Edgar Filing: KILROY REALTY CORP - Form 4

KILROY R	EALTY CORP									
Form 4										
April 18, 20	014									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL		
Washington, D.C. 20549						COMMISSION	NOMB Number:	3235-0287		
Check th if no lon subject to Section Form 4 Form 5 obligation may con <i>See</i> Insta 1(b).	so 16. or Filed pur ^{Dns} section 17(ATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES ad pursuant to Section 16(a) of the Securities Exchange Act of 1934, n 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940						Estimated burden hoi response	urs per	
(Print or Type	Responses)									
Roth Heidi Rena Syn KI			2. Issuer Name and Ticker or Trading Symbol KILROY REALTY CORP [NYSE: KRC]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
CORPORA	(First) (OY REALTY ATION, 12200 W. BLVD., SUITE 2			of Earliest Tr Day/Year) 2014	ransaction		Director X Officer (giv below) SVP, O		% Owner ner (specify bller	
				If Amendment, Date Original led(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
LOS ANG	ELES, CA 90064						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	cquired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		Date, if	Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or		Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Reminder: Re	port on a separate line	for each cla	iss of sec			(D) Price	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. Transactio Code (Instr. 8)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units <u>(1)</u>	<u>(2)</u>	04/16/2014		А	178.3778	(3)	(3)	Common Stock	178.3778	
Restricted Stock Units (1)	<u>(2)</u>	04/16/2014		А	28.68	(4)	<u>(4)</u>	Common Stock	28.68	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Roth Heidi Rena						
C/O KILROY REALTY CORPORATION 12200 W. OLYMPIC BLVD., SUITE 200			SVP, CAO and Controller			
LOS ANGELES, CA 90064						

Signatures

/s/ Heidi R. Roth 04/17/2014

<u>**</u>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) Crediting of restricted stock units in respect of dividend equivalent rights with respect to underlying restricted stock unit awards pursuant to the Kilroy Realty 2006 Incentive Award Plan and the terms of the applicable award agreement.
- (2) Each restricted stock unit represents a contingent right to receive one share of Issuer common stock and may be settled in cash under certain circumstances.
- (3) The restricted stock units are fully vested as of the applicable dividend payment date and are subject to deferred settlement dates.
- (4) The restricted stock units vest as to 1/4th of the shares on January 5th of each of 2015-2018, subject to continued employment with the Issuer on the applicable vesting date.

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.