

CLARK CANDACE A
Form 4
June 10, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
CLARK CANDACE A

(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)
06/09/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Sr VP, CLO and Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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)
			Code	V	Amount (A) or (D) Price		
Kaman Common Stock	06/09/2009		A		2,294 (1) \$ 0 (2)	D	32,087.79 (3)

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

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 control number.

SEC 1474 (9-02)

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

Edgar Filing: CLARK CANDACE A - Form 4

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. 5)
-----------------------------------------------------	--------------------------------------------------------------------	-----------------------------------------	-------------------------------------------------------------	-----------------------------------------	-----------------------------------------------------------------------------------------------------------------------	----------------------------------------------------------------	---------------------------------------------------------------------	-----------------------------------------------------

				Date Exercisable	Expiration Date	Title	Amount or Number of Shares
		Code	V (A) (D)				
Stock Options (Right to Buy)	\$ 10.3125			<u>(4)</u>	<u>(4)</u>	Kaman Common Stock	7,500
Stock Options (Right to Buy)	\$ 14.5			<u>(4)</u>	<u>(4)</u>	Kaman Common Stock	16,000
Stock Options (Right to Buy)	\$ 16.3125			<u>(4)</u>	<u>(4)</u>	Kaman Common Stock	10,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CLARK CANDACE A C/O KAMAN CORPORATION 1332 BLUE HILLS AVE BLOOMFIELD, CT 06002			Sr VP, CLO and Secretary	

Signatures

/s/ Candace A.
Clark 06/10/2009

****Signature of** Date
Reporting Person

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).

Represents a portion of the executive's long term incentive program award (LTIP) for the completed performance period January 1, 2006 (1) - December 31, 2008 paid in Common Stock; the remainder of the LTIP was paid in cash. The LTIP is a feature of the Company's 2003 Stock Incentive Plan, a Rule 16(b)-3 qualified plan.

Edgar Filing: CLARK CANDACE A - Form 4

- (2) Please disregard the 0.00 in the price column
- (3) Includes acquisition of 16.14 shares under the Corporation's Employees Stock Purchase Plan, a Rule 16(b)-3 qualified plan, through 6/9/2009. Does not include shares underlying stock options, all of which are listed in Table II of this form.
- Exercisable at the rate of 20% per year, beginning one year after grant date; expires ten (10) years after grant. All options and stock appreciation rights are issued under the Corporation's 16(b)-3 qualified Stock Incentive Plan, including options issued under predecessor plan. 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.
- (4)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.