Kennedy-Wilson Holdings, Inc.

Form 3

December 03, 2009

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

**OMB APPROVAL** 

**OMB** Number:

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

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 \*

MCMORROW WILLIAM J

(Last)

**SUITE 700** 

(First)

(Street)

(Middle)

Statement

(Month/Day/Year)

11/13/2009

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Kennedy-Wilson Holdings, Inc. [KWIC]

4. Relationship of Reporting

5. If Amendment, Date Original

Person(s) to Issuer Filed(Month/Day/Year)

C/O 9701 WILSHIRE BLVD., (Check all applicable)

> \_X\_ Director \_X\_\_ Officer

\_X\_ 10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Chief Executive Officer Person

Form filed by More than One

Reporting Person

**BEVERLY** HILLS. CAÂ 90212

1. Title of Security

(Instr. 4)

(City) (State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

By KW Prospect Holding Common Stock 200,000 I Partnership (1)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

**Expiration Date** (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

4. 5. Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial Ownership

(Instr. 5) Price of Derivative

Derivative Security:

#### Edgar Filing: Kennedy-Wilson Holdings, Inc. - Form 3

Date Expiration Title Amount or Security Direct (D)

Exercisable Date Number of or Indirect
Shares (I)

(Instr. 5)

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MCMORROW WILLIAM J C/O 9701 WILSHIRE BLVD., SUITE 700 Â X Â X Â Chief Executive Officer Â BEVERLY HILLS, CAÂ 90212

# **Signatures**

/s/ William J. McMorrow 11/17/2009

\*\*Signature of Reporting Date
Person

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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) The reporting person is a general partner of the partnership, which owns 500,000 shares of common stock of the issuer. The reporting person holds a 40% interest in the partnership.

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.

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