# 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): April 22, 2020

# KADANT INC.

(Exact name of registrant as specified in its charter)

Commission file number 001-11406

Delaware52-1762325(State or other jurisdiction of incorporation or organization)(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 t	to Section 12(b) of the Securities	Exchange Act of 1934:									
	Title of each class	Trading Symbol(s)	Name of each exchange on which registered									
	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 7.01 Regulation FD Disclosure.

On April 22, 2020, Kadant Inc. ("the Company") announced the realignment of its current operating segments by combining its operating entities into three new reportable operating segments. Consistent with the Company's strategic initiatives to grow both organically and through acquisitions, these segment changes reflect how the Company has grown and diversified over the last several years. Such growth and diversification have resulted in a change in how the chief operating decision maker makes operating decisions, assesses the performance of the business, and allocates resources. The three new reportable operating segments are Flow Control, Industrial Processing, and Material Handling. The Flow Control segment consists of the Company's fluid-handling and doctoring, cleaning, & filtration product lines; the Industrial Processing segment consists of the Company's wood processing and stock-preparation product lines (excluding baling products); and the Material Handling segment consists of the Company's conveying and screening, baling, and fiber-based product lines. The full text of the press release issued in connection with the announcement is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The Company's reporting of its first quarter 2020 results will reflect these three new reportable segments. To assist in the analysis and understanding of the Company's new reportable segment structure, furnished in this Current Report on Form 8-K as Exhibit 99.2, is a financial schedule of unaudited selected financial data for each of the four quarters and full year of 2019 and 2018 and the full year of 2017 recast to reflect the new reportable operating segments.

In addition to the financial measures included in the financial schedule prepared in accordance with U.S. generally accepted accounting principles (GAAP), the Company uses certain non-GAAP financial measures, including adjusted operating income, adjusted earnings before interest, taxes, depreciation, and amortization (adjusted EBITDA), and adjusted EBITDA margin. The Company believes that these non-GAAP financial measures, when taken together with the corresponding GAAP financial measures, provide meaningful supplemental information regarding the Company's performance by excluding certain items that may not be indicative of its core business, operating results, or future outlook. The Company believes that the inclusion of such measures helps investors to gain an understanding of its underlying operating performance and future prospects, consistent with how management measures and forecasts the Company's performance, especially when comparing such results to previous periods or forecasts and to the performance of its competitors. Such measures are also used by the Company in its financial and operating decision-making and for compensation purposes. The Company also believes this information is responsive to investors' requests and gives them an additional measure of its performance. The non-GAAP financial measures included in the financial schedule are not meant to be considered superior to or a substitute for the results of operations prepared in accordance with GAAP. In addition, the non-GAAP financial measures included in the financial schedule have limitations associated with their use as compared to the most directly comparable GAAP measures, in that they may be different from, and therefore not comparable to, similar measures used by other companies.

The information in Item 7.01 of this Form 8-K (including Exhibits 99.1 and 99.2) shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (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.

#### Item 9.01 Financial Statements and Exhibits.

### (d) Exhibits

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

Exhibit No.	Description of Exhibits
	Description of Exhibits
99.1	Press Release issued by the Company on April 22, 2020 announcing a change in reportable operating segments
99.2	Financial schedule of unaudited selected financial data for each of the four quarters and the full year of 2019 and 2018 and the full year of 2017 recast to reflect the new reportable segments
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: April 22, 2020 By /s/ Michael J. McKenney

Michael J. McKenney Executive Vice President and Chief Financial Officer

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KADANT INC. One Technology Park Drive Westford, MA 01886

**NEWS** 

# Kadant Announces Change in Operating Segments to Better Reflect Strategic Focus

**WESTFORD, Mass.,** April 22, 2020 – Kadant Inc. (NYSE: KAI) today announced the realignment of its current operating segments by combining its operating entities into three new reportable operating segments. Consistent with the Company's strategic initiatives to grow both organically and through acquisitions, these segment changes reflect how the Company has grown and diversified over the last several years. The three new reportable operating segments are Flow Control, Industrial Processing, and Material Handling.

The Flow Control segment consists of the Company's fluid-handling and doctoring, cleaning, & filtration product lines; the Industrial Processing segment consists of the Company's wood processing and stock-preparation product lines; and the Material Handling segment consists of the Company's conveying and screening, baling, and fiber-based product lines.

"We believe these segments better reflect the strategic focus and growth initiatives we have pursued over the past decade," commented Jeffrey L. Powell, president and chief executive officer of Kadant. "These new segments will allow us to more effectively communicate our strategic initiatives and performance across our business. Our new Flow Control segment is an excellent example of moving from a vertical segment like papermaking to one that reflects our presence in a number of process industries, including packaging, food processing, and metals, among others."

The Company's reporting of its first quarter 2020 results will reflect these three new reportable segments. To assist in the analysis and understanding of the new reportable segment structure, the Company will be filing in a Current Report on Form 8-K a financial schedule of unaudited selected financial data for each of the four quarters and full year of 2019 and 2018 and the full year of 2017 recast to reflect the new reportable operating segments. These changes have no impact on the Company's previously reported consolidated balance sheet, statement of income. or cash flows.

#### **About Kadant**

Kadant Inc. is a global supplier of high-value, critical components and engineered systems used in process industries worldwide. The Company's products, technologies, and services play an integral role in enhancing process efficiency, optimizing energy utilization, and maximizing productivity in resource-intensive industries. Kadant is based in Westford, Massachusetts, with approximately 2,800 employees in 20 countries worldwide. For more information, visit www.kadant.com.

#### Safe Harbor Statement

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 our business, financial statements, customers, products, technologies, and markets. 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 year ended December 28, 2019 and subsequent filings with the Securities and Exchange Commission. These include risks and uncertainties relating to adverse changes in global and local economic conditions; the variability and difficulty in accurately predicting revenues from large capital equipment and systems projects; our customers' ability to obtain financing for capital equipment projects; international sales and operations; health epidemics; changes to government regulations and policies around the world; policies of the Chinese

government; the variability and uncertainties in sales of capital equipment in China; 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; cyclical economic conditions affecting the global mining industry; development and use of digital media; currency fluctuations; demand for coal, including economic and environmental risks associated with coal; price increases or shortages of raw materials; dependence on certain suppliers; our acquisition strategy; failure of our information systems or breaches of data security and cybertheft; compliance with government regulations and policies and compliance with laws; implementation of our internal growth strategy; competition; soundness of suppliers and customers; changes in our tax provision or exposure to additional tax liabilities; our ability to successfully manage our manufacturing operations; disruption in production; future restructurings; economic conditions and regulatory changes caused by the United Kingdom's exit from the European Union; our debt obligations; restrictions in our credit agreement and note purchase agreement; substitution of an alternative index for LIBOR; loss of key personnel and effective succession planning; protection of intellectual property; fluctuations in our share price; soundness of financial institutions; environmental laws and regulations; climate change; environmental, health and safety laws and regulations; adequacy of our insurance coverage; anti-takeover provisions; and reliance on third-party research.

#### **Contacts**

Investor Contact Information:
Michael McKenney, 978-776-2000
IR@kadant.com
or
Media Contact Information:
Wes Martz, 269-278-1715
media@kadant.com

## Kadant Inc.

# **Unaudited Selected Financial Data**

(In thousands, except percentages)

	Twelve Months Ended	Twelve Months  Three Months Ended Ended Three Months Ended									Twelve Months Ended
	Dec. 28, 2019	Dec. 28, 2019	Sept. 28, 2019	June 29, 2019	March 30, 2019	Dec. 29, 2018	Dec. 29, 2018	Sept. 29, 2018	June 30, 2018	March 31, 2018	Dec. 30, 2017
Revenue by Segment											
Flow Control	\$250,339	\$ 61,547	\$ 62,375	\$ 65,273	\$ 61,144	\$247,966	\$ 61,997	\$ 63,787	\$ 62,074	\$ 60,108	\$213,767
Industrial Processing Material	301,948	79,049	74,229	76,396	72,274	314,229	85,519	85,217	72,352	71,141	232,133
Handling	152,357	42,063	36,900	35,496	37,898	71,591	16,419	16,741	20,487	17,944	69,133
	\$704,644	\$182,659	\$173,504	\$177,165	\$171,316	\$633,786	\$163,935	\$165,745	\$154,913	\$149,193	\$515,033
Bookings by Segment											
Flow Control	\$241,220	\$ 56,974	\$ 58,817	\$ 60,694	\$ 64,735	\$257,771	\$ 63,805	\$ 57,459	\$ 68,406	\$ 68,101	\$223,510
Industrial Processing Material	290,881	61,874	74,928	75,008	79,071	341,034	66,836	92,191	89,275	92,732	226,535
Handling	156,184	40,935	37,185	38,258	39,806	71,622	16,446	15,350	18,739	21,087	71,136
	\$688,285	\$159,783	\$170,930	\$173,960	\$183,612	\$670,427	\$147,087	\$165,000	\$176,420	\$181,920	\$521,181
Gross Margin	<b>54</b> 40/	<b>50 5</b> 0 (	<b>50.0</b> 0/	E4 00/	<b>54.0</b> 0/	<b>50</b> 00/	40.004	<b>50.00</b> /	E4 00/	<b>50.0</b> 0/	50.00/
Flow Control Industrial Processing	51.4% 38.3%	50.5% 36.2%	52.9% 38.7%	51.0% 39.4%	51.2% 38.9%	50.8%	48.9% 40.2%	50.2%	51.9% 39.6%	52.2% 39.0%	52.2% 40.2%
Material											
Handling	32.5% 41.7%	35.6% 40.9%	34.0%	30.9% 42.0%	29.3%	36.8%	37.7%	35.3% 44.1%	35.7% 44.0%	38.6% 44.3%	38.2% 44.9%
	41.790	40.9%	42.8%	42.0%	41.2%	43.9%	43.3%	44.190	44.0%	44.5%	44.9%
Operating Income											
Flow Control Industrial	\$ 55,343	\$ 12,123	\$ 15,103	\$ 15,133	\$ 12,984	\$ 52,928	\$ 12,258	\$ 14,542	\$ 13,773	\$ 12,355	\$ 44,366
Processing Material	49,599	10,769	13,107	13,869	11,854	57,355	18,532	18,601	11,027	9,195	33,300
Handling	11,600	6,085	3,525	1,259	731	8,077	2,022	1,563	2,333	2,159	9,238
Corporate	(28,719) \$ 87,823	(7,424) \$ 21,553	(7,182) \$ 24,553	(7,119) \$ 23,142	(6,994) \$ 18,575	(29,762) \$ 88,598	(7,988) \$ 24,824	(7,331) \$ 27,375	(7,398) \$ 19,735	(7,045) \$ 16,664	(25,279) \$ 61,625
	Ψ 07,020	Ψ 21,555	Ψ 24,555	Ψ 25,142	Ψ 10,575	Ψ 00,550	Ψ 24,024	Ψ 21,013	Ψ 15,755	Ψ 10,004	Ψ 01,023
Adjusted Operating Income (a, f)											
Flow Control	\$ 55,343	\$ 12,123	\$ 15,103	\$ 15,133	\$ 12,984	\$ 52,928	\$ 12,258	\$ 14,542	\$ 13,773	\$ 12,355	\$ 45,264
Industrial Processing	52,127	13,297	13,107	13,869	11,854	59,324	18,532	18,979	11,596	10,217	44,666
Material Handling	17,315	6,105	3,546	2,782	4,882	8,077	2,022	1,563	2,333	2,159	9,127
Corporate	(28,719)	(7,424)	(7,182)	(7,119)	(6,994)	(28,441)	(6,667)	(7,331)	(7,398)	(7,045)	(25,279)
	\$ 96,066	\$ 24,101	\$ 24,574	\$ 24,665	\$ 22,726	\$ 91,888	\$ 26,145	\$ 27,753	\$ 20,304	\$ 17,686	\$ 73,778
Capital											
Expenditures											
Flow Control Industrial	\$ 2,639	\$ 825	\$ 636	\$ 707	\$ 471	\$ 2,791	\$ 920	\$ 948	\$ 546	\$ 377	\$ 2,300
Processing  Material  Handling	5,113 2,144	1,890 999	1,053 397	807 415	1,363 333	12,288	2,270 479	1,303 268	4,226 288	4,489 277	13,833
Corporate	61	7	7	46	1	168	73	87	_	8	144
,	\$ 9,957	\$ 3,721	\$ 2,093	\$ 1,975	\$ 2,168	\$ 16,559	\$ 3,742	\$ 2,606	\$ 5,060	\$ 5,151	\$ 17,281

	Twelve					Twelve					Twelve
Months						Months					Months
Adjusted	Ended		Three Mor	nths Ended		Ended	Three Months Ended				Ended
Adjusted Operating Income and Adjusted											
EBITDA Reconciliation	Dec. 28, 2019	Dec. 28, 2019	Sept. 28, 2019	June 29, 2019	March 30, 2019	Dec. 29, 2018	Dec. 29, 2018	Sept. 29, 2018	June 30, 2018	March 31, 2018	Dec. 30, 2017
Consolidated											
Net Income Attributable to Kadant	\$ 52,068	\$ 8,749	\$16,115	\$16,304	\$10,900	\$ 60,413	\$18,422	\$18,784	\$12,349	\$10,858	\$31,092
Net Income Attributable to Noncontrolling Interest	496	136	98	97	165	633	146	195	142	150	491
Provision for Income Taxes	16,358	4,048	5,219	3,128	3,963	18,482	2,907	6,443	5,271	3,861	26,070
Interest Expense, Net	12,542	2,557	3,023	3,514	3,448	6,653	1,668	1,708	1,728	1,549	3,100
Other Expense, Net (b)	6,359	6,063	98	99	99	2,417	1,681	245	245	246	872
Operating Income	87,823	21,553	24,553	23,142	18,575	88,598	24,824	27,375	19,735	16,664	61,625
Impairment and Restructuring Costs											
(c)	2,528	2,528	_	_	_	1,717	_	378	569	770	203
Acquisition Costs	843	_	_	_	843	1,321	1,321	_	_	_	5,375
Acquired Backlog Amortization (d)	1,323	20	21	284	998	252	_	_	_	252	1,438
Acquired Profit in Inventory (e)	3,549	_	_	1,239	2,310	_	_	_	_	_	5,137
Adjusted Operating Income (f)	96,066	24,101	24,574	24,665	22,726	91,888	26,145	27,753	20,304	17,686	73,778
Depreciation and											
Amortization Adjusted EBITDA (f)	\$1,067 \$127,133	\$32,167	7,742 \$32,316	\$32,691	7,233 \$29,959	23,316 \$115,204	5,829 \$31,974	5,796 \$33,549	5,844 \$26,148	5,847 \$23,533	17,937 \$91,715
	Ψ127,133	Ψ32,101	Ψ32,310	Ψ32,091	Ψ29,939	Ψ113,204	Ψ31,974	Ψ33,343	Ψ20,140	Ψ20,300	Ψ91,713
Adjusted EBITDA Margin (f,g)	18.0%	17.6%	18.6%	18.5%	17.5%	18.2%	19.5%	20.2%	16.9%	15.8%	17.8%
Flow Control											
Operating Income	\$ 55,343	\$12,123	\$15,103	\$15,133	\$12,984	\$ 52,928	\$12,258	\$14,542	\$13,773	\$12,355	\$44,366
Acquisition Costs	_	_	_	_	_	_	_	_	_	_	722
Acquired Profit in Inventory (e)	_	_	_	_	_	_	_	_	_	_	176
Adjusted Operating Income (f)	55,343	12,123	15,103	15,133	12,984	52,928	12,258	14,542	13,773	12,355	45,264
Depreciation and					12,904					12,333	
Amortization	6,603	1,780	1,629 \$16,732	1,608	1,586	5,971 \$ 58,899	1,492	1,488 \$16,030	1,486	1,505	4,954
Adjusted EBITDA (f)	\$ 61,946	\$13,903	\$10,732	\$16,741	\$14,570	<del>\$ 50,099</del>	\$13,750	\$10,030	\$15,259	\$13,860	\$50,218
Adjusted EBITDA Margin (f,g)	24.7%	22.6%	26.8%	25.6%	23.8%	23.8%	22.2%	25.1%	24.6%	23.1%	23.5%
Industrial Processing											
Operating Income	\$ 49,599	\$10,769	\$13,107	\$13,869	\$11,854	\$ 57,355	\$18,532	\$18,601	\$11,027	\$ 9,195	\$33,300
Impairment and Restructuring Costs											
(c)	2,528	2,528	_	_	_	1,717	_	378	569	770	203
Acquisition Costs	_	_	_	_	_	_	_	_	_	_	4,764
Acquired Backlog Amortization (d)	_	_	_	_	_	252	_	_	_	252	1,438
Acquired Profit in Inventory (e)	_	_	_	_	_	_	_	_	_	_	4,961
Adjusted Operating Income (f)	E2 127	12 207	12 107	13,869	11,854	59,324	10 522	18,979	11,596	10.217	44,666
Depreciation and	52,127	13,297	13,107				18,532			10,217	
Amortization	13,012 \$ 65,139	3,281 \$16,578	3,249 \$16,356	3,238 \$17,107	3,244 \$15,098	13,408 \$ 72,732	3,352 \$21,884	3,351 \$22,330	3,375	3,330	9,072 \$53,738
Adjusted EBITDA (f)	\$ 05,159	\$10,576	\$10,350	\$17,107	\$15,096	\$ 12,132	\$21,004	\$22,330	\$14,971	\$13,547	\$33,736
Adjusted EBITDA Margin (f,g)	21.6%	21.0%	22.0%	22.4%	20.9%	23.1%	25.6%	26.2%	20.7%	19.0%	23.1%
Material Handling											
Material Handling Operating Income	\$ 11,600	\$ 6,085	\$ 3,525	\$ 1,259	\$ 731	\$ 8,077	\$ 2,022	\$ 1,563	\$ 2,333	\$ 2,159	\$ 9,238
Acquisition Costs	843				843						(111)
Acquired Backlog		20	01	20.4							` '
Amortization (d)	1,323	20	21	284	998	_	_	_	_	_	

Acquired Profit in Inventory (i)	3,549	_	_	1,239	2,310	_	_	_	_	_	_
Adjusted Operating Income (f)	17,315	6,105	3,546	2,782	4,882	8,077	2,022	1,563	2,333	2,159	9,127
Depreciation and Amortization	11,205	2,946	2,801	3,115	2,343	3,756	939	911	938	968	3,762
Adjusted EBITDA (f)	\$ 28,520	\$ 9,051	\$ 6,347	\$ 5,897	\$ 7,225	\$ 11,833	\$ 2,961	\$ 2,474	\$ 3,271	\$ 3,127	\$12,889
Adjusted EBITDA Margin (f,g)	18.7%	21.5%	17.2%	16.6%	19.1%	16.5%	18.0%	14.8%	16.0%	17.4%	18.6%

	Twelve Months					Twelve Months					Twelve Months
	Ended		Three Mo	nths Ended		Ended		Three Mo	nths Ended		Ended
Adjusted Operating Income and Adjusted EBITDA Reconciliation (continued)	Dec. 28, 2019	Dec. 28, 2019	Sept. 28, 2019	June 29, 2019	March 30, 2019	Dec. 29, 2018	Dec. 29, 2018	Sept. 29, 2018	June 30, 2018	March 31, 2018	Dec. 30, 2017
Corporate											
Operating Loss	\$(28,719)	\$(7,424)	\$(7,182)	\$(7,119)	\$ (6,994)	\$(29,762)	\$(7,988)	\$(7,331)	\$(7,398)	\$ (7,045)	\$(25,279)
Acquisition Costs	_	_	_	_	_	1,321	1,321	_	_	_	_
Adjusted Operating Loss (f)	(28,719)	(7,424)	(7,182)	(7,119)	(6,994)	(28,441)	(6,667)	(7,331)	(7,398)	(7,045)	(25,279)
Depreciation and Amortization	247	59	63	65	60	181	46	46	45	44	149
Adjusted EBITDA (f)	\$(28,472)	\$(7,365)	\$(7,119)	\$(7,054)	\$ (6,934)	\$(28,260)	\$(6,621)	\$(7,285)	\$(7,353)	\$ (7,001)	\$(25,130)

- (a) See reconciliation to the most directly comparable GAAP financial measure under "Adjusted Operating Income and Adjusted EBITDA Reconciliation."
- (b) Includes a settlement loss of \$5,887 (\$6,352 after tax) in the fourth quarter of 2019 and a curtailment loss of \$1,425 (\$1,078 after tax) in the fourth quarter of 2018 associated with the termination of defined benefit plans at one of our U.S. operations.
- (c) Represents an intangible asset impairment charge of \$2,336 (\$1,765 after tax) and a restructuring charge of \$192 (\$140 after tax) in the fourth quarter of 2019 related to our Industrial Processing segment's timber-harvesting product line and restructuring charges of \$1,717 (\$1,308 after tax) in 2018 and \$203 (\$154 after tax) in 2017 related to our Industrial Processing segment's stock-preparation product line.
- (d) Represents intangible amortization expense associated with acquired backlog.
- (e) Represents expense within cost of revenues associated with amortization of acquired profit in inventory.
- (f) Represents a non-GAAP financial measure.
- (g) Calculated as adjusted EBITDA divided by revenue in each period.