

KAMAN CORP
Form 8-K
January 29, 2004

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Washington, D.C. 20549

FORM 8-K

Current Report Pursuant to Section 13 or 15 (d) of
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 29,
2004

KAMAN CORPORATION

(Exact name of issuer as specified in its charter)

Connecticut	0-1093	06-0613548
(State or other jurisdictions of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

1332 Blue Hills Avenue
Bloomfield, CT 06002
(Address of principal executive offices)

Registrant's telephone number, including area code:
(860)243-7100

Not Applicable
(Former name or former address, if changed since last
report)

Item 7. Financial Statements and Exhibits

(c) Exhibits

The following document is furnished as an Exhibit
pursuant to Item 9 hereof:

Exhibit 99.1 - Press Release of the Company regarding

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the move of its 6% Convertible Subordinated Debentures to the OTC Bulletin Board from the Nasdaq Small Cap Market listing.

Item 9. Regulation FD Disclosure

On January 29, 2004, the Company issued a press release describing the fact that its remaining 6% Convertible Subordinated Debentures due 2012, originally issued in 1987 and paid down or converted from an original balance of \$95 million to a current balance of less than \$24 million will be delisted from the Nasdaq Small Cap Market at the opening of business on February 4, 2004 because they no longer meet the Nasdaq listing requirement to have at least two market makers over the previous 10 consecutive trading days. Because this debenture issue is small and in the late stages of its life, the Company has elected not to take advantage of the Nasdaq appeal process or Marketplace Rule 4310(c)(8)(A) which provides a period of 30 days to secure additional market makers for the security. It is expected that the debentures will subsequently be traded on the OTC Bulletin Board under the symbol KAMNG. A copy of this press release is attached as Exhibit 99.1 hereto and is incorporated herein by reference.

All of the information furnished in this report and the accompanying exhibits shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and shall not be incorporated by reference in any Company filing under the Securities Act of 1933, as amended.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf, by the undersigned, thereunto duly authorized.

KAMAN CORPORATION

/s/Robert M. Garneau
Executive Vice President
and Chief Financial

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Officer

Dated: January 29, 2004

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EXHIBIT INDEX

Exhibit	Description
99.1	Press Release of the Company, dated January 29, 2004

