

KITS VAN HEYNINGEN ARENT

Form 4

February 24, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
KITS VAN HEYNINGEN ARENT

2. Issuer Name **and** Ticker or Trading
Symbol
KVH INDUSTRIES INC \DE\
[KVHI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

KVH INDUSTRIES, INC., 50
ENTERPRISE CENTER

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/22/2006

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) Chairman of the Board

MIDDLETOWN, RI 02842

(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/22/2006		S		2,657	D	\$ 10.5	334,276	D
Common Stock	02/22/2006		S		1,700	D	\$ 10.51	332,576	D
Common Stock	02/22/2006		S		7,000	D	\$ 10.52	325,576	D
Common Stock	02/22/2006		S		500	D	\$ 10.53	325,076	D
Common Stock	02/22/2006		S		2,300	D	\$ 10.55	322,776	D

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Common Stock	02/22/2006	S	1,500	D	\$ 10.56	321,276	D	
Common Stock	02/22/2006	S	2,893	D	\$ 10.57	318,383	D	
Common Stock	02/22/2006	S	4,120	D	\$ 10.58	314,263	D	
Common Stock	02/22/2006	S	16,400	D	\$ 10.6	297,863	D	
Common Stock	02/22/2006	S	900	D	\$ 10.61	296,963	D	
Common Stock	02/22/2006	S	1,800	D	\$ 10.62	295,163	D	
Common Stock	02/22/2006	S	2,412	D	\$ 10.63	292,751	D	
Common Stock	02/22/2006	S	5,233	D	\$ 10.64	287,518	D	
Common Stock	02/22/2006	S	3,136	D	\$ 10.65	284,382	D	
Common Stock	02/22/2006	S	4,195	D	\$ 10.66	280,187	D	
Common Stock	02/22/2006	S	1,529	D	\$ 10.67	278,658	D	
Common Stock	02/22/2006	S	820	D	\$ 10.68	277,838	D	
Common Stock	02/22/2006	S	505	D	\$ 10.7	277,333	D	
Common Stock	02/22/2006	S	100	D	\$ 10.74	277,233	D	
Common Stock	02/22/2006	S	2,300	D	\$ 10.59	274,933	D	
Common Stock	02/24/2006	J ⁽²⁾	10,000	A	\$ 6.875	284,933	D	
Common Stock	02/24/2006	J ⁽³⁾	500	A	\$ 6.875	243,252	I	By Spouse

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

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SEC 1474
(9-02)

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

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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 Underlying (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Employee Stock Option-Right to Buy	\$ 6.875	02/24/2006		J ⁽¹⁾			10,000	02/28/2005	02/28/2006	Common Stock
Employee Stock Option-Right to Buy	\$ 6.875	02/24/2006		J ⁽⁵⁾			500	02/28/2005	02/28/2006	Common Stock
Employee Stock Option-Right to Buy	\$ 10.54	02/22/2006		J ⁽⁷⁾			12,500	02/22/2007 ⁽⁸⁾	02/22/2011	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KITS VAN HEYNINGEN ARENT KVH INDUSTRIES, INC. 50 ENTERPRISE CENTER MIDDLETOWN, RI 02842	X		Chairman of the Board	

Signatures

Arent Kits van
Heyningen

02/24/2006

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) Exercise of a stock option pursuant to the terms & conditions of the company's 1996 Incentive & Non-qualified Stock Option Plan.
- (2) Shares acquired via the exercise of a stock option pursuant to the terms & conditions of the company's 1996 Incentive & Non-qualified Stock Option Plan.
- (3) Shares acquired (by spouse) via the exercise of a stock option pursuant to the terms & conditions of the company's 1996 Incentive & Non-qualified Stock Option Plan.
- (4) Represents total vested/unexercised options "beneficially owned".

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- (5) Exercise of a stock option (by spouse) pursuant to the terms & conditions of the company's 1996 Incentive & Non-qualified Stock Option Plan.
- (6) Represents total vested/unexercised options "beneficially owned" by spouse.
- (7) Stock option grant issued pursuant to the terms & conditions of the company's 2003 Incentive & Non-qualified Stock Option Plan.
- (8) Stock option grant vests in 4 equal annual installments (3125 on 2/22/07; 3125 on 2/22/08; 3125 on 2/22/09; 3125 on 2/22/10).

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

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