

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

(Last) (First) (Middle)

C/O KAMAN
CORPORATION, 1332 BLUE
HILLS AVE

(Street)

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)

BLOOMFIELD, CT 06002

☒ Form Filed by One Reporting Person
☐ 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 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)
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 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. Pr Deri Secu (Inst
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	Â	Â	Â	Â	Â Â	Â (3) Â (3)	Kaman Common Stock	15,000

Reporting Owners

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