

RAINVILLE WILLIAM A

Form 4

June 15, 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 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)

06/13/2006

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	06/13/2006		M		150	A \$ 5.38	72,236 D
Common Stock	06/12/2006		S		150	D \$ 21.4	72,086 D
Common Stock	06/13/2006		M		226	A \$ 5.38	72,312 D
Common Stock	06/12/2006		S		226	D \$ 21.37	72,086 D
Common Stock	06/13/2006		M		150	A \$ 5.38	72,236 D

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Common Stock	06/12/2006	S	150	D	\$ 21.3	72,086	D
Common Stock	06/13/2006	M	87	A	\$ 5.38	72,173	D
Common Stock	06/12/2006	S	87	D	\$ 21.29	72,086	D
Common Stock	06/13/2006	M	226	A	\$ 5.38	72,312	D
Common Stock	06/12/2006	S	226	D	\$ 21.31	72,086	D
Common Stock	06/13/2006	M	2,500	A	\$ 5.38	74,586	D
Common Stock	06/13/2006	M	213	A	\$ 12.89	74,799	D
Common Stock	06/12/2006	S	213	D	\$ 21.29	74,586	D
Common Stock	06/13/2006	M	150	A	\$ 12.89	74,736	D
Common Stock	06/12/2006	S	150	D	\$ 21.28	74,586	D
Common Stock	06/13/2006	M	76	A	\$ 12.89	74,662	D
Common Stock	06/12/2006	S	76	D	\$ 21.27	74,586	D
Common Stock	06/13/2006	M	76	A	\$ 12.89	74,662	D
Common Stock	06/12/2006	S	76	D	\$ 21.26	74,586	D
Common Stock	06/13/2006	M	376	A	\$ 12.89	74,962	D
Common Stock	06/12/2006	S	376	D	\$ 21.25	74,586	D
Common Stock	06/13/2006	M	76	A	\$ 12.89	74,662	D
Common Stock	06/12/2006	S	76	D	\$ 21.23	74,586	D
Common Stock	06/13/2006	M	226	A	\$ 12.89	74,812	D
Common Stock	06/12/2006	S	226	D	\$ 21.21	74,586	D
	06/13/2006	M	300	A		74,886	D

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Common Stock					\$ 12.89		
Common Stock	06/12/2006	S	300	D	\$ 21.2	74,586	D
Common Stock	06/13/2006	M	226	A	\$ 12.89	74,812	D
Common Stock	06/12/2006	S	226	D	\$ 21.19	74,586	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)

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)	\$ 5.38	06/12/2006		M	3,339	10/26/1994 10/26/2006	Common Stock 3,339
Employee Stock Option (Right To Buy)	\$ 12.89	06/12/2006		M	1,719	11/28/1994 11/28/2006	Common Stock 1,719

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
X	Chief Executive Officer

RAINVILLE WILLIAM A
KADANT INC.
ONE ACTON PLACE, SUITE 202
ACTON, MA 01720

Signatures

by Sandra L. Lambert for William A.
Rainville

06/15/2006

__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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