

KAMAN Corp  
Form 4  
March 04, 2014

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Starr Robert D.

(Last) (First) (Middle)

C/O KAMAN CORPORATION, 1332 BLUE HILLS AVE

(Street)

BLOOMFIELD, CT 06002

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
KAMAN Corp [KAMN]

3. Date of Earliest Transaction (Month/Day/Year)  
03/03/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Sr VP and CFO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Kaman Common Stock              | 03/03/2014                           |  | F                              | 695 (1) D   | \$ 0  | 13,778.2742  | D                                 |

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

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SEC 1474 (9-02)

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

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| 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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|

|                              |           |  |  | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title              | Amount or Number of Shares |
|------------------------------|-----------|--|--|------|---|-----|-----|------------------|-----------------|--------------------|----------------------------|
| Stock Options (Right to Buy) | \$ 36.29  |  |  |      |   |     |     | (2)              | 02/18/2023      | Kaman Common Stock | 5,135                      |
| Stock Options (Right to Buy) | \$ 39.22  |  |  |      |   |     |     | (3)              | 02/19/2024      | Kaman Common Stock | 15,470                     |
| Stock Options (Right to Buy) | \$ 33.59  |  |  |      |   |     |     | (2)              | 02/20/2022      | Kaman Common Stock | 5,220                      |
| Stock Options (Right to Buy) | \$ 31.775 |  |  |      |   |     |     | (2)              | 02/21/2021      | Kaman Common Stock | 5,260                      |
| Stock Options (Right to Buy) | \$ 26.07  |  |  |      |   |     |     | (2)              | 02/22/2020      | Kaman Common Stock | 6,310                      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                  |       |
|---|---------------|-----------|------------------|-------|
|   | Director      | 10% Owner | Officer          | Other |
| Starr Robert D.<br>C/O KAMAN CORPORATION<br>1332 BLUE HILLS AVE<br>BLOOMFIELD, CT 06002 |               |           | Sr VP<br>and CFO |       |

## Signatures

/s/ Shawn G. Lisle, Power of Attorney for Mr.  
Starr

03/04/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Represents shares withheld from a vested restricted stock award to satisfy tax obligations, as permitted by the Company's 2003 Stock Incentive Plan.  
Exercisable at the rate of 20% per year, generally beginning March 1st of the year after the grant date; expires ten (10) years after grant.
- (2) All options and stock appreciation rights were 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.  
Represents a Non-Qualified Stock Option granted under the Kaman Corporation 2013 Management Incentive Plan, a Rule 16b-3 qualified plan. Exercisable at the rate of 20% per year, beginning March 1 of the year following the date of grant; expires ten (10) years after the date of grant. The Plan includes a feature which permits the exercise price of an option to be paid by withholding a portion of the shares otherwise issuable upon exercise.
- (3)

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