implementation of our internal growth strategy; competition; our ability to successfully manage our manufacturing operations; supply chain constraints, inflationary pressure, price increases and shortages in raw materials; loss of key personnel and effective succession planning; future restructurings; protection of intellectual property; changes to tax laws and regulations; climate change; adequacy of our insurance coverage; global operations; policies of the Chinese government; the variability and uncertainties in sales of capital equipment in China; currency fluctuations; changes to government regulations and policies around the world; compliance with government regulations and policies and compliance with laws; environmental laws and regulations; environmental, health and safety laws and regulations impacting the mining industry; our debt obligations; restrictions in our credit agreement and note purchase agreement; soundness of financial institutions; fluctuations in our share price; and anti-takeover provisions.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

The following exhibits relating to Item 1.01 and Item 7.01 shall be deemed to be furnished and not filed.

Exhibit No.	Description of Exhibits
99	Press release issued by the Company on January 29, 2026.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

KADANT INC.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

KADANT INC.

Date: January 29, 2026

By: /s/ Michael J. McKenney

Michael J. McKenney
Executive Vice President and Chief Financial Officer

**KADANT INC.**

One Technology Park Drive
Westford, MA 01886 USA
Tel: +1 978-776-2000
www.kadant.com

PRESS RELEASE**Kadant to Acquire voestalpine BÖHLER Profil**

WESTFORD, Mass., January 29, 2026 – Kadant Inc. (NYSE: KAI) has entered into a definitive agreement to acquire voestalpine BÖHLER Profil GmbH & Co KG (“voestalpine BÖHLER Profil”). The acquisition is expected to close in the first quarter of 2026, subject to certain Austrian regulatory approvals and the satisfaction of customary closing conditions, and will be financed primarily through borrowings under Kadant’s revolving credit facility.

With over 150 years of experience, voestalpine BÖHLER Profil is a trusted leader in tailor-made special profiles with complex geometries, as well as high-performance industrial knives. The company specializes in near-net-shape rolling, delivering high-quality, niche solutions for the most demanding industrial applications. voestalpine BÖHLER Profil is headquartered in Austria with approximately 150 employees and revenue of 51.5 million Euros for the fiscal year ended March 31, 2025. voestalpine BÖHLER Profil will become part of Kadant’s Industrial Processing reporting segment upon closing, at which time its name will be changed to Kadant Profil GmbH & Co KG.

“voestalpine BÖHLER Profil’s expertise and product range complement Kadant’s offerings and strengthen our ability to serve customers in demanding industrial markets,” said Jeffrey L. Powell, president and chief executive officer of Kadant. “For more than three decades, voestalpine BÖHLER Profil has been a valued supply partner to several Kadant businesses, giving us deep familiarity with their capabilities. We believe their strong leadership team and operational excellence make the business a strategic addition to our organization.”

“We have known and worked with Kadant for over 30 years, and their deep industrial processing knowledge, global presence, and comprehensive portfolio of solutions align with voestalpine BÖHLER Profil’s long-term goals,” said Jörg Wagner, managing director of voestalpine BÖHLER Profil. “We look forward to the opportunities that being a part of Kadant will offer our team and customers.”

Conference Call

Kadant will hold a conference call and webcast on Tuesday, February 3, 2026 at 11:00 a.m. Eastern Time to discuss the proposed acquisition. To listen to the call and view the webcast, go to the “Investors” section of the Company’s website at kadant.com. Participants interested in joining the call’s live question and answer session are required to register by visiting <https://register-conf.media-server.com/register/Blcd282d8fad784f7d8a2225ab2fcad615> or selecting the Q&A link on our website to receive a dial-in number and unique pin. It is recommended that you join the call 10 minutes prior to the start of the event. A replay of the webcast presentation will be available on the Company’s website through March 6, 2026.

About Kadant

Kadant Inc. is a global supplier of technologies and engineered systems that drive Sustainable Industrial Processing®. The Company’s products and services play an integral role in enhancing efficiency, optimizing energy utilization, and maximizing productivity in process industries. Kadant is based in Westford, Massachusetts, with approximately 3,900 employees in 22 countries around the globe. For more information, visit kadant.com.

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The following constitutes a “Safe Harbor” statement under the Private Securities Litigation Reform Act of 1995: This press release contains forward-looking statements that involve a number of risks and uncertainties, including forward-looking statements about the financial and operating performance of voestalpine BÖHLER Profil, the benefits of the proposed acquisition of voestalpine BÖHLER Profil (the “Acquisition”), the probable timing and financing of the Acquisition, and the expected future business and financial performance of voestalpine BÖHLER Profil and Kadant. These forward-looking statements represent our expectations as of the date of this press release. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future events, or otherwise. These forward-looking statements are subject to known and unknown risks and uncertainties that may cause our actual results to differ materially from these forward-looking statements as a result of various important factors, including those set forth under the heading “Risk Factors” in Kadant’s Annual Report on Form 10-K for the fiscal year ended December 28, 2024 and subsequent filings with the Securities and Exchange Commission. These include risks and uncertainties relating to the ability to consummate the Acquisition; the ability to obtain financing to complete the Acquisition; Kadant’s ability to successfully integrate voestalpine BÖHLER Profil and its operations and employees and realize anticipated benefits from the Acquisition; unanticipated disruptions to the business, general and regional economic conditions, and the future performance of voestalpine BÖHLER Profil; the risk that the conditions to the closing of the Acquisition are not satisfied; potential adverse reactions or changes to business or employee relationships, including those resulting from the announcement or completion of the Acquisition; uncertainties as to the timing of the Acquisition; competitive, investor or customer responses to the Acquisition; the ability to realize anticipated synergies and cost savings; unexpected costs, charges or expenses resulting from the Acquisition; adverse changes in global and local economic conditions; the variability and difficulty in accurately predicting revenues from large capital equipment and systems projects; our acquisition strategy; levels of residential construction activity; reductions by our wood processing customers of their capital spending or production of oriented strand board; changes to the global timber supply; development and use of digital media; cyclical economic conditions affecting the global mining industry; demand for coal, including economic and environmental risks associated with coal; failure of our information systems or breaches of data security and cybersecurity incidents; implementation of our internal growth strategy; competition; our ability to successfully manage our manufacturing operations; supply chain constraints, inflationary pressure, price increases and shortages in raw materials; loss of key personnel and effective succession planning; future restructurings; protection of intellectual property; changes to tax laws and regulations; climate change; adequacy of our insurance coverage; global operations; policies of the Chinese government; the variability and uncertainties in sales of capital equipment in China; currency fluctuations; changes to government regulations and policies around the world; compliance with government regulations and policies and compliance with laws; environmental laws and regulations; environmental, health and safety laws and regulations impacting the mining industry; our debt obligations; restrictions in our credit agreement and note purchase agreement; soundness of financial institutions; fluctuations in our share price; and anti-takeover provisions.

Contacts

Investor Contact Information:

Michael McKenney, 978-776-2000

IR@kadant.com

Media Contact Information:

Wes Martz, 978-776-2000

media@kadant.com

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