Tully William P Form 4 March 16, 2012

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB APPROVAL

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Expires:

Form filed by More than One Reporting

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

See Instruction

1(b).

Tully William P		rung Person _	2. Issuer Name and Ticker or Trading Symbol KADANT INC [KAI]	Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	( and a series of		
			(Month/Day/Year)	X Director 10% Owner		
KADANT INC., ONE			03/08/2012	Officer (give title Other (specify below)		
TECHNOLO	OGY PARK	DRIVE		below)		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		

#### WESTFORD, MA 01886

(State)

(City)

(eng)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						ly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	n(A) or Di	spose	d of (D)	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and	5)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price \$	(Instr. 3 and 4)		
Common Stock	03/15/2012		S(2)	2,500	D	23.11 (3)	2,500	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Zip)

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

### Edgar Filing: Tully William P - Form 4

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. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	of Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	\$ 0	03/08/2012		A	5,000	<u>(1)</u>	12/29/2012	Common Stock	5,000 (1)

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Tully William P KADANT INC. ONE TECHNOLOGY PARK DRIVE WESTFORD, MA 01886	X					
Signatures						

by Sandra L. Lambert for William P. 03/16/2012 Tully

> \*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- 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).
- Each Restricted Stock Unit ("RSU") represents the right to receive one share of the issuer's common stock. The RSU vests in four
- (1) installments of 1,250 shares each on the last day of each of the issuer's first, second, third and fourth quarters of fiscal 2012, provided the recipient continues to serve as a director of the issuer.
- (2) The transactions reported on this Form 4 were executed pursuant to a Rule 10-b-5-1 trading plan.
- Represents the weighted average sale price. The actual sales price range from \$23.08 to \$23.15 per share. The reporting person will (3) supply the SEC, the issuer, or a security holder of the issuer with full information regarding the number of shares at each separate price upon request.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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