

MCKENNEY MICHAEL J
Form 4/A
October 23, 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 *
MCKENNEY MICHAEL J

(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)
08/31/2006

4. If Amendment, Date Original Filed(Month/Day/Year)
09/05/2006

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

VICE PRESIDENT

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 08/31/2006 | | M | 700 | \$ 13.05 | 743 | D |
| Common Stock | 08/31/2006 | | S | 700 | \$ 26.48 | 43 | D |
| Common Stock | 08/31/2006 | | M | 600 | \$ 13.05 | 643 | D |
| Common Stock | 08/31/2006 | | S | 600 | \$ 26.46 | 43 | D |
| Common Stock | 08/31/2006 | | M | 1,800 | \$ 13.05 | 1,843 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|----------------------|---|
| Common Stock | 08/31/2006 | S | 1,800 | D | \$ 26.45 | 43 | D |
| Common Stock | 08/31/2006 | M | 500 | A | \$ 13.05 | 543 | D |
| Common Stock | 08/31/2006 | S | 500 | D | \$ 26.44 | 43 | D |
| Common Stock | 08/31/2006 | M | 2,200 | A | \$ 13.05 | 2,243 | D |
| Common Stock | 08/31/2006 | S | 2,200 | D | \$ 26.42 | 43 | D |
| Common Stock | 08/31/2006 | M | 467 | A | \$ 13.05 | 510 | D |
| Common Stock | 08/31/2006 | S | 467 | D | \$ 26.41 | 43 | D |
| Common Stock | 08/31/2006 | M | 700 | A | \$ 13.05 | 743 | D |
| Common Stock | 08/31/2006 | S | 700 | D | \$ 26.39 | 43 | D |
| Common Stock | 08/31/2006 | M | 1,100 | A | \$ 13.05 | 1,143 | D |
| Common Stock | 08/31/2006 | S | 1,100 | D | \$ 26.38 | 43 | D |
| Common Stock | 08/31/2006 | M | 100 | A | \$ 13.05 | 143 | D |
| Common Stock | 08/31/2006 | S | 100 | D | \$ 26.37 | 43 | D |
| Common Stock | 08/31/2006 | M | 100 | A | \$ 13.05 | 143 | D |
| Common Stock | 08/31/2006 | S | 100 | D | \$ 26.36 | 43 | D |
| Common Stock | 08/31/2006 | M | 400 | A | \$ 13.05 | 443 | D |
| Common Stock | 08/31/2006 | S | 400 | D | \$ 26.35 | 2,999 ⁽¹⁾ | 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (Right To Buy) | \$ 13.05 | 08/31/2006 | | M | 8,667 | 12/10/2001 12/10/2008 | Common Stock | 8,667 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MCKENNEY MICHAEL J KADANT INC. ONE TECHNOLOGY PARK DRIVE WESTFORD, MA 01886 | | | VICE PRESIDENT | |

Signatures

by Sandra L. Lambert for Michael J. McKenney
 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).
 Includes an aggregate of 2,956 shares acquired in exempt transactions under the Kadant Employees Stock Purchase Plan on December 31, 2005, December 31, 2004 and December 31, 2003. This filing has been amended to include the exempt transactions in the end-of-period holdings.

Remarks:

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