Edgar Filing: Kennedy-Wilson Holdings, Inc. - Form 4

Kennedy-Wilson Holdings, Inc. Form 4 November 14, 2014

November 12	4, 2014										
FORM	FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION						OMB APPROVAL				
Washington, D.C. 20549							OMB Number:	3235-0287			
Check this box if no longer										January 31, 2005	
subject to STATEMENT OF CHANG Section 16. Form 4 or					GES IN BENEFICIAL OWN SECURITIES				Estimated a burden hour response	verage	
Form 5 obligations may continue.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 19401(b).30(h) of the Investment Company Act of 1940											
(Print or Type R	Responses)										
1. Name and Address of Reporting Person * MOUTON KENT Y2. Issuer Symbol				r Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
Kennedy [KW]			y-Wilson Holdings, Inc.				(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of (Month/D	Earliest Tra ay/Year)	ansaction			X Director X Officer (give below)		Owner r (specify	
C/O 9701 WILSHIRE BLVD., 11/13/2014 SUITE 700				014				· · · · · · · · · · · · · · · · · · ·	neral Counsel		
			ndment, Date Original hth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)				
BEVERLY HILLS, CA 90212 Form filed by One Reporting Person Form filed by More than One Reporting Person Person											
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	arity (Month/Day/Year) Execution Date, if		3.4. Securities AcquiredTransactior(A) or Disposed of (D)Code(Instr. 3, 4 and 5)(Instr. 8)			d of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	11/13/2014			F <u>(1)</u>	279	D	\$ 26.99	449,384	D		

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

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 control 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. Transact Code (Instr. 8)	5. iorNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	' (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MOUTON KENT Y C/O 9701 WILSHIRE BLVD., SUITE 700 BEVERLY HILLS, CA 90212	Х		General Counsel				
Signatures							

/s/ Kent Mouton	11/14/2014			
**Signature of	Date			

Reporting Person

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).

SHARES HELD BY REGISTRANT TO SATISFY APPLICABLE TAX WITHHOLDING REQUIREMENTS ON VESTING OF (1) RESTRICTED STOCK AWARDS. NO SHARES WERE SOLD BY THE REPORTING PERSON AND THE WITHHELD SHARES WERE IMMEDIATELY RETIRED BY REGISTRANT.

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.