| SEC Form | 4 |  |  |
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| SEC Form | 4 |  |  |

## FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

|                          | PROVAL    |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |
| hours per response       | e: 0.5    |  |  |  |  |  |  |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

|  |         |          |                                       | 0.000  |   | 00000           |        | ipany not of it |               |   |   |   |               |  |  |
|--|---------|----------|---------------------------------------|--|---|-----------------|--------|-----------------|---------------|---|---|---|---------------|--|--|
| 1. Name and Address of Reporting Person <sup>*</sup><br>NARDELLI ROBERT L        |         |          |                                       | 2. Issuer Name and Ticker or Trading Symbol<br>BWX Technologies, Inc. [BWXT]   |   |                 |        |                 |               |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |   |               |  |  |
| MANDELLI KODEKI L  |         |          |                                       |  |   |                 | -      | -               | X             | Director  | 10% C   | Dwner   |               |  |  |
| (Last)   | (First) | (Middle) |                                       | 3. Date<br>05/03/  | of Earliest Transac<br>2023                                 | tion (Mo        | onth/C | ay/Year)        |               |   | Officer (give title below)  | Other<br>below  | (specify<br>) |  |  |
| 800 MAIN STREET<br>4TH FLOOR   |         |          |                                       | 4. If Amendment, Date of Original Filed (Month/Day/Year)   |   |                 |        |                 |               | 6. Indiv<br>Line)   | 6. Individual or Joint/Group Filing (Check Applicable Line)             |   |               |  |  |
|  |         |          |                                       |  |   |                 |        |                 |               | X   | Form filed by One   | e Reporting Pers  | on            |  |  |
| (Street)<br>LYNCHBURG  | VA      | 24504    |                                       |  |   |                 |        |                 |               |   | Form filed by Mo<br>Person  | re than One Rep   | orting        |  |  |
|  | VA      |          | Rule 10b5-1(c) Transaction Indication |  |   |                 |        |                 |               |   |   |   |               |  |  |
| (City)   | (State) | (Zip)    |                                       | Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. |   |                 |        |                 |               |   |   |   | led to        |  |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |         |          |                                       |  |   |                 |        |                 |               |   |   |   |               |  |  |
| Date   |         |          | 2. Transac<br>Date<br>(Month/Da       |  | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Code (Instr. 5) |        |                 |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)       | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |               |  |  |
|  |         |          |                                       |  |   | Code            | v      | Amount          | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)                                      |   | (1150.4)      |  |  |

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.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of E  |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|-------|-----|--|--------------------|--|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)   | (D) | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Restricted<br>Stock<br>Units                        | \$0.0   | 05/03/2023                                 |   | <b>A</b> <sup>(1)</sup>      |   | 2,391 |     | (2)  | (2)                | Common<br>Stock  | 2,391                                  | \$ <u>0</u>   | 2,391  | D  |  |

Explanation of Responses:

1. Grant of restricted stock units pursuant to the 2020 Omnibus Incentive Plan of BWX Technologies, Inc. Each restricted stock unit represents a contingent right to receive one share of BWXT common stock. 2. RSUs vested immediately. The reporting person elected to defer receipt of shares underlying the RSUs. In accordance with his deferral election, vested shares will be delivered to the reporting person in one lump sum following termination of service on the Board of Directors.

## Remarks:

## /s/ Robert L. Nardelli, by

Theresa B. Taylor, attorney-in- 05/05/2023 fact

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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).

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

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 Number.