SEC Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL							
OWNERSHIP							

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

F

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 Addres	1 0		2. Issuer Name and Ticker or Trading Symbol <u>KAMAN Corp</u> [KAMN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
SAMSON KRISTEN MCDONALD					Director	10% Owner			
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)	X	Officer (give title below)	Other (specify below)			
C/O KAMAN CORPORATION		(muuic)	12/31/2021		VP and CMCO				
1332 BLUE HIL	LS AVENUE								
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing	g (Check Applicable			
(Street)	,	06002		X	Form filed by One Rep	orting Person			
,		00002			Form filed by More than One Reporting Person				
(City)	(State)	(Zip)							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 3. 4. Securities Acquired (A) or Disposed 5. Amount of 6. Ownership 7. Nature of Transaction Execution Date, Of (D) (Instr. 3, 4 and 5) Securities Beneficially Form: Direct (D) or Indirect Beneficial Date (Month/Day/Year) if any (Month/Day/Year) Code (Instr. 8) Owned at end of Indirect (I) Ownership Issuer's Fiscal (Instr. 4) (Instr. 4) (A) or (D) Year (Instr. 3 and Amount Price 4) Kaman Common Stock 2,435 D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 7. Title and 1. Title of 3. Transaction 3A. Deemed 5. Numbe 6. Date Exercisable and 8. Price of 9. Number of 10 11. Nature Date (Month/Day/Year) Amount of Securities Underlying Derivative Security Expiration Date (Month/Day/Year) derivative Securities of Indirect Beneficial Derivative Conversior Execution Date, Transaction Derivative Ownership Derivative or Exercise Price of Derivative Security (Instr. 3) if any (Month/Day/Year) Code (Instr. Security (Instr. 5) Form: Direct (D) 8) Securities Beneficially Ownership Owned Following Reported Acquired or Indirect (I) (Instr. 4) (Instr. 4) Security (A) or Disposed (Instr. 3 and 4) of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount Number Expiration Date Date (A) (D) Exercisable Title Shares Performance Kaman Based (1) \$<mark>0</mark> 12/31/2023 Commor 2.060 2.060 D Restricted Stock Stock Unit

Explanation of Responses:

1. 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 Projecting periodial contract in the function of the composition of the company of the company. The 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.

/s/ Richard S. Smith, Jr., Power

02/11/2022

** 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.

Form 3 Holdings Reported.

Instruction 1(b)

Form 4 Transactions Reported.

FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See*

 \square

of Attorney for Ms. Samson

EXHIBIT 24

Kaman Corp

Power of Attorney for Executing Forms 3, 4 and 5

Know all men by these presents, that the undersigned, director or officer, or both, of Kaman Corp, hereby constitutes and appoints each of /s/ Kristen M. Samson, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Kaman Corp (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities of Kaman Corp unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney as of this 18th day of January, 2021

/s/ Kristen M Samson

Kristen M Samson