

KADANT INC
Form 10-Q
November 08, 2006

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 10-Q

(Mark One)

x **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended September 30, 2006

or

.. **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from _____ to _____

Commission file number 1-11406

KADANT INC.

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation or Organization)

52-1762325
(I.R.S. Employer
Identification No.)

One Technology Park Drive

Westford, Massachusetts
(Address of Principal Executive Offices)

01886
(Zip Code)

Registrant's Telephone Number, Including Area Code: (978) 776-2000

One Acton Place, Suite 202, Acton, Massachusetts 01720

(Former Address, if changed since last report)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject

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to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of accelerated filer and large accelerated filer in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☐

Accelerated filer ☒

Non-accelerated filer ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Class
Common Stock, \$.01 par value

Outstanding at November 2, 2006
14,038,016

PART I FINANCIAL INFORMATION**Item 1 Financial Statements****KADANT INC.****Condensed Consolidated Balance Sheet****(Unaudited)****Assets**

(In thousands)	September 30, 2006	December 31, 2005
Current Assets:		
Cash and cash equivalents	\$ 39,089	\$ 40,822
Accounts receivable, less allowances of \$2,458 and \$2,221	48,638	41,822
Unbilled contract costs and fees	30,696	11,603
Inventories (Note 5)	41,498	35,115
Other current assets	14,255	11,969
Assets of discontinued operation (Note 13)	7,756	14,030
Total Current Assets	181,932	155,361
Property, Plant, and Equipment, at Cost	97,981	85,668
Less: Accumulated depreciation and amortization	57,015	52,761
	40,966	32,907
Other Assets	8,501	6,856
Intangible Assets	34,582	36,262
Goodwill (Note 4)	135,606	124,425
Total Assets	\$ 401,587	\$ 355,811

The accompanying notes are an integral part of these condensed consolidated financial statements.

KADANT INC.**Condensed Consolidated Balance Sheet (continued)****(Unaudited)****Liabilities and Shareholders' Investment**

(In thousands, except share amounts)	September 30, 2006	December 31, 2005
Current Liabilities:		
Current maturities of long-term obligations (Note 6)	\$ 8,699	\$ 9,000
Accounts payable	39,535	20,229
Accrued payroll and employee benefits	14,002	14,002
Customer deposits	8,299	3,636
Accrued income taxes	3,311	1,847
Billings in excess of contract costs and fees	1,072	8,032
Accrued restructuring costs (Note 8)	502	4,781
Other current liabilities	21,284	11,789
Liabilities of discontinued operation (Note 13)	2,664	6,599
Total Current Liabilities	99,368	79,915
Long-Term Obligations (Note 6)	47,248	46,500
Other Long-Term Liabilities	21,137	20,726
Minority Interest	1,318	1,045
Shareholders' Investment:		
Preferred stock, \$.01 par value, 5,000,000 shares authorized; none issued		
Common stock, \$.01 par value, 150,000,000 shares authorized; 14,604,520 shares issued	146	146
Capital in excess of par value	93,814	97,297
Retained earnings	149,312	136,050
Treasury stock at cost, 601,591 and 1,055,756 shares	(13,836)	(24,254)
Deferred compensation		(124)
Accumulated other comprehensive items (Note 2)	3,080	(1,490)
	232,516	207,625
Total Liabilities and Shareholders' Investment	\$ 401,587	\$ 355,811

The accompanying notes are an integral part of these condensed consolidated financial statements.

KADANT INC.

Condensed Consolidated Statement of Income

(Unaudited)

(In thousands, except per share amounts)	Three Months Ended	
	September 30, 2006	October 1, 2005
Revenues	\$ 90,586	\$ 64,799
Costs and Operating Expenses:		
Cost of revenues	58,366	38,557
Selling, general, and administrative expenses	21,536	20,267
Research and development expenses	1,429	1,315
Restructuring and other income (Note 8)		(78)
	81,331	60,061
Operating Income	9,255	4,738
Interest Income	233	337
Interest Expense	(881)	(826)
Income from Continuing Operations Before Provision for Income Taxes and Minority Interest Expense	8,607	4,249
Provision for Income Taxes	2,693	1,519
Minority Interest Expense	90	96
Income from Continuing Operations	5,824	2,634
Loss from Discontinued Operation (net of income tax benefit of \$35 and \$1,213) (Note 13)	(183)	(2,252)
Net Income	\$ 5,641	\$ 382
Basic Earnings per Share (Note 3):		
Continuing Operations	\$.42	\$.19
Discontinued Operation	(.02)	(.16)
Net Income	\$.40	\$.03
Diluted Earnings per Share (Note 3):		
Continuing Operations	\$.41	\$.19
Discontinued Operation	(.01)	(.16)
Net Income	\$.40	\$.03
Weighted Average Shares (Note 3):		
Basic	13,946	13,861
Diluted	14,216	14,167

The accompanying notes are an integral part of these condensed consolidated financial statements.

KADANT INC.

Condensed Consolidated Statement of Income

(Unaudited)

	Nine Months Ended	
	September 30,	October
(In thousands, except per share amounts)	2006	1, 2005
Revenues	\$ 255,744	\$ 180,629
Costs and Operating Expenses:		
Cost of revenues	162,187	110,924
Selling, general, and administrative expenses	66,155	53,658
Research and development expenses	4,470	3,610
Restructuring and other costs (income), net (Note 8)	138	(78)
	232,950	168,114
Operating Income	22,794	12,515
Interest Income	743	1,188
Interest Expense	(2,479)	(1,301)
Income from Continuing Operations Before Provision for Income Taxes and Minority Interest Expense	21,058	12,402
Provision for Income Taxes	6,677	3,376
Minority Interest Expense	195	158
Income from Continuing Operations	14,186	8,868
Loss from Discontinued Operation (net of income tax benefit of \$528 and \$1,297) (Note 13)	(924)	(2,408)
Net Income	\$ 13,262	\$ 6,460
Basic Earnings per Share (Note 3):		
Continuing Operations	\$ 1.03	\$.64
Discontinued Operation	(.06)	(.18)
Net Income	\$.97	\$.46
Diluted Earnings per Share (Note 3):		
Continuing Operations	\$ 1.01	\$.63
Discontinued Operation	(.07)	(.17)
Net Income	\$.94	\$.46
Weighted Average Shares (Note 3):		
Basic	13,743	13,893
Diluted	14,038	14,186

The accompanying notes are an integral part of these condensed consolidated financial statements.

KADANT INC.

Condensed Consolidated Statement of Cash Flows

(Unaudited)

(In thousands)	Nine Months Ended	
	September 30, 2006	(Revised See Note 1) October 1, 2005
Operating Activities:		
Net income	\$ 13,262	\$ 6,460
Loss from discontinued operation (Note 13)	924	2,408
Income from continuing operations	14,186	8,868
Adjustments to reconcile income from continuing operations to net cash (used in) provided by operating activities:		
Depreciation and amortization	5,614	4,867
Provision for losses on accounts receivable	362	75
Stock-based compensation expense	869	
Minority interest expense	195	158
Other, net	(1,104)	1,046
Changes in current accounts, net of effects of acquisitions:		
Accounts receivable	(5,826)	(2,083)
Unbilled contract costs and fees	(18,799)	353
Inventories	(3,323)	2,434
Other current assets	(1,125)	295
Accounts payable	18,247	(2,479)
Other current liabilities	(5,543)	(2,384)
Net cash provided by continuing operations	3,753	11,150
Net cash (used in) provided by discontinued operation	(4,682)	640
Net cash (used in) provided by operating activities	(929)	11,790
Investing Activities:		
Acquisitions, net of cash acquired (Note 4)	(11,894)	(103,113)
Capitalized acquisition costs		1,916
Acquisition of minority interest in subsidiary		(1,129)
Purchases of property, plant, and equipment	(2,550)	(1,919)
Proceeds from sale of property, plant, and equipment	258	39
Other, net	(136)	(62)
Net cash used in continuing operations	(14,322)	(104,268)
Net cash provided by (used in) discontinued operation	4,207	(42)
Net cash used in investing activities	(10,115)	(104,310)
Financing Activities:		
Proceeds from issuance of short- and long-term obligations (Note 6)	15,072	60,000
Repayment of short- and long-term obligations	(15,225)	(3,284)
Increase in short- and long-term obligations		4,000
Net proceeds from issuance of Company common stock	7,392	839
Purchases of Company common stock	(3,114)	(5,437)
Excess tax benefits from stock option exercises	1,911	
Payment of debt issuance costs	(186)	(652)

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Net cash provided by continuing operations	5,850	55,466
Net cash provided by discontinued operation		
Net cash provided by financing activities	5,850	55,466
Exchange Rate Effect on Cash	1,570	(1,954)
Change in Cash from Discontinued Operation	1,891	(188)
Decrease in Cash and Cash Equivalents	(1,733)	(39,196)
Cash and Cash Equivalents at Beginning of Period	40,822	82,089
Cash and Cash Equivalents at End of Period	\$ 39,089	\$ 42,893

See Note 1 for supplemental cash flow information.

The accompanying notes are an integral part of these condensed consolidated financial statements.

KADANT INC.**Notes to Condensed Consolidated Financial Statements****(Unaudited)****1. General**

The interim condensed consolidated financial statements and related notes presented have been prepared by Kadant Inc. (also referred to in this document as we, Kadant, the Company, or the Registrant) without audit and, in the opinion of management, reflect all adjustments of a normal recurring nature necessary for a fair statement of the Company's financial position at September 30, 2006, its results of operations for the three- and nine-month periods ended September 30, 2006, and October 1, 2005, and cash flows for the nine-month periods ended September 30, 2006, and October 1, 2005. Interim results are not necessarily indicative of results for a full year.

The condensed consolidated balance sheet presented as of December 31, 2005, has been derived from the consolidated financial statements that have been audited by the Company's independent auditors. The condensed consolidated financial statements and related notes are presented as permitted by instructions to Form 10-Q and do not contain certain information included in the annual consolidated financial statements and related notes of the Company. The condensed consolidated financial statements and notes included herein should be read in conjunction with the consolidated financial statements and related notes included in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2005, filed with the Securities and Exchange Commission.

Certain prior-period amounts have been reclassified to conform to the 2006 presentation.

Supplemental Cash Flow Information

(In thousands)	Nine Months Ended	
	September 30, 2006	October 1, 2005
Non-cash Investing Activities:		
Fair value of assets acquired	\$ 22,795	\$ 158,166
Cash paid for acquired business	(14,074)	(105,644)
Liabilities assumed of acquired business	\$ 8,721	\$ 52,522
Non-cash Financing Activities:		
Increase in short- and long-term obligations	\$ 10,359	\$

The increase in short- and long-term obligations of \$10,359,000 in the first nine months of 2006 consists of consideration of \$6,468,000 to be paid for Kadant Jining and consideration of \$3,891,000 to be paid for Kadant Johnson. The consideration of \$6,468,000 for Kadant Jining includes \$2,656,000 paid to date in the fourth quarter of 2006 and \$3,812,000 which the Company expects to pay through January 2008 as certain obligations are satisfied. The consideration of \$3,891,000 to be paid for Kadant Johnson consists of \$2,147,000 of additional consideration to be paid over four years for certain tax assets of Kadant Johnson, the value of which the Company expects to realize, \$1,576,000 paid in the fourth quarter of 2006 in settlement of post-closing adjustments, and \$168,000 of acquisition-related costs the Company expects to pay by the end of 2006.

In the first nine months of 2005, the Company separately disclosed the operating, investing, and financing portions of the cash flows attributable to its discontinued operation, which in prior periods were reported on a combined basis as a single amount.

KADANT INC.**Notes to Condensed Consolidated Financial Statements (continued)****(Unaudited)****2. Comprehensive Income**

Comprehensive income combines net income and other comprehensive items, which represent certain amounts that are reported as components of shareholders' investment in the accompanying condensed consolidated balance sheet, including foreign currency translation adjustments and deferred gains and losses on hedging instruments. The components of comprehensive income are as follows:

(In thousands)	Three Months Ended		Nine Months Ended	
	September 30, 2006	October 1, 2005	September 30, 2006	October 1, 2005
Net Income	\$ 5,641	\$ 382	\$ 13,262	\$ 6,460
Other Comprehensive Items:				
Foreign Currency Translation Adjustments	1,590	207	4,806	(3,456)
Deferred (Loss) Gain on Hedging Instruments	(456)	398	(236)	32
	1,134	605	4,570	(3,424)
Comprehensive Income	\$ 6,775	\$ 987	\$ 17,832	\$ 3,036

3. Earnings per Share

Basic and diluted earnings per share are calculated as follows:

(In thousands, except per share amounts)	Three Months Ended		Nine Months Ended	
	September 30, 2006	October 1, 2005	September 30, 2006	October 1, 2005
Income from Continuing Operations	\$ 5,824	\$ 2,634	\$ 14,186	\$ 8,868
Loss from Discontinued Operation	(183)	(2,252)	(924)	(2,408)
Net Income	\$ 5,641	\$ 382	\$ 13,262	\$ 6,460
Basic Weighted Average Shares	13,946	13,861	13,743	13,893
Effect of Stock Options	270	306	295	293
Diluted Weighted Average Shares	14,216	14,167	14,038	14,186
Basic Earnings per Share:				
Continuing Operations	\$.42	\$.19	\$ 1.03	\$.64
Discontinued Operation	(.02)	(.16)	(.06)	(.18)
Net Income	\$.40	\$.03	\$.97	\$.46
Diluted Earnings per Share:				
Continuing Operations	\$.41	\$.19	\$ 1.01	\$.63

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Discontinued Operation	(.01)	(.16)	(.07)	(.17)
Net Income	\$.40	\$.03	\$.94	\$.46

Options to purchase approximately 74,100 and 201,700 shares of common stock for the third quarters of 2006 and 2005, respectively, and approximately 129,900 and 215,700 shares of common stock for the first nine months of 2006 and 2005, respectively, were not included in the computation of diluted earnings per share because the options exercise prices were greater than the average market price for the common stock and the effect of their inclusion would have been anti-dilutive.

KADANT INC.**Notes to Condensed Consolidated Financial Statements (continued)****(Unaudited)****4. Acquisitions**

On June 2, 2006, the Company's subsidiary Kadant Light Machinery (Jining) Co., Ltd. (Kadant Jining), assumed responsibility for the operation of Jining Huayi Light Industry Machinery Co., Ltd. (Huayi), and, by September 30, 2006, acquired the assets of Huayi including cash, inventory, machinery, equipment, and buildings for \$20,895,000, net of assumed liabilities of \$2,253,000 related to acquired customer deposits (Kadant Jining Acquisition). Of the total consideration, \$14,427,000 was paid in cash, including \$353,000 paid in 2005 related to acquisition costs. To finance a portion of the purchase price Kadant Jining borrowed 40 million Chinese Renminbi, or \$5,072,000 (See Note 6). The remaining purchase obligation, which has been accrued as of September 30, 2006, is \$6,468,000, of which \$5,128,000 is included in other current liabilities and \$1,340,000 is included in other long-term liabilities in the accompanying condensed balance sheet. Of the remaining purchase obligation, \$2,656,000 was paid to date in the fourth quarter of 2006 and \$3,812,000 which the Company expects to pay through January 2008 as certain post-closing and indemnification obligations are satisfied. The Company expects to fund the remaining purchase obligation of \$3,812,000 through a combination of cash and borrowings in China. Pursuant to the asset purchase agreement, Kadant Jining issued \$3,812,000 of bank payment guarantees associated with the remaining purchase obligation which may be drawn upon by the sellers through January 2008 as certain obligations are satisfied. Huayi is a supplier of stock-preparation equipment in China, with unaudited revenues of approximately \$15,000,000 in 2005. The Company believes that the acquisition of the Huayi will allow the Company to deliver its stock-preparation systems and aftermarket products to customers in China more efficiently, supply parts and components to North America and Europe, and extend our customer base to include more small-to-midsize mills in China.

This acquisition was accounted for under the purchase method of accounting and the operating results for Kadant Jining have been included in the accompanying condensed consolidated financial statements from the acquisition date of June 2, 2006. The allocation of the purchase price was based on estimates of the fair value of the assets acquired and is subject to adjustment upon finalization of the purchase price allocation.

The following table summarizes the preliminary purchase price allocation for this acquisition and the estimated fair values of assets acquired and liabilities assumed (in thousands):

Allocation of Purchase Price as of September 30, 2006:	
Cash and Cash Equivalents	\$ 2,180
Inventory	2,442
Other Current Assets	415
Property, Plant, and Equipment	9,344
Other Assets	2,617
Goodwill	6,150
 Total Assets Acquired	 \$ 23,148
 Current Liabilities Assumed	 \$ 2,253
 Net Assets Acquired	 \$ 20,895
 Consideration:	
Cash	\$ 8,530
Debt	5,072
Short- and Long-Term Obligations	6,468
Acquisition Costs	825
 Total Consideration	 \$ 20,895

KADANT INC.**Notes to Condensed Consolidated Financial Statements (continued)****(Unaudited)**

The Company's results for the nine months ended September 30, 2006 would not have been materially different from its reported results if the Kadant Jining Acquisition had occurred at the beginning of 2006.

On May 11, 2005, the Company acquired all the outstanding stock of The Johnson Corporation (Kadant Johnson), a privately held supplier of fluid-handling systems and equipment based in Three Rivers, Michigan. The purchase price for the acquisition was \$114,037,000, of which \$101,458,000 was paid in cash at closing, \$1,576,000 to be paid in the fourth quarter of 2006 in settlement of post-closing adjustments, \$4,856,000 for acquisition-related costs the majority of which have been paid, and \$6,147,000 of additional cash consideration that the Company expects to pay over four years. The additional consideration of \$6,147,000 relates to certain tax assets of Kadant Johnson, the value of which the Company expects to realize. In the second quarter of 2006, the Company paid \$600,000 of this additional consideration. The remaining balance, of which \$1,836,000 is included in other current liabilities and \$3,711,000 is included in other long-term liabilities in the accompanying condensed consolidated balance sheet, is due over the next four years as follows: 6% in November 2006, 27% in May 2007, 17% in both May 2008 and 2009, and 33% in May 2010.

This acquisition was accounted for under the purchase method of accounting. The total consideration through September 30, 2006, for Kadant Johnson was \$114,037,000 for acquired assets of \$160,224,000, including goodwill of \$54,447,000 and intangible assets of \$34,480,000, and assumed liabilities of \$46,187,000. Included in intangible assets is \$8,100,000 associated with the acquisition of the Johnson tradename, which has an indefinite life and is not being amortized. The remaining intangible assets are being amortized using the straight-line method over periods ranging from 3 to 20 years with a weighted-average amortization period of 15 years.

The following condensed consolidated statement of operations is presented as if the acquisition of Kadant Johnson had been made at the beginning of the period presented. This information is not necessarily indicative of what the actual condensed combined statement of income of Kadant and Kadant Johnson would have been for the period presented, nor does it purport to represent the future combined results of operations of Kadant and Kadant Johnson.

(In thousands)	Nine Months Ended October 1, 2005
Revenues	\$ 209,695
Operating Income *	1,844
Loss from Continuing Operations	(534)
Loss from Discontinued Operation	(2,408)
Net Loss	\$ (2,942)
Basic Loss per Share:	
Loss from Continuing Operations	\$ (.04)
Net Loss	\$ (.21)
Diluted Loss per Share:	
Loss from Continuing Operations	\$ (.04)
Net Loss	\$ (.21)

* Included in operating income for the first nine months of 2005 was \$11.0 million in one-time bonuses and approximately \$3.1 million in acquisition-related costs that Kadant Johnson incurred prior to the acquisition.

KADANT INC.**Notes to Condensed Consolidated Financial Statements (continued)****(Unaudited)****5. Inventories**

The components of inventories are as follows:

	September 30,	December 31,
(In thousands)	2006	2005
Raw Materials and Supplies	\$ 21,448	\$ 19,971
Work in Process	10,885	5,605
Finished Goods (includes \$274 and \$328 at customer locations)	9,165	9,539
	\$ 41,498	\$ 35,115

6. Long-Term Obligations and Other Financial Instruments*Long-term Obligations*

Long-term obligations are as follows:

	September 30,	December 31,
(In thousands)	2006	2005
Variable Rate Term Loan, due from 2006 to 2010	\$ 41,000	\$ 55,500
Variable Rate Term Loan, due from 2006 to 2016	9,875	
Variable Rate Term Loan, due 2010	5,072	
Total Long-Term Obligations	55,947	55,500
Less: Current Maturities	(8,699)	(9,000)
Long-Term Obligations, less Current Maturities	\$ 47,248	\$ 46,500

To fund a portion of the purchase price for the acquisition of Kadant Johnson, the Company entered into a term loan and revolving credit facility (Credit Agreement) effective May 9, 2005, as subsequently amended, in the aggregate principal amount of up to \$95,000,000, including a \$35,000,000 revolver. On May 11, 2005, the Company borrowed \$60,000,000 under the Credit Agreement, which is repayable in quarterly installments over a five-year period.

On May 4, 2006, the Company borrowed \$10,000,000 under a promissory note (Loan) from Citizens Bank of Massachusetts (Lender). The Loan is repayable in quarterly installments of \$125,000 over a ten-year period with the remaining principal balance of \$5,000,000 due upon maturity. Interest on the Loan accrues and is payable quarterly in arrears at one of the following rates selected by the Company (a) the prime rate or (b) the three-month London Inter-Bank Offered Rate (LIBOR) plus a 1% margin. The Loan is guaranteed and secured by real estate and related personal property of the Company and certain of its domestic subsidiaries located in Theodore, Alabama; Auburn, Massachusetts; Three Rivers, Michigan; and Queensbury, New York, pursuant to mortgage and security agreements dated May 4, 2006 (Mortgage and Security Agreements).

On May 5, 2006, the Company used \$7,750,000 of the proceeds from the Loan to prepay a portion of its existing variable-rate term loan under the Credit Agreement.

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On June 6, 2006, Kadant Jining borrowed 40 million Chinese Renminbi, or \$5,072,000, under a 47-month interest-only loan with Bank of China Limited. Interest on this loan accrues and is payable quarterly in arrears based on the interest rate published by Bank of China Limited for a loan of the same term less 10%. As of September 30, 2006, the interest rate on this borrowing was 5.508%.

KADANT INC.

Notes to Condensed Consolidated Financial Statements (continued)

(Unaudited)

Financial Instruments

The Company entered into a swap agreement, which was effective May 17, 2005, to convert \$36,000,000 of the principal balance of the \$60,000,000 term loan under the Credit Agreement from a floating rate to a fixed rate of interest. This swap agreement has a five-year term with the same quarterly payment dates as the hedged portion of the term loan and reduces proportionately in line with the amortization of the term loan. Under this swap agreement, the Company will receive a three-month LIBOR rate and pay a fixed rate of interest of 4.125%. The net effect on interest expense for the hedged portion of the term loan (\$36,000,000) is that the Company will pay a fixed interest rate of up to 5.375% (the sum of the 4.125% fixed rate under this swap agreement and the applicable margin of up to 1.25% on the term loan). The guarantee provisions and the default and financial covenants, as well as certain restrictions on the payment of dividends included in the Credit Agreement, also apply to this swap agreement.

This swap agreement has been designated as a cash flow hedge and is carried at fair value with unrealized gains or losses reflected within other comprehensive items. As of September 30, 2006, the unrealized gain associated with this swap agreement was \$523,000, which is included in other assets and within accumulated other comprehensive items on a net of tax basis in the accompanying condensed consolidated balance sheet. Management believes that any credit risk associated with this swap is remote based on the creditworthiness of the financial institution issuing it.

To hedge the exposure to movements in the variable interest rate on the Loan, on May 3, 2006, the Company entered into a swap agreement with the Lender effective May 5, 2006, which converts the Loan from a floating rate to a fixed rate of interest. This swap agreement has a ten-year term, the same quarterly payment dates as the Loan, and reduces in line with the amortization of the Loan. This swap agreement automatically terminates in the event there are no outstanding borrowings under the Credit Agreement (or successor credit facility), the Loan, or any other borrowing in which Citizens Bank of Massachusetts is a lender. Under this swap agreement, the Company will receive a three-month LIBOR rate and pay a fixed rate of interest of 5.63%. The net effect on interest expense for the Loan is that the Company will pay a fixed interest rate of 6.63% (the sum of the 5.63% fixed rate under this swap agreement and the applicable margin of 1% on the Loan). The guarantee and default provisions of the Credit Agreement (and any successor credit facility) and the Loan, including those contained in the Mortgage and Security Agreements, also apply to this swap agreement.

This swap agreement has been designated as a cash flow hedge and is carried at fair value with unrealized gains or losses reflected within other comprehensive items. As of September 30, 2006, the unrealized loss associated with this swap agreement was \$350,000, which is included in other liabilities and within accumulated other comprehensive items on a net of tax basis in the accompanying condensed consolidated balance sheet. Management believes that any credit risk associated with this swap is remote based on the creditworthiness of the financial institution issuing it.

7. Warranty Obligations

The Company provides for the estimated cost of product warranties at the time of sale based on the actual historical return rates and repair costs. In the Pulp and Papermaking Systems (Papermaking Systems) segment, the Company typically negotiates the terms regarding warranty coverage and length of warranty depending on the products and applications. While the Company engages in extensive product quality programs and processes, the Company's warranty obligation is affected by product failure rates, repair costs, service delivery costs incurred in correcting a product failure, and supplier warranties on parts delivered to the Company. Should actual product failure rates, repair costs, service delivery costs, or supplier warranties on parts differ from the Company's estimates, revisions to the estimated warranty liability would be required.

KADANT INC.**Notes to Condensed Consolidated Financial Statements (continued)****(Unaudited)**

The changes in the carrying amount of the Company's product warranties for its continuing operations are as follows:

(In thousands)	Three Months Ended		Nine Months Ended	
	September 30, 2006	October 1, 2005	September 30, 2006	October 1, 2005
Balance at Beginning of Period	\$ 3,298	\$ 3,766	\$ 2,836	\$ 3,582
Provision (benefit)	300	(147)	1,333	823
Usage	(339)	(611)	(998)	(1,523)
Acquired warranty obligation				232
Currency translation	13	(14)	101	(120)
Balance at End of Period	\$ 3,272	\$ 2,994	\$ 3,272	\$ 2,994

Contributing to the \$147,000 benefit in the third quarter of 2005 was a reduction of \$616,000 in warranty reserves in our North American stock-preparation equipment product line largely due to significantly improved claims experience.

See Note 13 for warranty information related to the discontinued operation.

8. Restructuring and Other Costs (Income)*2004 Restructuring Plan*

In an effort to improve operating performance at the Papermaking Systems segment's Kadant Lamort subsidiary in France, the Company approved a restructuring of that subsidiary on November 18, 2004. This restructuring was initiated to strengthen Kadant Lamort's competitive position in the European paper industry. The restructuring primarily included the reduction of 97 full-time positions across all functions in France and was implemented in 2005. The Company accrued a restructuring charge, in accordance with Statement of Financial Accounting Standards (SFAS) No. 112, *Employers' Accounting for Postemployment Benefits* An Amendment of Financial Accounting Standards Board (FASB) Statements No. 5 and 43, for severance and other termination costs in connection with the workforce reduction of \$9,235,000 in the fourth quarter of 2004 and reduced the estimate by \$71,000 in 2005. As a result of the restructuring, the Company realized a \$78,000 curtailment gain in the third quarter of 2005 associated with Kadant Lamort's pension plan.

2005 Restructuring Plan

The Company recorded restructuring costs of \$317,000 during 2005 associated with its 2005 Restructuring Plan. These restructuring costs included \$221,000 for severance and associated costs related to the reduction of 14 full-time positions in the U.S. and \$96,000 for equipment relocation costs, both in our Papermaking Systems segment. The restructuring costs of \$138,000 in the first quarter of 2006 relate to additional equipment relocation costs associated with the 2005 Restructuring Plan.

KADANT INC.

Notes to Condensed Consolidated Financial Statements (continued)

(Unaudited)

A summary of the changes in accrued restructuring costs are as follows:

	Severance
(In thousands)	& Other
<i>2004 Restructuring Plan</i>	
Balance at December 31, 2005	\$ 4,658
Usage	(4,590)
Currency translation	434
Balance at September 30, 2006	\$ 502
<i>2005 Restructuring Plan</i>	
Balance at December 31, 2005	\$ 123
Provision	138
Usage	(261)
Balance at September 30, 2006	\$

The estimated restructuring costs are based on the Company's best judgments under prevailing circumstances. The Company believes that the restructuring reserve balance is adequate to carry out the restructuring activities formally identified and committed to as of September 30, 2006. Due to the lengthy restructuring process in France and the long notification periods, the related cash payments associated with the Kadant Lamort restructuring, which was initiated at the end of 2004, will extend into the fourth quarter of 2006.

KADANT INC.**Notes to Condensed Consolidated Financial Statements (continued)****(Unaudited)****9. Business Segment Information**

The Company has combined its operating entities into one operating segment, Papermaking Systems and two separate product lines, Fiber-based Products and Casting Products, which are reported in Other. In classifying operational entities into a particular segment, the Company aggregated businesses with similar economic characteristics, products and services, production processes, customers, and methods of distribution. Kadant Jining, acquired in June 2006, is presented in the Papermaking Systems segment within the stock-preparation systems and equipment product line.

(In thousands)	Three Months Ended		Nine Months Ended	
	September 30, 2006	October 1, 2005	September 30, 2006	October 1, 2005
Revenues:				
Papermaking Systems	\$ 88,101	\$ 62,879	\$ 244,601	\$ 172,978
Other (a)	2,485	1,920	11,143	7,651
	\$ 90,586	\$ 64,799	\$ 255,744	\$ 180,629
Income from Continuing Operations Before Provision for Income Taxes and Minority Interest Expense:				
Papermaking Systems (b)	\$ 11,651	\$ 6,388	\$ 29,418	\$ 16,163
Corporate and Other (a) (c)	(2,396)	(1,650)	(6,624)	(3,648)
Total Operating Income	9,255	4,738	22,794	12,515
Interest Expense, Net	(648)	(489)	(1,736)	(113)
	\$ 8,607	\$ 4,249	\$ 21,058	\$ 12,402
Capital Expenditures:				
Papermaking Systems	\$ 1,339	\$ 741	\$ 2,314	\$ 1,493
Corporate and Other (a) (c)	105	303	236	426
	\$ 1,444	\$ 1,044	\$ 2,550	\$ 1,919

(a) Other includes the results from the Company's Fiber-based Products business and Casting Products business.

(b) In the first quarter of 2006, the Company changed its reporting of certain royalty income and associated expenses from Corporate to the Papermaking Systems segment. Information in the 2005 periods has been reclassified to conform to this presentation.

(c) Corporate primarily includes general and administrative expenses.

10. Stock-Based Compensation

The Company maintains stock-based compensation plans primarily for its key employees and directors, although the plans permit awards to others expected to make significant contributions to the future of the Company. The plans authorize the compensation committee of the Company's board of directors (the board committee) to award a variety of stock and stock-based incentives, such as restricted stock, nonqualified and incentive stock options, stock bonus shares, or performance-based shares. The award recipients and the terms of awards, including price, granted under these plans are determined by the board committee. Outstanding options granted under these plans prior to 2001 are nonqualified options that are exercisable immediately, but are subject to provisions similar to vesting that restrict transfer and afford the Company the right to

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repurchase the shares at the exercise price upon certain events. The restrictions and repurchase rights for these options generally lapse

KADANT INC.**Notes to Condensed Consolidated Financial Statements (continued)****(Unaudited)**

over five to ten years and the terms of the options may range from five to twelve years. Options granted under these plans in 2001 and after are nonqualified options that vest over three years and are not exercisable until vested. To date, all options have been granted at an exercise price equal to the fair market value of the Company's common stock on the date of grant. Upon a change-of-control, as defined in the plans, all options or other awards become fully vested and all restrictions lapse.

On December 16, 2004, the FASB issued SFAS No. 123 (revised 2004), Share-Based Payment (SFAS 123R). SFAS 123R replaces SFAS No. 123, Accounting for Stock-Based Compensation (SFAS 123), supersedes Accounting Principles Board Opinion No. 25, Accounting for Stock Issued to Employees (APB Opinion No. 25), and amends SFAS No. 95 Statement of Cash Flows. SFAS 123R requires all share-based payments to employees that are ultimately expected to vest and do actually vest, including grants of employee stock options, to be recognized in the financial statements based on their fair values. The pro forma disclosures previously permitted under SFAS 123 are no longer an alternative to recognition of compensation expense in the income statement under SFAS 123R. Effective January 1, 2006, the Company adopted SFAS 123R, using the modified prospective method. Under this method, beginning on January 1, 2006, the Company recognized compensation cost for all share-based payments to employees based on the grant date estimate of fair value for those awards. The Company has used the Black-Scholes option-pricing model to determine fair value for all share-based payments. Compensation expense is recognized over the vesting period of the award. Prior-period financial information has not been restated for the adoption of SFAS 123R.

As of September 30, 2006, the Company had several share-based compensation plans that are described below. As a result of the adoption of SFAS 123R on January 1, 2006, the Company's results of operations for the three and nine months ended September 30, 2006 included incremental share-based pre-tax compensation expense of \$49,000 and \$252,000, respectively, related to stock options. The total stock-based compensation cost, including compensation expense associated with restricted stock, for the three and nine-months ended September 30, 2006 of \$65,000 and \$869,000, respectively, is included in selling, general, and administrative expenses in the accompanying condensed consolidated statement of income. The total income tax benefit recognized in the income statement for share-based compensation agreements for the three and nine months ended September 30, 2006 was \$26,000 and \$348,000, respectively. The adoption of SFAS 123R also resulted in the inclusion in cash flows from financing activities of \$1,911,000 of total tax benefits realized from stock options exercised during the first nine months of 2006 that would have been reflected in cash flows from operating activities prior to the adoption of SFAS 123R.

Stock Options There were no stock options granted in the first nine months of 2006. For the first nine months of 2005, the fair value of each option grant was estimated on the grant date using the Black-Scholes option-pricing model, assuming no expected dividends, with the following assumptions:

	Nine Months Ended October 1, 2005
Options Granted	115,000
Weighted-average Exercise Price	\$ 19.28
Weighted-average Grant Date Fair Value	\$ 8.10
Expected Life (in years)	5
Volatility	42%
Risk-Free Interest Rate	3.89%

The Black-Scholes option-pricing model was developed for use in estimating the fair value of traded options, which have no vesting restrictions and are fully transferable. In addition, option-pricing models require

KADANT INC.

Notes to Condensed Consolidated Financial Statements (continued)

(Unaudited)

the input of highly subjective assumptions, including expected stock price volatility. Expected stock price volatility was calculated based on a review of the Company's actual historic stock prices commensurate with the expected life of the award. The expected option life was derived based on a review of the Company's historic option holding periods, including a consideration of the holding period inherent in currently vested but unexercised options. The risk-free interest rate is based on the yield on zero-coupon U.S. Treasury securities for a period that is commensurate with the expected term of the option. The compensation expense recognized for all equity-based awards is net of estimated forfeitures. Forfeitures are estimated based on an analysis of actual option forfeitures.

A summary of the Company's stock option activity for the nine months ended September 30, 2006 is as follows:

	Shares	Weighted Average Exercise Price	Weighted Average Remaining Contractual Term	Aggregate Intrinsic Value
	(In thousands)	(In thousands)	(In years)	(In thousands)
Options Outstanding at December 31, 2005	1,699	\$ 15.82		
Granted				
Exercised	(569)	\$ 12.98		
Forfeited / Expired	(8)	\$ 37.70		
Options Outstanding at September 30, 2006	1,122	\$ 17.10	2.7	\$ 10,155
Options Exercisable at September 30, 2006	1,012	\$ 16.68	2.4	\$ 9,586

The total intrinsic value of options exercised (i.e., the difference between the market price at exercise and the price paid by the employee to exercise the options) during the nine-month periods ended September 30, 2006 and October 1, 2005, was \$5,830,000 and \$640,000, respectively. The aggregate intrinsic value of options outstanding and options exercisable as of September 30, 2006 is based on the difference between the closing price of the Company's common stock on September 30, 2006, which was \$24.56, and the exercise price of the applicable option. In calculating the aggregate intrinsic value, the Company excluded those options with an exercise price greater than the closing price per share of the Company's common stock as of September 30, 2006.

The Company received \$7,392,000 from stock option exercises during the nine-month period ended September 30, 2006. As of September 30, 2006, the Company had approximately \$156,000 of unrecognized compensation cost related to stock option awards that it expects to recognize as expense over a weighted average period of 1.4 years.

Restricted Stock The Company grants shares to outside directors, which vest immediately, but are restricted from resale for three years from the date of award. In the first nine months of 2006 and 2005, the Company awarded 20,000 shares and 17,500 shares, respectively, of its restricted common stock with an aggregate value of \$478,000 and \$352,000, respectively, to its outside directors.

For periods prior to the adoption of SFAS 123R, the Company elected to follow APB Opinion No. 25 and related interpretations to account for its stock-based compensation plans. For these prior periods, no stock-based employee compensation cost related to stock option awards is reflected in net income, as all options granted under the plans had an exercise price equal to the market price of the underlying common stock on the date of grant.

KADANT INC.**Notes to Condensed Consolidated Financial Statements (continued)****(Unaudited)**

The following table illustrates the impact on net income and earnings per share as if the Company had applied the fair value recognition provisions of SFAS 123 to the Company's stock-based employee compensation for the three- and nine-month periods ended October 1, 2005.

	Three Months Ended October 1,	Nine Months Ended October 1,
(In thousands, except per share amounts)	2005	2005
Income from Continuing Operations	\$ 2,634	\$ 8,868
Loss from Discontinued Operation	(2,252)	(2,408)
Net Income As Reported	382	6,460
Deduct: Total stock-based employee compensation expense determined under the fair-value-based method for all awards, net of tax	(103)	(452)
Pro forma net income	\$ 279	\$ 6,008
Basic Earnings per Share:		
As reported:		
Income from continuing operations	\$.19	\$.64
Net income	\$.03	\$.46
Pro forma:		
Income from continuing operations	\$.18	\$.61
Net income	\$.02	\$.43
Diluted Earnings per Share:		
As reported:		
Income from continuing operations	\$.19	\$.63
Net income	\$.03	\$.46
Pro forma:		
Income from continuing operations	\$.18	\$.59
Net income	\$.02	\$.42

11. Employee Benefit Plans*Defined Benefit Pension Plans and Post-Retirement Welfare Benefit Plans*

The Company's Kadant Web Systems subsidiary has a noncontributory defined benefit retirement plan. Benefits under the plan are based on years of service and employee compensation. Funds are contributed to a trustee as necessary to provide for current service and for any unfunded projected benefit obligation over a reasonable period. Effective December 31, 2005, this plan was closed to new participants. This same subsidiary has a post-retirement welfare benefit plan (included in the table below in Other Benefits). No future retirees are eligible for this post-retirement welfare benefit plan and the plan includes limits on the subsidiary's contributions.

The Company's Kadant Lamort subsidiary sponsors a defined benefit pension plan, which is included in the table below in Other Benefits. Benefits under this plan are based on years of service and projected employee compensation.

The Company's Kadant Johnson subsidiary also offers a post-retirement welfare benefit plan (included in the table below in Other Benefits) to its U.S. employees upon attainment of eligible retirement age. On

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Notes to Condensed Consolidated Financial Statements (continued)

(Unaudited)

August 17, 2006, this post-retirement benefit plan was amended to reduce the annual subsidy provided under the plan starting January 1, 2007. In addition, this plan will be closed to participants who will not meet the retirement eligibility requirements on January 1, 2012.

The components of the net periodic benefit cost for the pension benefits and other benefits plans in the three- and nine-month periods ended September 30, 2006 and October 1, 2005 are as follows:

	Three Months Ended September 30, 2006		Three Months Ended October 1, 2005	
	Pension Benefits	Other Benefits	Pension Benefits	Other Benefits
(In thousands)				
Components of Net Periodic Benefit Cost:				
Service cost	\$ 188	\$ 42	\$ 179	\$ 92
Interest cost	262	75	252	110
Expected return on plan assets	(353)		(351)	
Recognized net actuarial loss (gain)	15	6		(68)
Amortization of prior service cost (income)	11	(106)	11	(13)
Net periodic benefit cost	\$ 123	\$ 17	\$ 91	\$ 121

The weighted-average assumptions used to determine net periodic benefit cost are as follows:

Discount rate	5.75%	4.65%	6.00%	5.80%
Expected long-term return on plan assets	8.50%		8.50%	
Rate of compensation increase	4.00%	2.00%	4.00%	2.50%

	Nine Months Ended September 30, 2006		Nine Months Ended October 1, 2005	
	Pension Benefits	Other Benefits	Pension Benefits	Other Benefits
Components of Net Periodic Benefit Cost:				
Service cost	\$ 564	\$ 160	\$ 536	\$ 210
Interest cost	786	257	755	229
Expected return on plan assets	(1,060)		(1,053)	
Recognized net actuarial loss (gain)	45	22		(51)
Amortization of prior service cost (income)	35	(134)	35	(37)
Net periodic benefit cost	\$ 370	\$ 305	\$ 273	\$ 351

The weighted-average assumptions used to determine net periodic benefit cost are as follows:

Discount rate	5.75%	5.20%	6.00%	5.90%
Expected long-term return on plan assets	8.50%		8.50%	
Rate of compensation increase	4.00%	2.00%	4.00%	2.50%

No cash contributions are expected in 2006 for the Kadant Web Systems noncontributory defined benefit retirement plan. For the remaining pension and post-retirement welfare benefit plans, no cash contributions, other than funding current benefit payments, are expected in 2006.

KADANT INC.**Notes to Condensed Consolidated Financial Statements (continued)****(Unaudited)****12. Recent Accounting Pronouncements**

In July 2006, the FASB issued FASB Interpretation No. 48 (FIN 48), *Accounting for Uncertainty in Income Taxes*. An Interpretation of FASB Statement No. 109. FIN 48 clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements in accordance with SFAS No. 109. FIN 48 prescribes a recognition and measurement method of a tax position taken or expected to be taken in a tax return. FIN 48 also provides guidance on derecognition, classification, interest and penalties, accounting in interim periods, disclosures and transitions. FIN 48 will become effective in the first quarter of 2007. The Company is currently analyzing the effect that FIN 48 will have on its financial statements.

In September 2006, the FASB issued SFAS No. 158 (SFAS 158), *Employers' Accounting for Defined Benefit Pension and Other Postretirement Plans*. An Amendment of FASB Statements No. 87, 88, 106, and 132(R). SFAS 158 requires an employer to recognize the overfunded or underfunded status of a defined benefit postretirement plan as an asset or liability in its balance sheet and to recognize changes in that funded status in the year in which the changes occur through comprehensive income. In addition, the statement requires an employer to measure the funded status of a plan as of the date of its year-end balance sheet. This standard will become effective for the Company on December 30, 2006. The Company is currently analyzing the effect that SFAS 158 will have on its financial statements.

13. Discontinued Operation

On October 21, 2005, the Company's Kadant Composites LLC subsidiary (Composites LLC) sold substantially all of its assets to LDI Composites Co. (the Buyer). As part of the sale transaction, Composites LLC retained the warranty obligations associated with products manufactured prior to the sale date. Composites LLC deposited \$3,500,000 of the sale proceeds into a special escrow fund administered by the Buyer to satisfy these warranty claims. During the second quarter of 2006, this special escrow fund was fully utilized and Composites LLC assumed responsibility for claims payment and processing.

Operating results for the composites business are as follows:

(In thousands)	Three Months Ended		Nine Months Ended	
	September 30, 2006	October 1, 2005	September 30, 2006	October 1, 2005
Revenues	\$	\$ 4,409	\$	\$ 15,193
Operating Loss	(286)	(3,465)	(1,717)	(3,705)
Interest Income	68		265	
Loss Before Income Tax Benefit (including \$130 loss on disposal in the first nine months of 2006)	(218)	(3,465)	(1,452)	(3,705)
Income Tax Benefit	35	1,213	528	1,297
Loss From Discontinued Operation	\$ (183)	\$ (2,252)	\$ (924)	\$ (2,408)

KADANT INC.**Notes to Condensed Consolidated Financial Statements (continued)****(Unaudited)**

The major classes of assets and liabilities of the discontinued operation included in the accompanying condensed consolidated balance sheet are as follows:

(In thousands)	September 30, 2006	December 31, 2005
Cash and cash equivalents	\$ 3,852	\$ 5,743
Restricted cash	724	4,145
Other accounts receivable	629	1,545
Current deferred tax asset	2,110	2,110
Other assets	441	487
Total Assets	\$ 7,756	\$ 14,030
Accrued warranty costs	2,274	5,276
Other current liabilities	390	1,323
Total Liabilities	2,664	6,599
Net Assets	\$ 5,092	\$ 7,431

The restricted cash of \$724,000 as of September 30, 2006 represents the portion of the sale proceeds placed in escrow to satisfy certain indemnification obligations and associated interest. Other accounts receivable of \$629,000 represents the portion of the sales price held by the Buyer for one year to satisfy certain indemnification obligations. The Buyer paid \$629,000 to Composites LLC in October 2006.

All future activity associated with the warranty reserve will continue to be classified in the results of the discontinued operation in the Company's consolidated financial statements. As part of the sale transaction, Composites LLC retained the warranty obligations associated with products manufactured prior to the sale date. Through the sale date of October 21, 2005, Composites LLC offered a standard limited warranty to the original owner of its decking and roofing products, limited to repair or replacement of the defective product or a refund of the original purchase price.

Prior to the sale of the composites business, Composites LLC recorded an estimate for warranty-related costs at the time of sale based on its actual historical return rates and repair costs, as well as other analytical tools for estimating future warranty claims. These estimates were revised for variances between actual and expected claims rates. Composites LLC's analysis of expected warranty claims rates included detailed assumptions associated with potential product returns, including the type of product sold, temperatures at the location of installation, density of boards, and other factors. Certain assumptions, such as the effect of weather conditions and high temperatures on the product installed, included inherent uncertainties that were subject to fluctuation. Through the second quarter of 2006, Composites LLC continued to record an estimate for warranty-related costs based on this methodology.

During the third quarter of 2006, Composites LLC concluded that the highly subjective nature of the assumptions noted above, when compared to actual warranty claims, made it no longer possible to calculate a reasonable estimate of the level of potential warranty claims. Accordingly, as no amount within the total range of loss represents a best estimate of the ultimate loss to be recorded, the Company is required under SFAS No. 5, *Accounting for Contingencies*, to record the minimum amount of the potential range of loss. The warranty obligation as of September 30, 2006 represents the low end of the estimated range of warranty reserve required based on the level of claims processed to date. The total potential warranty cost ranges from \$2,274,000 to approximately \$16,700,000. The high end of the range represents the estimated maximum level of warranty.

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Notes to Condensed Consolidated Financial Statements (continued)

(Unaudited)

claims remaining based on the total sales of the products under warranty. Going forward, Composites LLC will record adjustments to the warranty obligation to reflect the minimum amount of the potential range of loss.

A summary of the changes in accrued warranty costs for the nine-month periods ended September 30, 2006 and October 1, 2005 is as follows:

(In thousands)	Nine Months Ended	
	September 30, 2006	October 1, 2005
Balance at Beginning of Period	\$ 5,276	\$ 4,327
Provision	969	4,606
Usage	(3,971)	(2,902)
Balance at End of Period	\$ 2,274	\$ 6,031

KADANT INC.

Item 2 Management's Discussion and Analysis of Financial Condition and Results of Operations

This Quarterly Report on Form 10-Q includes forward-looking statements that are not statements of historical fact, and may include statements regarding possible or assumed future results of operations. Forward-looking statements are subject to risks and uncertainties and are based on the beliefs and assumptions of our management, using information currently available to our management. When we use words such as *believes*, *expects*, *anticipates*, *intends*, *plans*, *estimates*, *should*, *likely*, *will*, *would*, or similar expressions, we are making forward-looking

Forward-looking statements are not guarantees of performance. They involve risks, uncertainties, and assumptions. Our future results of operations may differ materially from those expressed in the forward-looking statements. Many of the important factors that will determine these results and values are beyond our ability to control or predict. You should not put undue reliance on any forward-looking statements. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future events, or otherwise. For a discussion of important factors that may cause our actual results to differ materially from those suggested by the forward-looking statements, you should read carefully the section captioned *Risk Factors* in Part II, Item 1A of this Report.

Overview

Company Background

We are a leading supplier of equipment used in the global papermaking and paper recycling industry and are also a manufacturer of granules made from papermaking byproducts. Our continuing operations consist of one operating segment, Pulp and Papermaking Systems (Papermaking Systems), and two separate product lines, Fiber-based Products and Casting Products. We aggregate into the Papermaking Systems segment our businesses with similar economic characteristics, products and services, production processes, customers, and methods of distribution.

We were incorporated in Delaware in November 1991. On July 12, 2001, we changed our name to Kadant Inc. from Thermo Fibertek Inc. Our common stock is listed on the New York Stock Exchange, where it trades under the symbol *KAI*.

Papermaking Systems Segment

Our Papermaking Systems segment designs and manufactures stock-preparation systems and equipment, paper machine accessory equipment, water-management systems, and fluid-handling systems and equipment primarily for the paper and paper recycling industries. Our principal products include:

Stock-preparation systems and equipment: custom-engineered systems and equipment, as well as standard individual components, for pulping, de-inking, screening, cleaning, and refining recycled and virgin fibers for preparation for entry into the paper machine during the production of recycled paper;

Paper machine accessory equipment: doctoring systems and related consumables that continuously clean papermaking rolls to keep paper machines running efficiently; doctor blades made of a variety of materials to perform functions including cleaning, creping, web removal, and application of coatings; and profiling systems that control moisture, web curl, and gloss during paper production;

Water-management systems: systems and equipment used to continuously clean paper machine fabrics and to drain, purify, and recycle process water during paper sheet formation; and

Fluid-handling systems and equipment: rotary joints, precision unions, steam and condensate systems, components, and controls used primarily in the dryer section of the papermaking process and during the production of corrugated boxboard, metals, plastics, rubber, textiles and food.

KADANT INC.

Other

Our other businesses include our Fiber-based Products business and our Casting Products business.

Our Fiber-based Products business produces biodegradable, absorbent granules from papermaking byproducts for use primarily as carriers for agricultural, home lawn and garden, and professional lawn, turf and ornamental applications, as well as for oil and grease absorption.

Our Casting Products business manufactures grey and ductile iron castings.

Discontinued Operation

On October 21, 2005, our Kadant Composites LLC subsidiary (Composites LLC) sold substantially all the assets comprising its composites business to LDI Composites Co. (the Buyer). As part of the sale transaction, Composites LLC retained the warranty obligations associated with products manufactured prior to the sale date. As of September 30, 2006, the accrued warranty reserve associated with the composites business was \$2.3 million, which represents the low end of the range of potential loss. Composites LLC has calculated the remaining potential range of loss to be between \$2.3 million and \$16.7 million. (See *Changes to our Method of Estimating the Level of Warranty Reserve at our Discontinued Operation* below for further information.) All future activity associated with this warranty reserve will continue to be classified in the results of the discontinued operation in our consolidated financial statements.

International Sales

During the first nine months of 2006 and 2005, approximately 63% and 61%, respectively, of our sales were to customers outside the United States, principally in China and Europe. We generally seek to charge our customers in the same currency in which our operating costs are incurred. However, our financial performance and competitive position can be affected by currency exchange rate fluctuations affecting the relationship between the U.S. dollar and foreign currencies. We seek to reduce our exposure to currency fluctuations through the use of forward currency exchange contracts. We may enter into forward contracts to hedge certain firm purchase and sale commitments denominated in currencies other than our subsidiaries' functional currencies. These contracts hedge transactions principally denominated in U.S. dollars.

Application of Critical Accounting Policies and Estimates

The discussion and analysis of our financial condition and results of operations are based upon our condensed consolidated financial statements, which have been prepared in accordance with accounting principles generally accepted in the United States. The preparation of these condensed consolidated financial statements requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of our condensed consolidated financial statements, and the reported amounts of revenues and expenses during the reporting period. Our actual results may differ from these estimates under different assumptions or conditions.

Critical accounting policies are defined as those that reflect significant judgments and uncertainties, and could potentially result in materially different results under different assumptions and conditions. We believe that our most critical accounting policies, upon which our financial condition depends and which involve the most complex or subjective decisions or assessments, are those described in "Management's Discussion and Analysis of Financial Condition and Results of Operations" under the section captioned "Application of Critical Accounting Policies and Estimates" in Item 7 of our Annual Report on Form 10-K for the fiscal year ended December 31, 2005, filed with the Securities and Exchange Commission. There have been no material changes to these critical accounting policies since fiscal year-end 2005 that warrant further disclosure, except for the adoption of SFAS 123R and the changes to our method of estimating the level of warranty reserve at our discontinued operation noted below.

KADANT INC.

Adoption of SFAS 123R

Our adoption of Statement of Financial Accounting Standards No. 123 (revised 2004), Share Based Payment (SFAS 123R), in the first quarter of 2006 requires that we recognize stock-based compensation expense associated with stock options in the statement of income, rather than disclose it in a pro forma footnote to our consolidated financial statements. Determining the amount of stock-based compensation to be recorded requires us to develop estimates to be used in calculating the grant-date fair value of stock options. We did not grant any stock options in the first nine months of 2006. For options granted prior to January 1, 2006, we calculated the grant-date fair values using the Black-Scholes valuation model. The use of valuation models requires us to make estimates of the following assumptions:

Expected volatility We derived the estimated stock price volatility based on a review of our actual historic stock prices commensurate with the expected life of the award.

Expected option life Our estimate of an expected option life was derived based on a review of our historic option holding periods, including a consideration of the holding period inherent in currently vested but unexercised options. We believe that this historical data is currently the best estimate of the expected term of a new option.

Risk-free interest rate We used the yield on zero-coupon U.S. Treasury securities for a period that is commensurate with the expected term assumption as the risk-free interest rate.

The amount of stock-based compensation recognized during a period is based on the value of the portion of the awards that are ultimately expected to vest. SFAS 123R requires forfeitures to be estimated at the time of grant and revised, if necessary, in subsequent periods if actual forfeitures differ from those estimates. The term forfeitures is distinct from cancellations or expirations and represents only the unvested portion of the surrendered option. Similar to the analysis for the expected option life, we reviewed historical forfeiture data and have applied an annual forfeiture rate of 2.5% to all unvested options as of December 31, 2005. We will reevaluate this analysis quarterly and adjust the forfeiture rate as necessary. Ultimately, we will recognize the actual expense over the vesting period only for the shares that vest.

Changes to our Method of Estimating the Level of Warranty Reserve at our Discontinued Operation

On October 21, 2005, our Kadant Composites LLC subsidiary (Composites LLC) sold substantially all of its assets to LDI Composites Co. (the Buyer). As part of the sale transaction, Composites LLC retained the warranty obligations associated with products manufactured prior to the sale date. Activity associated with the warranty reserve is classified in the results of the discontinued operation in the Company's consolidated financial statements. Through the sale date of October 21, 2005, Composites LLC offered a standard limited warranty to the original owner of its decking and roofing products, limited to repair or replacement of the defective product or a refund of the original purchase price.

Prior to the sale of the composites business, Composites LLC recorded an estimate for warranty-related costs at the time of sale based on its actual historical return rates and repair costs, as well as other analytical tools for estimating future warranty claims. These estimates were revised for variances between actual and expected claims rates. Composites LLC's analysis of expected warranty claims rates included detailed assumptions associated with potential product returns, including the type of product sold, temperatures at the location of installation, density of boards, and other factors. Certain assumptions, such as the effect of weather conditions and high temperatures on the product installed, included inherent uncertainties that were subject to fluctuation. Through the second quarter of 2006, Composites LLC continued to record an estimate for warranty-related costs based on this methodology.

During the third quarter of 2006, Composites LLC concluded that the highly subjective nature of the assumptions noted above, when compared to actual warranty claims, made it no longer possible to calculate a

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reasonable estimate of the level of potential warranty claims. Accordingly, as no amount within the total range of loss represents a best estimate of the ultimate loss to be recorded, the Company is required under SFAS No. 5, *Accounting for Contingencies* to record the minimum amount of the potential range of loss. The warranty obligation as of September 30, 2006 represents the low end of the estimated range of warranty reserve required based on the level of claims processed to date. The total potential warranty cost ranges from \$2.3 million to approximately \$16.7 million. The high end of the range represents the estimated maximum level of warranty claims remaining based on the total sales of the products under warranty. Going forward, Composites LLC will record adjustments to the warranty obligation to reflect the minimum amount of the potential range of loss.

Industry and Business Outlook

Our products are primarily sold to the pulp and paper industry. The paper industry in North America and Europe has been in a prolonged downcycle for the past several years. In contrast, the paper industry in China has experienced strong growth over the last several years. The performance of paper producers in North America and Europe has been generally improving over the past year. However, paper producers in those regions continue to be negatively affected by higher operating costs, especially higher energy and chemical costs. We believe paper companies are still cautious about increasing their capital and operating spending in the current market environment. As the financial performance of paper companies has improved, they have increased their capital and operating spending, which has had a positive effect on paper company suppliers, such as Kadant. We continue to concentrate our efforts on several initiatives intended to improve our operating results, including: (i) increasing aftermarket sales in China, (ii) increasing sales of paper machine accessories and water-management products in China, (iii) increasing our use of low-cost manufacturing bases in China and Mexico, and (iv) penetrating new markets outside the paper industry. In addition, we continue to focus our efforts on managing our operating costs, capital expenditures, and working capital.

On May 11, 2005, we acquired all the outstanding stock of The Johnson Corporation (Kadant Johnson), a leading supplier of fluid-handling systems and equipment, including steam and condensate systems, components, and controls. These products are used primarily in the dryer section of the papermaking process and during the production of corrugated boxboards, metals, plastics, rubber, textiles, and food. Kadant Johnson was a privately held company based in Three Rivers, Michigan, with approximately 575 employees. The purchase price for the acquisition was approximately \$114.0 million, including \$101.5 million paid in cash at closing, \$1.6 million to be paid in the fourth quarter of 2006 in settlement of post-closing adjustments, \$4.8 million for acquisition-related costs, the majority of which have been paid, and \$6.1 million of additional cash consideration we expect to pay over four years. The additional consideration of \$6.1 million relates to certain tax assets of Kadant Johnson, the value of which we expect to realize. We paid \$0.6 million of this additional consideration in the second quarter of 2006, and the remaining amount is due over the next four years as follows: 6% in 2006, 27% in 2007, 17% in both 2008 and 2009, and 33% in 2010.

On June 2, 2006, our subsidiary Kadant Light Machinery (Jining) Co., Ltd. (Kadant Jining), assumed responsibility for the operation of Jining Huayi Light Industry Machinery Co., Ltd. (Huayi) and, by September 30, 2006, acquired the assets of Huayi, including cash, inventory, machinery, equipment, and buildings for \$20.9 million, net of \$2.3 million of assumed liabilities (Kadant Jining Acquisition). The remaining purchase obligation, which has been accrued as of September 30, 2006, is \$6.5 million, of which \$2.7 million was paid to date in the fourth quarter of 2006 and the remaining \$3.8 million which we expect to pay through January 2008 as certain post-closing and indemnification obligations are satisfied. Huayi is a supplier of stock-preparation equipment in China with unaudited revenues of approximately \$15 million in 2005.

We continue to pursue market opportunities outside North America. In the last several years, China has become a significant market for our stock-preparation equipment. To capitalize on this growing market, we plan to manufacture certain of our accessories and water-management products in our China facilities in 2007.

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Revenues from China are primarily derived from large capital orders, the timing of which is often difficult to predict. At times, our customers in China have experienced delays in obtaining financing for their capital addition and expansion projects due to efforts by the Chinese government to control economic growth, which are reflected in a slowdown in financing approvals in China's banking system. These delays can cause delays in receiving orders and, as a result, could delay our recognizing revenue on these projects to periods later than originally anticipated. We plan to use Kadant Jining as a base for increasing our aftermarket business, which we believe will be more predictable.

Our 2006 guidance reflects expected revenues and earnings per share from continuing operations, which exclude the results from our discontinued operation. For the fourth quarter of 2006, we expect to report between \$.24 and \$.27 per diluted share, on revenues of \$82 to \$84 million. The guidance for the fourth quarter of 2006 includes an estimated \$.01 per diluted share for restructuring costs. For the full year, we expect to report between \$1.25 and \$1.28 per diluted share, revised from our previous estimate of \$1.20 to \$1.28, on revenues of \$338 to \$340 million, revised from our previous estimate of \$320 to \$330 million.

Results of Operations***Third Quarter 2006 Compared With Third Quarter 2005***

The following table sets forth our unaudited condensed consolidated statement of income expressed as a percentage of total revenues from continuing operations for the third fiscal quarters of 2006 and 2005. The results of operations for the fiscal quarter ended September 30, 2006 are not necessarily indicative of the results to be expected for the full fiscal year.

	Three Months Ended	
	September 30, 2006	October 1, 2005
Revenues	100%	100%
Costs and Operating Expenses:		
Cost of revenues	64	60
Selling, general, and administrative expenses	24	31
Research and development expenses	2	2
	90	93
Operating Income	10	7
Interest Expense, net	(1)	
Income from Continuing Operations Before Provision for Income Taxes and Minority Interest Expense	9	7
Provision for Income Taxes	3	3
Minority Interest Expense		
Income from Continuing Operations	6	4
Loss from Discontinued Operation		(3)
Net Income	6%	1%

Revenues

Revenues increased \$25.8 million, or 40%, to \$90.6 million in the third quarter of 2006 from \$64.8 million in the third quarter of 2005. The increase in revenues in 2006 was primarily due to a \$17.2 million, or 27%, increase in sales of the Papermaking Systems segment's stock-preparation equipment and a \$5.2 million, or 8%,

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increase in sales of that segment's fluid-handling products. The \$17.2 million increase in sales of the Papermaking Systems segment's stock-preparation equipment includes a \$3.2 million, or 5%, increase from the inclusion of revenues from Kadant Jining acquired in June 2006. Revenues in 2006 also included an increase of \$1.6 million, or 2%, from the favorable effect of currency translation due to a weaker U.S. dollar relative to the functional currencies in countries in which we operate.

Revenues for the third quarters of 2006 and 2005 from our Papermaking Systems segment and other businesses are as follows:

(In thousands)	Three Months Ended	
	September 30, 2006	October 1, 2005
Revenues:		
Papermaking Systems	\$ 88,101	\$ 62,879
Other	2,485	1,920
	\$ 90,586	\$ 64,799

Papermaking Systems Segment. Revenues at the Papermaking Systems segment increased \$25.2 million, or 40%, to \$88.1 million in the third quarter of 2006 from \$62.9 million in the third quarter of 2005. The increase in revenues in 2006 was primarily due to a \$14.8 million, or 24%, increase from stock-preparation equipment sales in China, including a \$3.2 million, or 5%, increase from the inclusion of revenues from Kadant Jining acquired in June 2006, and a \$5.2 million, or 8%, increase in sales of our fluid-handling products. Revenues in 2006 also included an increase from the favorable effect of currency translation described above, all of which related to this segment.

The following table presents revenues at the Papermaking Systems segment by product line, the changes in revenues by product line between the third quarters of 2006 and 2005, and the changes in revenues by product line between the third quarters of 2006 and 2005 excluding the effect of currency translation. The presentation of the changes in revenues by product line, excluding the effect of currency translation, is a non-GAAP (generally accepted accounting principles) measure. We believe this non-GAAP measure helps investors gain a better understanding of our underlying operations, consistent with how management measures and forecasts our performance, especially when comparing such results to prior periods.

(In millions)	Three Months Ended		Increase	
	September 30, 2006	October 1, 2005	Increase	Excluding Effect of Currency Translation
Product Line:				
Stock-Preparation Equipment	\$ 41.4	\$ 24.2	\$ 17.2	\$ 16.7
Fluid-Handling	21.9	16.7	5.2	4.6
Accessories	15.3	14.4	0.9	0.5
Water-Management	8.8	7.1	1.7	1.6
Other	0.7	0.5	0.2	0.2
	\$ 88.1	\$ 62.9	\$ 25.2	\$ 23.6

Revenues from the segment's stock-preparation equipment product line increased \$17.2 million, or 71%, in the third quarter of 2006 compared to the third quarter of 2005, including a \$0.5 million, or 2%, increase from the favorable effect of currency translation. Excluding the effect of currency translation, revenues increased \$16.7 million, or 69%, in 2006, primarily due to a \$14.8 million, or 61%, increase in sales in China, which can principally be attributed to several large systems orders received in prior quarters. The increase in sales in China also included \$3.2

million, or 13%, from recently acquired Kadant Jining. In addition, revenues in this product

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line increased \$2.6 million, or 11%, in 2006 at our European-based business primarily due to an increase in sales of both capital and aftermarket products. These increases were slightly offset by a \$0.6 million, or 3%, decrease in stock-preparation equipment sales at our North American-based business primarily due to weaker demand for our capital equipment.

Revenues from the segment's fluid-handling product line increased \$5.2 million, or 31%, in the third quarter of 2006 compared to the third quarter of 2005, including a \$0.6 million, or 4%, increase from the favorable effect of currency translation. Excluding the effect of currency translation, revenues increased \$4.6 million, or 27%, primarily due to strong orders for capital equipment focused on reducing energy costs in North America and Europe and, to a lesser extent, China and Latin America.

Revenues from the segment's accessories product line increased \$0.9 million, or 6%, in the third quarter of 2006 compared to the third quarter of 2005, including a \$0.4 million, or 3%, increase from the favorable effect of currency translation. Excluding the effect of currency translation, revenues from the accessories product line increased \$0.5 million, or 3%, primarily due to an increase in capital sales in Europe and North America.

Revenues from the segment's water-management product line increased \$1.7 million, or 24%, in the third quarter of 2006 compared to the third quarter of 2005, including a \$0.1 million, or 1%, increase from the favorable effect of currency translation, primarily due to an increase in capital sales in Europe and, to a lesser extent, North America.

Other Businesses. Revenues from our other businesses increased \$0.6 million, or 29%, to \$2.5 million in the third quarter of 2006 from \$1.9 million in the third quarter of 2005 due to increased revenues in our Fiber-based Products business. This increase was primarily due to increased sales and, to a lesser extent, higher pricing of Biodac, our product family of biodegradable granules that we produce from papermaking byproducts.

Gross Profit Margin

Gross profit margin was 36% in the third quarter of 2006 compared to 40% in the third quarter of 2005.

Gross profit margins for the third quarters of 2006 and 2005 for our Papermaking Systems segment and our other businesses are as follows:

	Three Months Ended	
	September 30, 2006	October 1, 2005
Gross Profit Margin:		
Papermaking Systems	36%	42%
Other	27	7
	36%	40%

The gross profit margin at the Papermaking Systems segment decreased to 36% in the third quarter of 2006 from 42% in the third quarter of 2005. This decrease was primarily due to lower gross profit margins at our stock-preparation equipment product line, especially in China where we had several large orders which had lower than normal gross profit margin levels. Also contributing to the decrease were lower gross profit margins at our stock-preparation equipment product line in North America, due to higher labor and indirect costs incurred as we processed a record level of orders, integration costs associated with the consolidation of our manufacturing facilities, and, to a lesser extent, an unfavorable product mix which shifted toward lower-margin capital products. The gross profit margin at our other businesses increased to 27% in the third quarter of 2006 from 7% in the third quarter of 2005 due to higher margins in our Fiber-based granular product line and, to a lesser extent, in our Casting Products business.

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Operating Expenses

Selling, general, and administrative expenses as a percentage of revenues decreased to 24% in the third quarter of 2006 compared to 31% in the third quarter of 2005 primarily due to higher operating leverage associated with increased revenues. Selling, general, and administrative expenses increased to \$21.5 million in the third quarter of 2006 from \$20.3 million in the third quarter of 2005, an increase of \$1.2 million, or 6%, which includes a \$0.4 million, or 2%, increase from the unfavorable effect of foreign currency translation at the Papermaking Systems segment and \$0.4 million, or 2%, of expenses from recently acquired Kadant Jining. Selling, general and administrative expenses also increased in 2006 due to a \$1.4 million, or 7%, increase in corporate expenses. These increases were offset in part by a decrease of \$0.9 million, or 4%, at the Papermaking Systems segment, primarily at its fluid-handling product line.

Research and development expenses were \$1.4 million and \$1.3 million in the third quarters of 2006 and 2005, respectively, and represented 2% of revenues in both periods.

Interest Income

Interest income decreased slightly to \$0.2 million in the third quarter of 2006 from \$0.3 million in the third quarter of 2005.

Interest Expense

Interest expense increased to \$0.9 million in the third quarter of 2006 from \$0.8 million in the third quarter of 2005 due to interest expense associated with the borrowings used to fund the Kadant Jining acquisition in the second quarter of 2006.

Restructuring and Other Income

During the third quarter of 2005, we recognized a curtailment gain of \$0.1 million associated with the employees who had been terminated pursuant to Kadant Lamort's restructuring plan and were no longer eligible for benefits under Kadant Lamort's pension plan.

Provision for Income Taxes

Our effective tax rate was 31% and 36% in the third quarters of 2006 and 2005, respectively. The effective tax rate for the third quarter of 2006 of 31% was based on our 33% recurring effective tax rate, slightly offset by a 2%, or \$0.2 million, non-recurring tax benefit related to reductions in tax reserves associated with the favorable resolution of a state tax audit. The 36% effective tax rate in the third quarter of 2005 consisted of our 35% recurring tax rate, a 3% increase associated with an adjustment to the effective tax rate for the first half of 2005 due to a tax ruling related to the United Kingdom, offset in part by a 2% non-recurring tax benefit resulting from a reduction of \$0.1 million in tax reserves.

Income from Continuing Operations

Income from continuing operations increased to \$5.8 million in the third quarter of 2006 compared to \$2.6 million in the third quarter of 2005, an increase of \$3.2 million, or 121%. The increase in the 2006 period was primarily due to an increase in operating income of \$4.5 million (see *Gross Profit Margin* and *Operating Expenses* discussed above), offset in part by increases of \$1.2 million in the provision for income taxes and \$0.1 million in interest expense.

KADANT INC.*Loss from Discontinued Operation*

The net loss from our discontinued operation decreased to \$0.2 million in the third quarter of 2006 compared to \$2.3 million in the third quarter of 2005. The net loss in the 2005 period was primarily due to pre-tax warranty provisions of \$4.0 million and represented the results of Composites LLC prior to its sale in October 2005.

Subsequent to the sale of Composites LLC in October 2005, the most significant component of operating costs in the discontinued operation is the warranty obligation. During the third quarter of 2006, Composites LLC concluded that the highly subjective nature of the assumptions used in estimating the warranty obligation, when compared to actual warranty claims, made it no longer possible to calculate a reasonable estimate of the level of potential warranty claims. Accordingly, as no amount within the total range of loss represents a best estimate of the ultimate loss to be recorded, the Company is required under SFAS No. 5, *Accounting for Contingencies* to record the minimum amount of the potential range of loss. The warranty obligation as of September 30, 2006 represents the low end of the estimated range of warranty reserve required based on the level of claims processed to date. The total potential warranty cost ranges from \$2.3 million to approximately \$16.7 million. The high end of the range represents the estimated maximum level of warranty claims remaining based on the total sales of the products under warranty. Going forward, Composites LLC will record adjustments to the warranty obligation to reflect the minimum amount of the potential range of loss. In the third quarters of 2006 and 2005, Composites LLC paid \$1.3 million and \$1.4 million, respectively, in warranty claims. The accrued warranty obligation was \$2.3 million and \$5.3 million as of September 30, 2006 and December 31, 2005, respectively. Our net results in future reporting periods will be negatively impacted if future warranty claims exceed the warranty reserve.

First Nine Months 2006 Compared With First Nine Months 2005

The following table sets forth our unaudited condensed consolidated statement of income expressed as a percentage of total revenues for the first nine months of 2006 and 2005. The results of operations for the first nine months of 2006 are not necessarily indicative of the results to be expected for the full fiscal year.

	Nine Months Ended	
	September 30, 2006	October 1, 2005
Revenues	100%	100%
Costs and Operating Expenses:		
Cost of revenues	63	61
Selling, general, and administrative expenses	26	30
Research and development expenses	2	2
	91	93
Operating Income	9	7
Interest Expense, net	(1)	
Income from Continuing Operations Before Provision for Income Taxes and Minority Interest Expense	8	7
Provision for Income Taxes	2	2
Minority Interest Expense		
Income from Continuing Operations	6	5
Loss from Discontinued Operation	(1)	(1)
Net Income	5%	4%

KADANT INC.*Revenues*

Revenues increased \$75.1 million, or 42%, to \$255.7 million in the first nine months of 2006 from \$180.6 million in the first nine months of 2005. Revenues in the 2006 period increased primarily due to a \$35.1 million, or 19%, increase in revenues from Kadant Johnson acquired in May 2005, and a \$32.9 million, or 18%, increase in the papermaking segment's stock-preparation equipment sales in China, which included \$3.9 million of revenues from Kadant Jining, acquired in June 2006. Revenues in 2006 also included an increase of \$0.1 million from the favorable effect of currency translation due to a weaker U.S. dollar relative to most of the functional currencies in countries in which we operate.

Revenues for the first nine months of 2006 and 2005 for our Papermaking Systems segment and other businesses are as follows:

(In thousands)	Nine Months Ended	
	September 30, 2006	October 1, 2005
Revenues:		
Papermaking Systems	\$ 244,601	\$ 172,978
Other	11,143	7,651
	\$ 255,744	\$ 180,629

Papermaking Systems Segment. Revenues at the Papermaking Systems segment increased \$71.6 million, or 41%, to \$244.6 million in the first nine months of 2006 from \$173.0 million in the first nine months of 2005. The increase in revenues in the first nine months of 2006 was primarily due to a \$33.6 million, or 19%, increase in revenues from Kadant Johnson and a \$32.9 million, or 19%, increase in stock-preparation equipment sales in China, which includes a \$3.9 million, or 2%, increase from the inclusion of revenues from Kadant Jining.

Revenues at the Papermaking Systems segment by product line are as follows:

(In millions)	Nine Months Ended			Increase (Decrease)
	September 30, 2006	October 1, 2005	Increase (Decrease)	Excluding Effect of Currency Translation
Product Line:				
Stock-Preparation Equipment	\$ 113.2	\$ 78.0	\$ 35.2	\$ 36.2
Fluid-Handling	60.9	27.3	33.6	32.5
Accessories	43.8	45.0	(1.2)	(1.2)
Water-Management	24.8	21.4	3.4	3.4
Other	1.9	1.3	0.6	0.6
	\$ 244.6			