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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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 [*] <u>PETTERSON MATTHEW KING</u>				2. Issuer Name and Ticker or Trading Symbol <u>KAMAN Corp</u> [KAMN]										eck all applie Directo	cable) or	ng Pers	son(s) to Iss 10% Ov	vner	
(Last) (First) (Middle) C/O KAMAN CORPORATION					3. Date of Earliest Transaction (Month/Day/Year) 03/01/2024								_	below)		CONT	Other (: below) FROLLER		
	E HILLS A				4. lf /	Amend	lment,	Date of	f Original	Filed	(Month/Day	y/Year)		6. In Line		Joint/Group	o Filing	g (Check Ap	plicable
(Street)														2		,	•	orting Perso	I
BLOOMF	IELD CT	00	5002												Persor		ie tria	n One Repo	ung
(City)	(Stat	ie) (Z	ip)		Rul	le 10)b5-	1(c)	Trans	act	on Indi	catio	ו						
						Check t he affir	this box mative	to indic defense	ate that a condition	transa is of R	ction was ma ule 10b5-1(c)	ade pursi). See Ins	ant to tructio	a contra n 10.	act, instructio	n or written	plan th	at is intended	to satisfy
		Table	e I - Non	-Deriva	ative	Secı	uritie	s Acc	quired,	Dis	posed of	f, or B	enef	ficially	y Owned				
1. Title of Security (Instr. 3) Date (Month/D) Exe	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transa Code (8)						Benefici	es ally Following	Form (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount	(A) ((D)	Pr F	Price	Transaction(s) (Instr. 3 and 4)				(1150. 4)
Kaman Comon Stock 03/01			03/01/	/2024	2024			F		164 ⁽¹⁾ D \$		\$45.81	3,869	3,869.8396		D			
		Ta		Derivat e.g., p							osed of,				Owned				
1. Title of Derivative Security (Instr. 3)	2.						man	unito,	, optioi	13, U	011101113		unu	ies)					
	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Executior if any (Month/Da	n Date,	4. Transa Code (8)	action	5. Nu of Deriv Secu Acqu (A) o Dispo of (D	umber vative urities uired r osed) r. 3, 4	-	xercis	able and e	7. Title Amoun Securit Underly Derivat (Instr. 3	and t of es ing ve Se	curity	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie: Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial
	or Exercise Price of Derivative	Date	Executior if any	n Date,	4. Transa Code (action	5. Nu of Deriv Secu Acqu (A) o Dispo of (D (Instri	umber vative urities uired r osed) r. 3, 4	6. Date E Expiratio	Exercis on Dat Day/Ye	able and e	7. Title Amoun Securit Underly Derivat	and of es ing ve Se and 4	curity 4) mount umber	Derivative Security	derivative Securities Beneficia Owned Following Reported Transacti	e s ally g	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership
	or Exercise Price of Derivative	Date	Executior if any	n Date,	4. Transa Code (8)	action Instr.	5. Nu of Deriv Secu Acqu (A) o Dispr of (D (Instr and s	Imber vative irities iired r osed) r. 3, 4 5)	6. Date E Expiratio (Month/D	Exercis on Dat Day/Ye	e ar) Expiration	7. Title Amoun Securit Underly Derivat (Instr. 3	and of es ing ve Se and 4	curity i) mount umber	Derivative Security	derivative Securities Beneficia Owned Following Reported Transacti	e s ally g i ion(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership
(Instr. 3) Performance- Based Restricted	or Exercise Price of Derivative Security	Date	Executior if any	n Date,	4. Transa Code (8)	action Instr.	5. Nu of Deriv Secu Acqu (A) o Dispr of (D (Instr and s	Imber vative irities iired r osed) r. 3, 4 5)	6. Date E Expiratic (Month/E Date Exercisa	Exercis on Dat Day/Ye	eable and e ar) Expiration Date	7. Title Amoun Securit Underly Derivat (Instr. 3 Title Kamar Commo	and c of es ining ve Se and 4 or Ni of SI	mount umber hares	Derivative Security	derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g ion(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership

Explanation of Responses:

1. Represents shares withheld from a vested restricted stock award to satisfy tax withholding obligations, as permitted by the Company's Amended and Restated 2013 Management Incentive Plan, a Rule 16b-3 qualified plan.

2. Represents performance-based restricted share units ("PSUs") granted under the Kaman Corporation Second Amended and Restated 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, 2026. 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 Kaman Corporation Amended and Restated 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.

4. Represents PSUs granted under the Kaman Corporation Amended and Restated 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.

Remarks:

/s/ Matthew K. Petterson

** Signature of Reporting Person Date

03/04/2024

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.