

KADANT INC
Form 4
June 19, 2006

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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)

1. Name and Address of Reporting Person *
RAINVILLE WILLIAM A

(Last) (First) (Middle)

KADANT INC., ONE ACTON PLACE, SUITE 202

(Street)

ACTON, MA 01720

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
KADANT INC [KAI]

3. Date of Earliest Transaction (Month/Day/Year)
06/15/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	06/15/2006		M		4,354 A \$ 4.38	78,940	D
Common Stock	06/15/2006		S		4,354 D \$ 21	74,586	D
Common Stock	06/15/2006		M		2,500 A \$ 4.38	77,086	D
Common Stock	06/15/2006		M		79 A \$ 12.89	77,165	D
Common Stock	06/15/2006		S		79 D \$ 21.21	77,086	D

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Common Stock	06/15/2006	M	472	A	\$ 12.89	77,558	D
Common Stock	06/15/2006	S	472	D	\$ 21.2	77,086	D
Common Stock	06/15/2006	M	943	A	\$ 12.89	78,029	D
Common Stock	06/15/2006	S	943	D	\$ 21.1	77,086	D
Common Stock	06/15/2006	M	158	A	\$ 12.89	77,244	D
Common Stock	06/15/2006	S	158	D	\$ 21.07	77,086	D
Common Stock	06/15/2006	M	158	A	\$ 12.89	77,244	D
Common Stock	06/15/2006	S	158	D	\$ 21.05	77,086	D
Common Stock	06/15/2006	M	158	A	\$ 12.89	77,244	D
Common Stock	06/15/2006	S	158	D	\$ 21.04	77,086	D
Common Stock	06/15/2006	M	158	A	\$ 12.89	77,244	D
Common Stock	06/15/2006	S	158	D	\$ 21.02	77,086	D
Common Stock	06/15/2006	M	5,640	A	\$ 12.89	82,726	D
Common Stock	06/15/2006	S	5,640	D	\$ 21.01	77,086	D
Common Stock	06/15/2006	M	10,323	A	\$ 12.89	87,409	D
Common Stock	06/15/2006	S	10,323	D	\$ 21	77,086	D
Common Stock	06/15/2006	M	15,000	A	\$ 12.89	92,086	D

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

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(9-02)

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

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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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right To Buy)	\$ 12.89	06/15/2006		M	33,089	11/28/1994	11/28/2006	Common Stock	33,089
Employee Stock Option (Right To Buy)	\$ 4.38	06/15/2006		M	6,854	09/22/1995	09/22/2007	Common Stock	6,854

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RAINVILLE WILLIAM A KADANT INC. ONE ACTON PLACE, SUITE 202 ACTON, MA 01720	X		Chief Executive Officer	

Signatures

by Sandra L. Lambert for William A. Rainville
Date: 06/19/2006

**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).

Remarks:

THE TRANSACTIONS REPORTED ON THIS FORM 4 WERE EXECUTED PURSUANT TO A RULE 10b5-1 TRADING

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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