

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

- ☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- ☐ Form 3 Holdings Reported.
- ☐ Form 4 Transactions Reported.

ANNUAL 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

OMB APPROVAL	
OMB Number:	3235-0362
Estimated average burden hours per response:	1.0

1. Name and Address of Reporting Person* <u>COOGAN JAMES GORDON</u> (Last) (First) (Middle) <u>C/O KAMAN CORPORATION</u> <u>1332 BLUE HILLS AVENUE</u> (Street) <u>BLOOMFIELD CT 06002</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>KAMAN Corp [KAMN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>SVP & CFO</u>
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>12/31/2022</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Kaman Common Stock							8,333.1689 ⁽¹⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance-Based Restricted Stock Unit	\$0.00					(2)	12/31/2023	Kaman Common Stock	2,020		2,020	D	
Performance-Based Restricted Stock Unit	\$0.00					(3)	12/31/2024	Kaman Common Stock	10,090		10,090	D	
Stock Options (Right to buy)	\$39.22					(4)	02/19/2024	Kaman Common Stock	850		850	D	
Stock Options (Right to buy)	\$39.54					(4)	02/17/2025	Kaman Common Stock	1,236		1,236	D	
Stock Options (Right to buy)	\$42.86					(4)	02/23/2026	Kaman Common Stock	3,680		3,680	D	
Stock Options (Right to buy)	\$51.97					(4)	02/17/2027	Kaman Common Stock	3,790		3,790	D	
Stock Options (Right to buy)	\$62.46					(4)	02/20/2028	Kaman Common Stock	3,840		3,840	D	
Stock Options (Right to buy)	\$61.02					(4)	02/18/2029	Kaman Common Stock	3,580		3,580	D	
Stock Options (Right to buy)	\$64.48					(4)	02/17/2030	Kaman Common Stock	4,235		4,235	D	

Explanation of Responses:

1. Includes the acquisition of 95,4736 shares under the Corporation's Employees Stock Purchase Plan, a Rule 16b-3 qualified plan, through 12/31/2022.
2. Represents performance-based restricted share units ("PSUs") granted under the 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.

3. Represents PSUs granted under the 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. 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:

/s/ James G. Coogan

02/10/2023

** Signature of Reporting Person

Date

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

* 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.