

KITS VAN HEYNINGEN MARTIN
 Form 4
 January 26, 2010

FORM 4

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

OMB APPROVAL

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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 *
KITS VAN HEYNINGEN MARTIN

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)
01/25/2010

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO/Chairman BOD

MIDDLETOWN, RI 02842

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

(City) (State) (Zip)

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) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------|-------|
| | | | | Code | V | Amount | | | | (A) or (D) | Price |
| Common Stock | 01/25/2010 | | <u>J</u> (1) | | | 4,000 | A | \$ 10.11 | 361,937 | D | |
| Common Stock | 01/25/2010 | | <u>S</u> (2) | | | 100 | D | \$ 12.52 | 361,837 | D | |
| Common Stock | 01/25/2010 | | <u>S</u> (2) | | | 200 | D | \$ 12.53 | 361,637 | D | |
| Common Stock | 01/25/2010 | | <u>S</u> (2) | | | 100 | D | \$ 12.55 | 361,537 | D | |
| Common Stock | 01/25/2010 | | <u>S</u> (2) | | | 400 | D | \$ 12.59 | 361,137 | D | |

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| | | | | | | | | |
|--------------|------------|-------------|-----|---|------------|---------|---|-----------|
| Common Stock | 01/25/2010 | <u>S(2)</u> | 667 | D | \$ 12.62 | 360,470 | D | |
| Common Stock | 01/25/2010 | <u>S(2)</u> | 333 | D | \$ 12.75 | 360,137 | D | |
| Common Stock | 01/25/2010 | <u>S(2)</u> | 400 | D | \$ 12.86 | 359,737 | D | |
| Common Stock | 01/25/2010 | <u>S(2)</u> | 400 | D | \$ 13.1001 | 359,337 | D | |
| Common Stock | 01/25/2010 | <u>S(2)</u> | 400 | D | \$ 13.14 | 358,937 | D | |
| Common Stock | 01/25/2010 | <u>S(2)</u> | 600 | D | \$ 13.22 | 358,337 | D | |
| Common Stock | 01/25/2010 | <u>S(2)</u> | 400 | D | \$ 13.2201 | 357,937 | D | |
| Common Stock | | | | | | 8,958 | I | By Spouse |

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

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(9-02)

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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Employee Stock Options-Right to Buy | \$ 10.11 | 01/25/2010 | | <u>J(3)</u> | 4,000 | 03/03/2009 ⁽⁴⁾ 03/03/2010 | Common Stock 4 |
| Employee Stock Options-Right to Buy | <u>(6)</u> | | | | | <u>(6)</u> <u>(6)</u> | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KITS VAN HEYNINGEN MARTIN KVH INDUSTRIES, INC. 50 ENTERPRISE CENTER MIDDLETOWN, RI 02842 | X | | CEO/Chairman BOD | |

Signatures

Martin Kits van Heyningen
 01/26/2010
 **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) Shares acquired via the exercise of an expiring stock option pursuant to the terms & conditions of the company's 2003 Incentive & Non-qualified Stock Option Plan.
- (2) Shares sold according to the terms of a Rule 10b5-1 trading plan established with ETRADE Securities LLC.
- (3) Exercise of an expiring stock option pursuant to the terms & conditions of the company's 2003 Incentive & Non-qualified Stock Option Plan.
- (4) Date option became fully vested.
- (5) Represents total vested/unexercised options "beneficially owned".
- (6) Not applicable.
- (7) Represents total vested/unexercised options "beneficially owned" by spouse.

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.