SEC Form 4

Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL											
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STATEMENT	OF	CHANGES	IN	BENEFICIAL	OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] MORGAN MEGAN AMANDA					2. Issuer Name and Ticker or Trading Symbol <u>KAMAN Corp</u> [KAMN]								(Ch	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner V Officer (give title Other (specify						
(Last)(First)(Middle)C/O KAMAN CORPORATION1332 BLUE HILLS AVENUE						3. Date of Earliest Transaction (Month/Day/Year) 12/05/2023									X Oncer (give the oner (specify below) below) VP-HR & CHRO					
					4. lf /	4. If Amendment, Date of Original Filed (Month/Day/Year)								ndividual or J e)						
(Street) BLOOMFIELD CT 06002														X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City) (State) (Zip)						Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.														
		Table	e I - Noi	n-Deriv							`	·		ly Owned						
1. Title of Security (Instr. 3) 2. Transa Date (Month/D				ction 2A. Deemed Execution Date,		3. Transa Code (3. 4. Securities Acquired (A) of Transaction Disposed Of (D) (Instr. 3, 4 Code (Instr. 5)		d (A) or	or 5. Amount of and Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership						
								Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)			
Kaman Common Stock 12				12/05	5/2023		Α		7,809() 9 ⁽¹⁾ A \$		0 12,759		D						
		Та									osed of, onvertit			Owned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deer Executio if any (Month/E			4. 5. Number Transaction Code (Instr. Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)				
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amount or Number of Shares							
Performance- Based Restricted Stock Unit	\$0.00								(2)		12/31/2025	Kaman Common Stock	5,125		5,125		D			
Performance- Based Restricted Stock Unit	\$0.00								(3)		12/31/2024	Kaman Common Stock	3,130		3,130	,	D			
Performance- Based Restricted Stock Unit	\$0.00								(4)		12/31/2023	Kaman Common Stock	2,060		2,060		D			
Stock Options (Right to buy)	\$ 64.48								(5)		02/17/2030	Kaman Common Stock	3,980		3,980		D			
Stock Options (Right to buy)	\$ 61. 0 2								(5)		02/18/2029	Kaman Common Stock	3,680		3,680	,	D			

Explanation of Responses:

1. Represents a restricted stock award granted under the Kaman Corporation Second Amended and Restated 2013 Management Incentive Plan, a Rule 16b-3 qualified plan. Restrictions lapse 3 years following the grant date on December 5, 2026, subject to certain accelerated vesting provisions.

2. Represents performance-based restricted share units ("PSUs") granted under the Second Amended and Restated Kaman Corporation 2013 Management Incentive Plan, a Rule 16b-3 qualified plan. Each PSU represents a contingent right to receive one share of the common stock, par value \$1.00 per share, of the Company. The number of PSUs that may be earned is between 0% and 200% of the target number of PSUs and shall vest based on ROIC and relative TSR performance over the three-year performance period ending on December 31, 2025. The indicated number of PSUs assumes 100% vesting at target. The actual number of shares issued in settlement of the PSUs may be more or less than the indicated number.

3. Represents PSUs granted under the Second Amended and Restated Kaman Corporation 2013 Management Incentive Plan, a Rule 16b-3 qualified plan. Each PSU represents a contingent right to receive one share of the common stock, par value \$1.00 per share, of the Company. The number of PSUs that may be earned is between 0% and 200% of the target number of PSUs and shall vest based on ROIC and relative TSR performance over the three-year performance period ending on December 31, 2024. The indicated number of PSUs assumes 100% vesting at target. The actual number of shares issued in settlement of the PSUs may be more or less than the indicated number.

4. Represents PSUs granted under the Second Amended and Restated Kaman Corporation 2013 Management Incentive Plan, a Rule 16b-3 qualified plan. Each PSU represents a contingent right to receive one share of the common stock, par value \$1.00 per share, of the Company. The number of PSUs that may be earned is between 0% and 200% of the target number of PSUs and shall vest based on ROIC and relative TSR performance over the three-year performance period ending on December 31, 2023. The indicated number of PSUs assumes 100% vesting at target. The actual number of shares issued in settlement of the PSUs may be more or less than the indicated number.

5. Exercisable at the rate of 20% per year, generally beginning one year after grant date; expires ten (10) years after grant. All options are issued under the Corporation's 16b-3 qualified stock incentive plans. The Plans include a feature which permits the exercise price for an option to be paid by withholding a portion of the shares otherwise issuable upon exercise.

Remarks:



** Signature of Reporting Person

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.