

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): March 12, 2021

KAMAN CORPORATION

(Exact name of registrant as specified in its charter)

Connecticut
(State or Other Jurisdiction of Incorporation)

001-35419
(Commission File Number)

06-0613548
(IRS Employer Identification No.)

1332 Blue Hills Avenue, Bloomfield, Connecticut
(Address of principal executive offices)

06002
(Zip Code)

(860) 243-7100
(Registrant's telephone number, including area code)

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol	Name of each exchange on which registered
Common Stock (\$1 par value per share)	KAMN	New York Stock Exchange LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.
☐

Item 7.01 Regulation FD Disclosure

From time to time, members of the Company's senior management present information about the Company to investors. A copy of an investor presentation dated March 12, 2021 is attached as Exhibit 99.1.

The information in this Item 7.01, including Exhibit 99.1, is being furnished and shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section and shall not be deemed incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

The following exhibits are filed as part of this report:

<u>Exhibit</u>	<u>Description</u>
99.1	Investor Presentation dated March 12, 2021
101.INS	XBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document
101.SCH	Inline XBRL Taxonomy Extension Schema Document
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document
104	Cover Page Interactive Data File, formatted in iXBRL and contained in Exhibit 101

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

KAMAN CORPORATION

By: /s/ Shawn G. Lisle
Shawn G. Lisle
Senior Vice President and
General Counsel

Date: March 12, 2021

Creating Tomorrow's **KAMAN** Today

Investor Presentation



FORWARD-LOOKING STATEMENTS

This presentation includes "forward looking statements" relating to the announced transactions and future operations of the Company, which can be identified by the use of words such as "will," "expect," "poise," "believe," "plans," "strategy," "prospects," "estimate," "project," "seek," "target," "anticipate," "intend," "future," "likely," "may," "should," "would," "could," and other words of similar meaning in connection with a discussion of future operating or financial performance or events. Forward-looking statements also may be included in other publicly available documents issued by the Company and in oral statements made by our officers and representatives from time to time. These statements are based on assumptions currently believed to be valid but involve significant risks and uncertainties, many of which are beyond our control, which could cause our actual results to differ from those expressed in the forward looking statements. Such risks and uncertainties include, among others, the ability to implement the anticipated business plans following closing and achieve anticipated benefits and savings; and future and estimated revenues, earnings, cash flow, charges, cost savings and expenditures. Additional risks and uncertainties that could cause our actual results to differ from those expressed in the forward looking statements are identified in our reports filed with the SEC, including our Quarterly Reports on Form 10-Q, our Annual Reports on Form 10-K, and our Current Reports on Form 8-K. The forward looking statements included in this presentation are made only as of the date of this presentation, and the Company does not undertake any obligation to update the forward looking statements to reflect subsequent events or circumstances.

Non-GAAP Figures

Management believes that the Non-GAAP financial measures (i.e. financial measures that are not computed in accordance with Generally Accepted Accounting Principles) identified by an asterisk (*) used in this presentation or in other disclosures provide important perspectives into the Company's ongoing business performance. The Company does not intend for the information to be considered in isolation or as a substitute for the related GAAP measures. Other companies may define the measures differently. Reconciliations from GAAP measures to the Non-GAAP measures are presented herein.

Our strategy continues to be focused on engineered products, prioritizing a culture of innovation to develop new solutions that address complex customer challenges

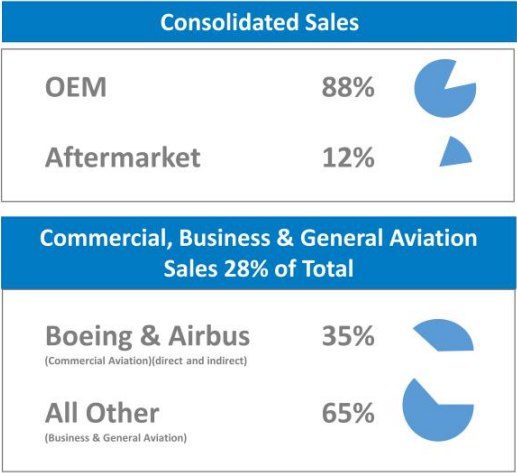
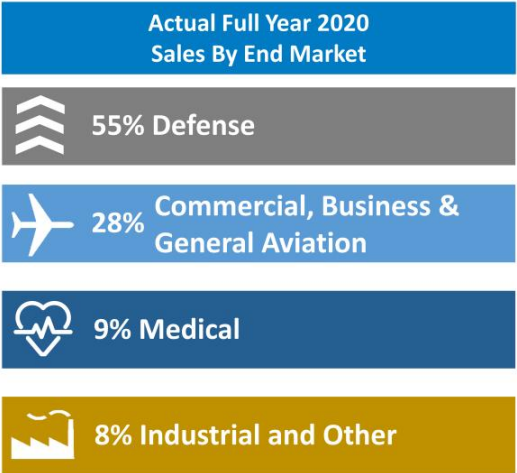
Key Messages

- Full year 2020 performance benefited from diversified product portfolio providing offset to continued weakness in commercial aviation
- Highly disciplined in our application of COVID-19 policies and procedures
- Strong balance sheet and significant available capacity under our revolving credit facility
- Delivered realized cost savings of approximately \$26 million in 2020 with continued focus on cost control





2020 Financial Performance

(from continuing operations)

- Net sales from continuing operations of \$784.5 million; Gross Margin of 31.3%
- Adjusted EBITDA from continuing operations* up 4% to \$102.9 million or 13.1% of sales
- Adjusted earnings from continuing operations* increased to \$58.5 million
- Adjusted diluted earnings per share from continuing operations* increased 29% to \$2.11



Diverse End Market Exposure with Meaningful Long Term Growth

Platform / End Markets	Long Term Growth Drivers
 Defense	<ul style="list-style-type: none"> ✓ Defense exposures provide stability and growth opportunities ✓ Continue to identify new opportunities on key defense programs, such as Future Vertical Lift, the Joint Strike Fighter, Columbia Class Submarine, while extending the lives of existing programs
 Commercial, Business & General Aviation	<ul style="list-style-type: none"> ✓ Breadth of content on a wide range of fixed wing and rotary wing aircraft ✓ Continued investment in R&D through the downturn ✓ Positioned to capture share from the COVID-19 market recovery
 Medical	<ul style="list-style-type: none"> ✓ Increasing medical needs of the aging population ✓ Increasing biopharma capital budgets ✓ Strong technical advances and product development pipelines
 Industrials	<ul style="list-style-type: none"> ✓ Increasing number of robotics applications due to 5G adoption and artificial intelligence ✓ Maintenance, replacement, and upgrade of industrial equipment

Strategically Focused on Highly Engineered Products,
Generating Higher Margins with Strong Free Cash Flow Profile

Growth through Innovation

Accelerate internal
investments in our
products, facilities,
and people

M&A and Capital Allocation

Expand capabilities
through accretive M&A
while maintaining a
disciplined approach to
the return of capital to
shareholders

Operational Excellence

Deploy operations
excellence model to
drive financial
performance positioning
the company for
significantly improved
profitability

Designing new solutions to solve our customers' toughest challenges



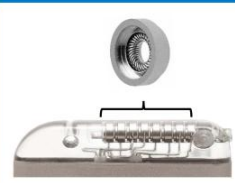
Developing Next
Generation Munition
Technologies:
Height of Burst
Sensor



Evolving requirements
of our
K-MAX® operators:
Next Generation
Unmanned Aircraft
Systems



Innovative Material
Science for new
engineered products:
Titanium Diffusion
Hardening



Enabling Advanced
Neuro Stimulation
Implant Devices
Micro Spring
Contact Technology

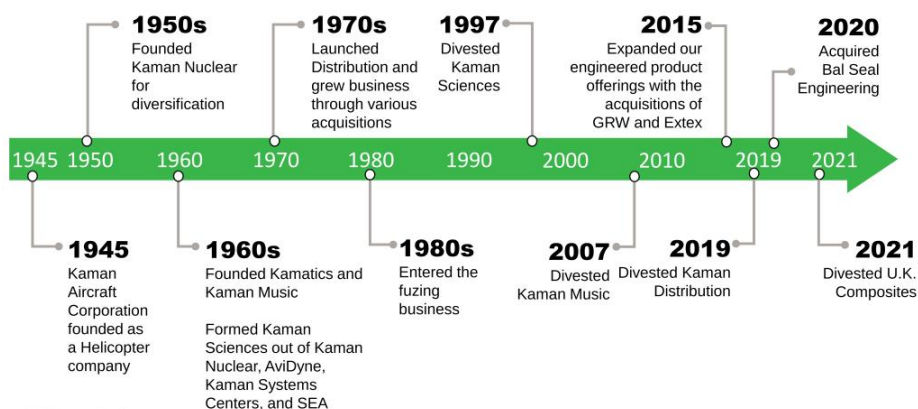
Collaborating to create integrated solutions;
Leveraging multiple technologies

Primary M&A Criteria

Technical leadership position in the markets they serve	✓
Exposure to high-growth end markets with global macro tailwinds	✓
Strong margins and cash flows from highly engineered proprietary product portfolio	✓
Attractive financial profile with meaningful synergy opportunities	✓
Maintain existing financial discipline while ensuring appropriate returns on investments	✓

Execute accretive M&A aligned with our core strategy

Long history of portfolio reshaping to drive growth and improve margin profile



2021 Investor Deck

Looking Ahead

Focus on our leading engineered solutions product portfolio through a combination of organic growth and M&A

Focusing our attention on improving performance across these metrics



EBITDA
Margin

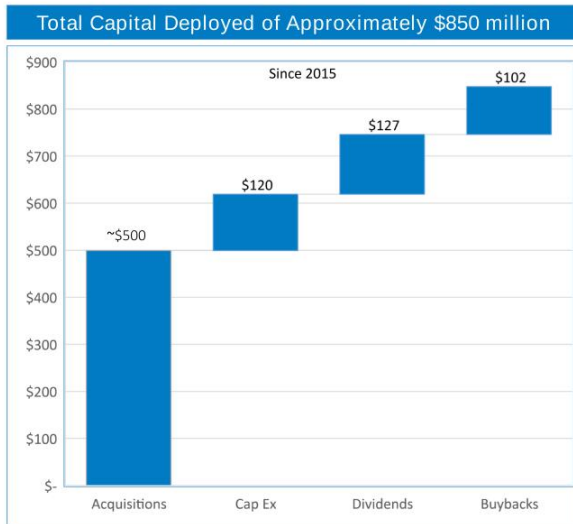


Free Cash
Flow Conversion






Return on
Invested Capital

Redesigned and Rolled Out Our
New Operations Excellence Model to Drive Improvement









2021 Investor Deck

Capital Deployment Priorities Moving Forward

- 
Prioritizing value creating investments;
high return internal investments and
strategic acquisitions
- 
Return of capital to shareholders
- 
Focus on Leverage
Long term leverage target of 2x – 3x

Highly Engineered Product Offerings

KAMAN

	Self Lubricating Bearings	Traditional Airframe Bearings	Flexible Drive Systems	High Precision Miniature Bearings	Engine Aftermarket Components	High Precision Seals, Springs & Contacts
Products						
Differentiator	Karon® Self Lubricating Machinable Liner	Custom Design Capability	Patented and Proprietary technology	Proprietary design, machining, and assembly	FAA Parts Manufacturing Authorization	Proprietary design, machining, and assembly
End Markets	Aerospace, Industrial, Marine, Hydropower, Space, Aftermarket	Aerospace	Rotorcraft	Medical, Industrial, Aerospace	Aerospace	Medical, Industrial, Aerospace
Broad Range of Premier Engineered Products Serving Diverse End Markets						

Broad Portfolio of Safe and Arm devices

Joint Programmable Fuze
Harpoon
Maverick



Tomahawk
SLAM-ER
JASSM/LRASSM



ATACMS
Standard
AMRAAM

Safe and Arm Sales and Backlog

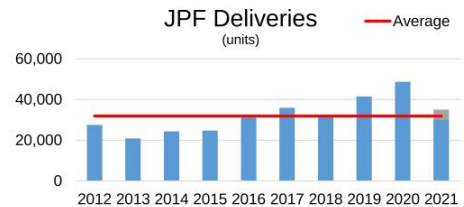


Highlight on JPF

- ✓ Completed negotiation of Option 15 & 16 of USG contract in 2020; \$57.3 million order received under Option 15
- ✓ Delivery levels in 2021 in line with historical averages
- ✓ Removed anticipated JPF DCS order from 2021 due to uncertainty caused by change in Presidential administration
- ✓ Working with customers to identify new opportunities

2021 Investor Deck

JPF Deliveries (units)



Strong Support for K-MAX® Aircraft



- Aircraft meets the diverse needs of our customers
 - Construction
 - Firefighting
 - Logging
 - Humanitarian Aid
 - Agricultural

- Expanding markets - new international certifications
- Four aircraft sales expected in 2021
- Increased service & support revenues in 2021
- Expected fleet size of 45 aircraft by end 2022



Pursuing the Future of Unmanned Lift



Pioneer in repetitive unmanned lift with proven track record of operations in the field

Working with USMC on shaping unmanned cargo lift requirements

Continued progress on development of commercial UAS technology development

Diverse Supplier of Key Structural Components

KAMAN

Broad Range of Programs Across Critical End Markets



Medical Imaging Beds



A-10 Thunderbolt Wing Assemblies



Blackhawk Cockpit




Commercial Engine OEM




AH-1Z Precision Details


Continued Focus on Operational Excellence and Financial Performance




Steadily Improving financial performance



Expanding market opportunities on new platforms and technologies



Customer Recognition as a Leading Supplier



Balanced portfolio across a broad range of platforms

Premier Global Customer Base

KAMAN



Our Manufacturing Footprint



Questions

Non-GAAP Reconciliations

Organic Sales

Organic Sales is defined as "Net Sales" less sales derived from acquisitions completed during the preceding twelve months. We believe that this measure provides management and investors with a more complete understanding of underlying operating results and trends of established, ongoing operations by excluding the effect of acquisitions, which can obscure underlying trends. We also believe that presenting Organic Sales enables a more direct comparison to other businesses and companies in similar industries. Management recognizes that the term "Organic Sales" may be interpreted differently by other companies and under different circumstances. No other adjustments were made during the three-month and twelve-month fiscal periods ended December 31, 2020 and 2019, respectively.

Adjusted EBITDA from Continuing Operations

Adjusted EBITDA from continuing operations is defined as earnings from continuing operations before interest, taxes, other expense (income), net, depreciation and amortization and certain items that are not indicative of the operating performance of the Company's for the period presented. Adjusted EBITDA from continuing operations differs from earnings from continuing operations, as calculated in accordance with GAAP, in that it excludes interest expense, net, income tax expense, depreciation and amortization, other expense (income), net, non-service pension and post retirement benefit expense (income), and certain items that are not indicative of the operating performance of the Company for the period presented. We have made numerous investments in our business, such as acquisitions and capital expenditures, including facility improvements, new machinery and equipment, improvements to our information technology infrastructure and ERP systems, which we have adjusted for in Adjusted EBITDA from continuing operations. Adjusted EBITDA from continuing operations also does not give effect to cash used for debt service requirements and thus does not reflect funds available for distributions, reinvestments or other discretionary uses. Management believes Adjusted EBITDA from continuing operations provides an additional perspective on the operating results of the organization and its earnings capacity and helps improve the comparability of our results between periods because it provides a view of our operations that excludes items that management believes are not reflective of operating performance, such as items traditionally removed from net earnings in the calculation of EBITDA as well as Other expense (income), net and certain items that are not indicative of the operating performance of the Company for the period presented. Adjusted EBITDA from continuing operations is not presented as an alternative measure of operating performance, as determined in accordance with GAAP. No other adjustments were made during the three-month and Twelve-month fiscal periods ended December 31, 2020 and 2019..

Adjusted Earnings from Continuing Operations and Adjusted Diluted Earnings Per Share from Continuing Operations

Adjusted Earnings from Continuing Operations and Adjusted Diluted Earnings per Share from Continuing Operations are defined as GAAP "Earnings from Continuing Operations" and "Diluted earnings per share from continuing operations", less items that are not indicative of the operating performance of the business for the periods presented. These items are included in the reconciliation below. Management uses Adjusted Earnings from Continuing Operations and Adjusted Diluted Earnings per Share from Continuing Operations to evaluate performance period over period, to analyze the underlying trends in our business and to assess its performance relative to its competitors. We believe that this information is useful for investors and financial institutions seeking to analyze and compare companies on the basis of operating performance. The following table illustrates the calculation of Adjusted Earnings from Continuing Operations and Adjusted Diluted Earnings per Share from Continuing Operations using "Earnings from Continuing Operations" and "Diluted earnings per share from continuing operations" from the "Consolidated Statements of Operations" included in the Company's Form 10-K filed with the Securities and Exchange Commission on February 25, 2021.

Adjusted Free Cash Flow

Adjusted Free Cash Flow from continuing operations - Adjusted Free Cash Flow from continuing operations is defined as GAAP "Net cash provided by (used in) operating activities from continuing operations" in a period less "Expenditures for property, plant & equipment" in the same period and any adjustments that are representative of the Company's cash generation or usage in the period. For 2021 we will adjust free cash flow to remove the cash payment made to Bal Seal employees under the retention plan established by the former owners of Bal Seal. Management believes Free Cash Flow from continuing operations and Adjusted Free Cash Flow provides an important perspective on our ability to generate cash from our business operations and, as such, that it is an important financial measure for use in evaluating the Company's financial performance. Free Cash Flow from continuing operations and Adjusted Free Cash Flow should not be viewed as representing the residual cash flow available for discretionary expenditures such as dividends to shareholders or acquisitions, as it may exclude certain mandatory expenditures such as repayment of maturing debt and other contractual obligations. Management uses Free Cash Flow from continuing operations and Adjusted Free Cash Flow internally to assess overall liquidity.

Non-GAAP Reconciliation

Organic Sales

(in thousands)	For the Three Months Ended		For the Twelve Months Ended	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Net Sales From Continuing Operations	\$ 185,288	\$ 237,792	\$ 784,459	\$ 761,608
Acquisition Sales	16,516	-	76,965	-
Organic Sales	\$ 168,772	\$ 237,792	\$ 707,494	\$ 761,608
\$ Change	\$ (69,020)		\$ (54,114)	
% Change	(29.0)%		(7.1)%	

Adjusted EBITDA from Continuing Operations

(in thousands)	For the Three Months Ended		For the Twelve Months Ended	
	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019
Net Sales From Continuing Operations	\$ 185,288	\$ 237,792	\$ 784,459	\$ 761,608
(Loss) earnings from continuing operations, net of tax	\$ (31,420)	\$ 34,105	\$ (70,434)	\$ 56,446
Interest Expense, net	4,888	2,607	19,270	17,202
Income Tax Expense	(6,708)	(19,103)	(7,730)	(15,859)
Non-service pension and Post-Retirement Expense	(4,062)	(98)	(16,250)	(396)
Other expense (income), net	(304)	58	(728)	(309)
Depreciation and Amortization	11,695	6,546	43,899	25,854
Other Adjustments				
Non-cash, non-tax impairment charges	36,285	-	86,592	-
Restructuring and severance costs	539	1,005	8,359	1,558
Cost associated with corporate development activities	207	7,097	4,539	10,090
Bal Seal acquisition costs	45	-	8,506	-
Expenses associated with Bal Seal purchase accounting	5,704	-	25,169	-
Transition service agreement cost, net of transition service agreement income	397	790	4,076	1,000
Senior Leadership Transition Costs	-	-	280	-
Reversal of prior year accruals in current period	-	-	(2,123)	-
Loss (Gain) on sale of U.K Tooling business	-	3,739	(493)	3,739
Adjusted EBITDA from Continuing Operations	\$ 17,266	\$ 36,746	\$ 102,932	\$ 99,325
Adjusted EBITDA Margin	9.3%	15.5%	13.1%	13.0%

Non-GAAP Reconciliation

Adjusted Earnings from Continuing Operations and Adjusted Diluted Earnings Per Share from Continuing Operations

(in thousands, expect per share amounts)	For the three months ended December 31, 2020			
	Adjustments to	Tax Effect of	Adjustments to	Calculation of
	Net Earnings, Pre Tax	Adjustments to Net Earnings	Net Earnings, Net of Tax	Adjusted Diluted Earnings Per Share
Net loss from continuing operations			\$(31,420)	\$(1.13)
Adjustments				
Non-cash non-tax impairment charge	\$36,285	\$ -	\$36,285	\$1.31
Restructuring and severance costs	539	123	416	0.01
Cost associated with corporate development activities	207	47	160	0.01
Bal Seal acquisition costs	45	10	35	0.00
Expenses associated with Bal Seal purchase accounting	5,704	-	5,704	0.21
Transition service agreement cost, net of transition service agreement income	397	91	306	0.00
Adjusted earnings from continuing operations			\$11,486	\$0.41
Weighted Average Shares Outstanding – Diluted			27,735	
(in thousands, expect per share amounts)	For the twelve months ended December 31, 2020			
	Adjustments to	Tax Effect of	Adjustments to	Calculation of
	Net Earnings, Pre Tax	Adjustments to Net Earnings	Net of Tax	Earnings Per Share
Net loss from continuing operations			\$(70,434)	\$(2.54)
Adjustments				
Non-cash non-tax impairment charge	\$86,592	\$ -	\$86,592	\$3.13
Restructuring and severance costs	8,359	1,911	6,448	0.23
Cost associated with corporate development activities	4,539	1,038	3,501	0.13
Bal Seal acquisition costs	8,506	1,904	6,602	0.24
Expenses associated with Bal Seal purchase accounting	25,169	527	24,642	0.88
Transition service agreement cost, net of transition service agreement income	4,076	932	3,144	0.11
Senior leadership transition	280	64	216	0.01
Reversal of employee related tax matter in foreign operations	(2,123)	(244)	(1,879)	(0.07)
Gain on sale of UK Tooling Business	(493)	(123)	(370)	(0.01)
Adjusted earnings from continuing operations			\$58,462	\$2.11
Weighted Average Shares Outstanding – Diluted			27,723	

