Edgar Filing: HAWKEN JEFFREY C - Form 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. Form 4 or Form 5 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expires: Stimated burden ho response. Filed pursuant to Section 16(a) of the Public Utility Holding Company Act of 1935, obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 Section 1940 (Print or Type Responses) 1. Name and Address of Reporting Person * HAWKEN JEFFREY C 2. Issuer Name and Ticker or Trading Symbol KILROY REALTY CORP [NYSE: KRC] 5. Relationship of Reporting Person (Month/Day/Year) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 5. Relationship of Reporting Person (Month/Day/Year) (C/O KILROY REALTY OC/O KILROY REALTY 04/18/2018 EVP and COO (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Fil Applicable Line) Form filed by One Reporting Person (More the 0, ONE	January 31, 2005 ad average nours per e 0.5			
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB / OMB Number: Check this box if no longer subject to Section 16. Form 4 or Form 5 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expires: Estimated burden ho response. Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b). 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 1. Name and Address of Reporting Person* HAWKEN JEFFREY C 2. Issuer Name and Ticker or Trading Symbol KILROY REALTY CORP [NYSE: KRC] 5. Relationship of Reporting Person* C/O KILROY REALTY CORPORATION, 12200 W. 5. Date of Earliest Transaction (Month/Day/Year) Director Subleow) Image: Director Subleow) <td>3235-0287 January 31, 2005 ad average hours per e 0.5</td>	3235-0287 January 31, 2005 ad average hours per e 0.5			
Check this box if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. Expires: Form 4 or Form 5 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. Expires: Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b). Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b). Section 17(a) of the Investment Company Act of 1940 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 1 (KILROY REALTY CORP [NYSE: KRC] 5. Relationship of Reporting Person Symbol (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 5. Relationship of Reporting Person (Month/Day/Year) C/O KILROY REALTY 04/18/2018 Officer (give title below) 0 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Fil Applicable Line) -X_ Form filed by One Reporting	January 31, 2005 ad average nours per e 0.5			
if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expires: Estimated burden ho response. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b). Act of 1935, of 1935, or Section 1940 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b). Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Investment Company Act of 1940 Section 1940 (Print or Type Responses) 30(h) of the Investment Company Act of 1940 S. Relationship of Reporting Per Issuer S. Relationship of Reporting Per Issuer Check all applicable (Check all applicable KRC] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director -XOfficer (give titleOfficer below) 10 below) C/O KILROY REALTY OLYMPIC BLVD., SUITE 200 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Fil Applicable Line -X Form filed by One Reporting I -X	2005 ed average hours per e 0.5			
inaly continue. 30(h) of the Investment Company Act of 1940 1(b). 30(h) of the Investment Company Act of 1940 (Print or Type Responses) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading Symbol (Last) (First) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) C/O KILROY REALTY 04/18/2018 CORPORATION, 12200 W. 04/18/2018 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Fil Applicable Line) 	erson(s) to			
1. Name and Address of Reporting Person [*] 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person [*] Issuer HAWKEN JEFFREY C Symbol Symbol KILROY REALTY CORP [NYSE: KRC] KILROY REALTY CORP [NYSE: KRC] (Check all applicab (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)	Person(s) to			
HAWKEN JEFFREY C Symbol KILROY REALTY CORP [NYSE: KRC] (Last) (First) (Middle) C/O KILROY REALTY CORPORATION, 12200 W. OLYMPIC BLVD., SUITE 200 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) Composed of the strength of the strengt of the strength of the strength of the strength of the streng	Person(s) to			
(Month/Day/Year) XOfficer (give titleOtbelow) C/O KILROY REALTY 04/18/2018 CORPORATION, 12200 W. 04/18/2018 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group File X_Form filed by One Reporting I X_Form filed by One Reporting I	ıble)			
Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting I	10% Owner Other (specify			
LOS ANGELES, CA 90064	_X_Form filed by One Reporting Person Form filed by More than One Reporting			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficia	cially Owned			
1.Title of Security 2. Transaction Date (Month/Day/Year) 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of Securities 6. Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Owned Owned (Month/Day/Year) (Month/Day/Year) (Instr. 8) Owned Direct (D) (Month/Day/Year) (Instr. 8) Owned Direct (D)	7. Nature of hip Indirect Beneficial D) Ownership ect (Instr. 4)			
Common stock, par value 04/18/2018 A 1,987.8751 A \$0 395,424.9912 D \$0.01 per)			

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

Edgar Filing: HAWKEN JEFFREY C - Form 4

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)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (2)	<u>(3)</u>	04/18/2018		А	211.6968	(4)	(4)	Common Stock	211.6968
Restricted Stock Units (2)	<u>(3)</u>	04/18/2018		А	71.2359	(5)	(5)	Common Stock	71.2359
Restricted Stock Units (2)	<u>(6)</u>	04/18/2018		А	192.6088	(7)	(7)	Common Stock	192.6088
Restricted Stock Units (2)	<u>(6)</u>	04/18/2018		А	82.3718	(8)	(8)	Common Stock	82.3718

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
HAWKEN JEFFREY C C/O KILROY REALTY CORPORATION 12200 W. OLYMPIC BLVD., SUITE 200 LOS ANGELES, CA 90064			EVP and COO			
Signatures						

/s/ Jeffrey C. Hawken <u>**Signature of</u> Reporting Person O4/20/2018

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) Grant of restricted stock units in respect of dividend equivalent rights with respect to underlying restricted stock unit awards previously reported on Table I, which were granted pursuant to the Kilroy Realty 2006 Incentive Award Plan and the terms of the applicable award

Edgar Filing: HAWKEN JEFFREY C - Form 4

agreement.

Crediting of restricted stock units in respect of dividend equivalent rights with respect to underlying restricted stock unit awards

- (2) previously reported on Table II, which were granted pursuant to the Kilroy Realty 2006 Incentive Award Plan and the terms of the applicable award agreement.
- (3) 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.
- (4) Dividend equivalents on deferred vested restricted stock units that were awarded in 2014 and previously reported on Table II.
- (5) The restricted stock units vest over a four-year period starting on January 5, 2015, subject to continued employment with the Issuer on the applicable vesting date.
- (6) Each restricted stock unit represents a contingent right to receive one share of Issuer common stock.

The reporting person was awarded performance units in 2016 covering a three-year performance period ending December 31, 2018. The reporting person previously reported the minimum number of units subject to the award eligible to vest based on 2016 and 2017

(7) reporting person previously reported the minimum number of units subject to the award engible to vest based on 2017 performance. The number of units reported reflects the additional minimum number of units eligible to vest as a result of the crediting of restricted stock units in respect of dividend equivalent rights. The units remain subject to additional time-based vesting requirements.

The reporting person was awarded performance units in 2017 covering a three-year performance period ending December 31, 2019. The reporting person previously reported the minimum number of units subject to the award eligible to vest based on 2017 performance. The

(8) reporting person previously reported the minimum number of units subject to the award engine to vest based on 2017 performance. The number of units reported reflects the additional minimum number of units eligible to vest as a result of the crediting of restricted stock units in respect of dividend equivalent rights. The units remain subject to additional time-based vesting requirements.

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.