

KAMAN CORP
Form 4
February 23, 2005

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

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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 *
GARNEAU ROBERT M

(Last) (First) (Middle)

47 BITTERSWEET LANE

(Street)

SOUTH
GLASTONBURY, CT 060730000

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
KAMAN CORP [KAMNA]

3. Date of Earliest Transaction
(Month/Day/Year)
02/22/2005

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)
Executive 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) Code V Amount (D) Price			
Kaman Class A Common					76,305.68	D	
Kaman Class B Common					24,404	D	

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

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number.

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Rights (SAR)	\$ 9.9					(1)	(1)	Kaman Class A Common	51,000
Stock Appreciation Rights (SAR)	\$ 10.3125					(1)	(1)	Kaman Class A Common	30,000
Stock Appreciation Rights (SAR)	\$ 13.25					(1)	(1)	Kaman Class A Common	25,000
Stock Appreciation Rights (SAR)	\$ 14.5					(1)	(1)	Kaman Class A Common	59,000
Stock Appreciation Rights (SAR)	\$ 16.3125					(1)	(1)	Kaman Class A Common	40,000
Stock Appreciation Rights (SAR)	\$ 17					(1)	(1)	Kaman Class A Common	12,500
Stock Options (Right to buy)	\$ 10.3125					(1)	(1)	Kaman Class A Common	10,000
Stock Options (Right to buy)	\$ 13.25					(1)	(1)	Kaman Class A Common	10,000
Stock Options (Right to buy)	\$ 14.5					(1)	(1)	Kaman Class A Common	21,000
	\$ 16.3125					(1)	(1)		12,500

Stock Options (Right to buy)									Kaman Class A Common	
Stock Options (Right to buy)	\$ 17					<u>(1)</u>	<u>(1)</u>		Kaman Class A Common	7,500
Stock Options (Right to buy)	\$ 11.495	02/22/2005		A	30,000	<u>(1)</u>	<u>(1)</u>		Kaman Class A Common	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GARNEAU ROBERT M 47 BITTERSWEET LANE SOUTH GLASTONBURY, CT 060730000			Executive VP and CFO	

Signatures

Robert M Garneau	02/23/2005
**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) 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 16b-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.

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.