

**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	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Powell Jeffrey L</u>			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) <b>EXECUTIVE VICE PRESIDENT</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>03/10/2017</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
<u>KADANT INC.</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
<u>ONE TECHNOLOGY PARK DRIVE</u>								
<u>WESTFORD MA 01886</u>								
(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)	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	03/10/2017		M		2,729	A	(1)	9,418	D	
Common Stock	03/10/2017		F		886	D	\$57.8	8,532	D	
Common Stock	03/10/2017		M		679	A	(2)	9,211	D	
Common Stock	03/10/2017		F		221	D	\$57.8	8,990	D	
Common Stock	03/10/2017		M		2,372	A	(3)	11,362	D	
Common Stock	03/10/2017		F		770	D	\$57.8	10,592	D	
Common Stock	03/10/2017		M		605	A	(4)	11,197	D	
Common Stock	03/10/2017		F		197	D	\$57.8	11,000	D	
Common Stock	03/10/2017		M		2,804	A	(5)	13,804	D	
Common Stock	03/10/2017		F		910	D	\$57.8	12,894	D	
Common Stock	03/10/2017		M		718	A	(6)	13,612	D	
Common Stock	03/10/2017		F		233	D	\$57.8	13,379	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	03/10/2017		M		2,729	(1)	03/10/2017	03/10/2017	Common Stock	2,729	\$0	0	D	
Restricted Stock Unit	\$0.0	03/10/2017		M		679	(2)	03/10/2017	03/10/2017	Common Stock	679	\$0	0	D	
Restricted Stock Unit	\$0.0	03/10/2017		M		2,372	(3)	03/10/2018	03/10/2018	Common Stock	2,372	\$0	2,373	D	
Restricted Stock Unit	\$0.0	03/10/2017		M		605	(4)	03/10/2018	03/10/2018	Common Stock	605	\$0	605	D	
Restricted Stock Unit	\$0.0	03/10/2017		M		2,804	(5)	03/31/2019	03/31/2019	Common Stock	2,804	\$0	5,606	D	
Restricted Stock Unit	\$0.0	03/10/2017		M		718	(6)	03/31/2019	03/31/2019	Common Stock	718	\$0	1,436	D	

**Explanation of Responses:**

1. 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, 2017 and was converted to common stock on a one-for-one basis on the vesting date.

2. 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, 2017 and was converted to common stock on a one-for-one basis on the vesting date.
3. 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, 2017 and was converted to common stock on a one-for-one basis on the vesting date.
4. 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, 2017 and was converted to common stock on a one-for-one basis on the vesting date.
5. The shares represent the partial settlement under a performance-based RSU award granted March 8, 2016. One-third of the RSU vested and became distributable on March 10, 2017 and was converted to common stock on a one-for-one basis on the vesting date.
6. The shares represent the partial settlement under a time-based RSU award granted March 8, 2016. One-third of the RSU vested and became distributable on March 10, 2017 and was converted to common stock on a one-for-one basis on the vesting date.

**Remarks:**

by Melodie T. Morin for  
Jeffrey L. Powell

03/14/2017

\*\* 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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