

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>PAINTER JONATHAN W</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)  <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/30/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/30/2020		M		5,340	A	(1)	22,502	D	
Common Stock	06/30/2020		F		2,369	D	\$97.19	20,133	D	
Common Stock	06/30/2020		M		1,118	A	(2)	21,251	D	
Common Stock	06/30/2020		F		496	D	\$97.19	20,755	D	
Common Stock								3	I	By Son

**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	06/30/2020		M			5,340	(1)	04/30/2021	Common Stock	5,340	\$0	0	D	
Restricted Stock Unit	\$0.0	06/30/2020		M			1,118	(2)	04/30/2021	Common Stock	1,118	\$0	0	D	
Restricted Stock Unit	\$0.0	07/01/2020		A			1,042	(3)	01/31/2021	Common Stock	1,042	\$0	1,042	D	

**Explanation of Responses:**

- The shares represent the settlement under a performance-based Restricted Stock Unit ("RSU") award granted March 7, 2018. Pursuant to the terms of an executive transition agreement between the reporting person and the Issuer dated February 13, 2019 ("Transition Agreement"), the vesting of the reporting person's outstanding RSUs was accelerated such that the RSUs vested and became distributable in full on June 30, 2020, the retirement date of the reporting person as an executive officer. The shares of common stock underlying such RSUs were converted to common stock on a one-for-one basis on the vesting date.
- The shares represent the settlement under a time-based RSU award granted March 7, 2018. Pursuant to the terms of the Transition Agreement, the vesting of the reporting person's outstanding RSUs was accelerated, such that RSUs vested and became distributable in full on June 30, 2020, the retirement date of the reporting person as an executive officer. The shares of common stock underlying such RSUs were converted to common stock on a one-for-one basis on the vesting date.
- Each Restricted Stock Unit ("RSU") represents the right to receive one share of the Issuer's common stock. The RSU vests in two equal installments on the last day of each of the Issuer's third and fourth quarters of fiscal 2020 provided the recipient continues to serve as a director of the Issuer.

**Remarks:**

/s/ Stacy D. Krause, by power of attorney 07/01/2020

\*\* 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.