

KITS VAN HEYNINGEN MARTIN
 Form 4
 December 10, 2010

FORM 4

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

OMB APPROVAL

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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

(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 \DEV [KVHI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
50 ENTERPRISE CENTER
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/09/2010

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

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 | 12/09/2010 | | J ⁽¹⁾ | 10,000 A \$ 10.54 | 408,653 | D | |
| Common Stock | 12/09/2010 | | S | 10,000 D \$ 13.5103 | 398,653 | D | |
| Common Stock | 12/10/2010 | | J ⁽¹⁾ | 10,000 A \$ 10.54 | 408,653 | D | |
| Common Stock | 12/10/2010 | | S | 10,000 D \$ 13.5004 | 398,653 | D | |
| Common Stock | | | | | 9,369 | I | By Spouse |

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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 Underlying Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Employee Stock Options-Right to Buy | \$ 10.54 | 12/09/2010 | | J ⁽²⁾ | 10,000 | 02/22/2010 ⁽³⁾ | 02/22/2011 | Common Stock |
| Employee Stock Options-Right to Buy | \$ 10.54 | 12/10/2010 | | J ⁽²⁾ | 10,000 | 02/22/2010 ⁽³⁾ | 02/22/2011 | Common Stock |
| Employee Stock Options-Right to Buy | ⁽⁵⁾ | | | | | ⁽⁵⁾ | ⁽⁵⁾ | Common Stock |

Reporting Owners

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

Signatures

Martin Kits van Heyningen 12/10/2010

**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) Exercise of an expiring stock option pursuant to the terms and conditions of the company's 2003 Incentive & Non-qualified Stock Option Plan.
- (3) Date option fully vested.
- (4) Represents total unexercised/vested options beneficially owned.
- (5) Not applicable.
- (6) Represents total unexercised/vested 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.

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