

FEINGOLD FELISE
Form 4
March 13, 2009

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 *
FEINGOLD FELISE

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)
03/11/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP/General Counsel

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (D) Price | | | |
| Common Stock | 03/11/2009 | | A ⁽¹⁾ | 15,000 A \$ 0 | 22,500 | D | |
| Common Stock | 03/11/2009 | | A ⁽²⁾ | 7,500 A \$ 0 | 30,000 | D | |
| Common Stock | 03/11/2009 | | A ⁽³⁾ | 7,500 A \$ 0 | 37,500 | D | |

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

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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. 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 Securities (Instr. 3 and 4) | 8. P Der Sec (Ins |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------------------------|
| Employee Stock Options-Right to Buy | (4) | | | Code V (A) (D) | | Date Exercisable (4) Expiration Date (4) | Title Common Stock | Amount or Number of Shares (4) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FEINGOLD FELISE 50 ENTERPRISE CENTER MIDDLETOWN, RI 02842 | | | VP/General Counsel | |

Signatures

Felise Feingold 03/13/2009

**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).

Restricted stock grant issued pursuant to the terms & conditions of KVH Industries' 2006 Stock Incentive Plan. Grant vests annually in
(1) four equal installments, the first of which will vest on 3/11/2010, provided the executive is employed by the Company at the time of vesting.

Restricted stock grant issued pursuant to the terms & conditions of KVH Industries' 2006 Stock Incentive Plan. Restricted stock will vest
(2) annually in four equal installments, the first of which will vest on 3/11/2010, contingent upon (A) achieving two specific mini-VSAT sales objectives in 2009; and (B) the executive is employed by the Company at the time of vesting.

Restricted stock grant issued pursuant to the terms & conditions of KVH Industries' 2006 Stock Incentive Plan. Restricted stock will vest
(3) annually in four equal installments, the first of which will vest on 3/11/2010, contingent upon (A) achieving certain fiber optic gyro production output targets in 2009; and (B) the executive is employed by the Company at the time of vesting.

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(4) Not applicable.

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

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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