

Keating Neal J  
Form 5  
February 12, 2018

**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 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

## OMB APPROVAL

OMB  
Number: 3235-0362  
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2005  
Estimated average  
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response... 1.0

1. Name and Address of Reporting Person \*  
Keating Neal J

(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. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/2017

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)  
Chm, Pres & CEO

6. Individual or Joint/Group Reporting

(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 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)  |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----|-------|--------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------------------|
|                                 |                                      |                                                    |                                | (A) Amount                                                        | (D) | Price |                                                                                            |                                                          |                                                        |
| Kaman Common Stock              | 12/31/2017                           |                                                    |                                | 201,314.8143                                                      |     |       | (1)                                                                                        | D                                                        |                                                        |
| Kaman Common Stock              |                                      |                                                    |                                | 14,000                                                            |     |       |                                                                                            | I                                                        | Held In Investment Management Account Of An LLC Wholly |

Owned By  
Mr. Keating  
And His  
Spouse

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

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SEC 2270  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Pr<br>Deri<br>Secu<br>(Inst      |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|-------------------------------------|
|                                                     |                                                                    |                                         |                                                             |                                      | (A) (D)                                                                                                            | Date<br>Exercisable<br>Expiration<br>Date                      | Title                                                               | Amount<br>or<br>Number<br>of Shares |
| Restricted<br>Stock<br>Units                        | Â                                                                  | Â                                       | Â                                                           | Â                                    | Â Â                                                                                                                | Â (3) Â (3)                                                    | Kaman<br>Common<br>Stock                                            | 15,000                              |

## Reporting Owners

| Reporting Owner Name / Address                                                           | Relationships |           |                         |       |
|------------------------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
|                                                                                          | Director      | 10% Owner | Officer                 | Other |
| Keating Neal J<br>C/O KAMAN CORPORATION<br>1332 BLUE HILLS AVE<br>BLOOMFIELD,Â CTÂ 06002 | Â X           | Â         | Â Chm,<br>Pres &<br>CEO | Â     |

## Signatures

/s/ Neal J.  
Keating

02/09/2018

\*\*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)

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Includes acquisition of approximately 122 shares through October 5, 2017 by the reporting person pursuant to the periodic, automatic reinvestment of dividends paid on the Corporation's common stock under a program maintained by the reporting person's brokerage firm which is similar to the Corporation's Dividend Reinvestment Plan.

- (2) Each restricted stock unit represents a contingent right to receive one share of Kaman common stock.

The restricted stock units vest in full on October 13, 2017, which is the date of the reporting person's 62nd birthday. Vested shares will be

- (3) delivered to the reporting person on the later of six months and one day following the reporting person's separation from service from the Company, or January 2nd of the year following such separation from service.

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

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