

KITS VAN HEYNINGEN MARTIN  
 Form 4  
 February 24, 2011

**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 \DE\ [KVHI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 KVH INDUSTRIES, INC., 50 ENTERPRISE CENTER

3. Date of Earliest Transaction (Month/Day/Year)  
 02/22/2011

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

(Street)  
 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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/22/2011		J <sup>(1)</sup>	9,038	A \$ 10.54	407,691	D
Common Stock	02/22/2011		S <sup>(2)</sup>	7,516	D \$ 15.23	400,175	D
Common Stock	02/22/2011		A <sup>(3)</sup>	25,000	A \$ 0	425,175	D
Common Stock						9,369	I By Spouse

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



## 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 to pay the exercise price & taxes owed on an expiring non-qualified stock option.

Restricted stock grant issued pursuant to the terms & conditions of KVH Industries' 2003 Incentive & Non-qualified Stock Option Plan.  
(3) Grant vests annually in four equal installments, the first of which will vest on 2/22/12, provided the executive is employed by the Company at the time of vesting.

(4) Exercise of an expiring stock option pursuant to the terms & conditions of the company's 2003 Incentive & Non-qualified Stock Option Plan.

Non-qualified stock option grant issued pursuant to the terms & conditions of KVH Industries' 2003 Incentive & Non-qualified Stock Option Plan. Grant vests annually in four equal installments, the first of which will vest on 2/22/12, provided the executive is employed by the Company at the time of vesting.

(6) Stock option grant vests in 4 equal installments (12500 on 2/22/2012; 12500 on 2/22/2013; 12500 on 2/22/2014; 12500 on 2/22/2015).

(7) Represents total vested/unexercised options "beneficially owned".

(8) Not applicable.

(9) 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.