

RAINVILLE WILLIAM A
Form 4/A
October 23, 2006

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

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

(Last) (First) (Middle)

KADANT INC, ONE
TECHNOLOGY PARK DRIVE

(Street)

WESTFORD, MA 01886

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

KADANT INC [KAI]

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

09/01/2006

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

09/06/2006

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	09/01/2006		M		600	A \$ 8.88	92,686 D
Common Stock	09/01/2006		S		600	D \$ 25.03	92,086 D
Common Stock	09/01/2006		M		700	A \$ 8.88	92,786 D
Common Stock	09/01/2006		S		700	D \$ 25.02	92,086 D
Common Stock	09/01/2006		M		800	A \$ 8.88	92,886 D

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Common Stock	09/01/2006	S	800	D	\$ 25.01	92,086	D
Common Stock	09/01/2006	M	400	A	\$ 8.88	92,486	D
Common Stock	09/01/2006	S	400	D	\$ 25	92,086	D
Common Stock	09/01/2006	M	900	A	\$ 8.88	92,986	D
Common Stock	09/01/2006	S	900	D	\$ 24.99	92,086	D
Common Stock	09/01/2006	M	900	A	\$ 8.88	92,986	D
Common Stock	09/01/2006	S	900	D	\$ 24.98	92,086	D
Common Stock	09/01/2006	M	400	A	\$ 8.88	92,486	D
Common Stock	09/01/2006	S	400	D	\$ 24.97	92,086	D
Common Stock	09/01/2006	M	611	A	\$ 8.88	92,697	D
Common Stock	09/01/2006	S	611	D	\$ 24.96	92,086	D
Common Stock	09/01/2006	M	3,500	A	\$ 8.88	95,586	D
Common Stock	09/01/2006	M	889	A	\$ 11.62	96,475	D
Common Stock	09/01/2006	S	889	D	\$ 24.96	95,586	D
Common Stock	09/01/2006	M	1,700	A	\$ 11.62	97,286	D
Common Stock	09/01/2006	S	1,700	D	\$ 24.95	95,586	D

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

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SEC 1474
(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)	\$ 8.88	09/01/2006		M		8,811		03/11/1996	03/11/2008	Common Stock	8,811
Employee Stock Option (Right To Buy)	\$ 11.62	09/01/2006		M		2,589		03/11/1996	03/11/2008	Common Stock	2,589

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
RAINVILLE WILLIAM A KADANT INC ONE TECHNOLOGY PARK DRIVE WESTFORD, MA 01886	X CHIEF EXECUTIVE OFFICER

Signatures

by Sandra L. Lambert for William A.
Rainville 10/23/2006

__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/A WERE EXECUTED PURSUANT TO A RULE 10b5-1 TRADING PLAN

This filing has been amended to correct an error in the reporting of the option exercised on 9/1/06.

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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