### Edgar Filing: MOUTON KENT Y - Form 4

MOUTON I Form 4 April 12, 20											
FORM	ЛЛ								OMB AF	PROVAL	
	S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287			
Check th if no lon subject t Section Form 4 c	ger <b>STATE</b> 0 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								January 31, 2005 verage s per 0.5	
Form 5 obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17	(a) of the l	Public U	Jtility Ho	olding Co	mpan	•	Act of 1934, 935 or Section			
(Print or Type	Responses)										
1. Name and A MOUTON	Address of Reporting Person <sup>*</sup> N KENT Y (First) (Middle) 2. Issuer Name and Ticker Symbol Kennedy-Wilson Hold [KW] 3. Date of Earliest Transact (Month/Day/Year)				I	ssuer	Reporting Person(s) to				
									all applicable		
(Last) C/O 9701 V SUITE 700	VILSHIRE BLV	· · ·		Day/Year)	Transactior	1	-	_X Director Officer (give ti elow)		Owner r (specify	
	(Street)	10		endment, I onth/Day/Ye	Date Origin ear)	al	A	5. Individual or Joi Applicable Line) X_ Form filed by Ou Form filed by Mo	ne Reporting Per	son	
	(State)							Person		-	
(City) 1.Title of	<b>`</b>	(Zip)					curities Acquired, Disposed of, or Beneficially Owned Acquired (A) 5. Amount of 6. 7. Nature of				
Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Day/Year) Execution Da any (Month/Day/		3. Transacti Code (Instr. 8)	4. Securi ord Dispo (Instr. 3,	sed of (		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount		Price \$	(Instr. 3 and 4)			
Common Stock	04/08/2010			S <u>(5)</u>	6,500	D	(1) (2)	72,930	D		
Common Stock	04/09/2010			S <u>(5)</u>	10,500	D	\$ 10.4808 (2) (3)	62,430	D		
Common Stock	04/12/2010			S <u>(5)</u>	3,888	D	\$ 10.5011 (2) (4)	58,542	D		

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

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Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Other

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transactio Code	5. onNumber of	6. Date Exerce Expiration D (Month/Day/	ate	7. Titl Amou Under		8. Price of Derivative Security	9. Nu Deriv Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative Security				Securities Acquired			(Instr.	. 3 and 4)		Owne Follo
	Security				(A) or						Repo
					Disposed of (D)						Trans (Instr
					(Instr. 3,						(III3ti
					4, and 5)						
						Date Exercisable	Expiration Date	Title	Amount or Number of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Relationships **Reporting Owner Name / Address** Director 10% Owner Officer MOUTON KENT Y C/O 9701 WILSHIRE BLVD., SUITE 700 Х **BEVERLY HILLS, CA 90212** Signatures /s/ Kent Mouton 04/12/2010

\*\*Signature of Reporting Person

# **Explanation of Responses:**

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$10.26 (1) to \$10.40 per share, inclusive.

The reporting person undertakes to provide Kennedy-Wilson Holdings, Inc., any security holder of Kennedy-Wilson Holdings, Inc., or (2) the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges indicated in the footnotes to this Form 4.

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$10.36 (3) to \$10.55 per share, inclusive.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$10.39 (4) to \$10.55 per share, inclusive.

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(5) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 19, 2010.

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.