

Flynn Conor C  
Form 3  
May 21, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>^ Flynn Conor C</p> <p>(Last) (First) (Middle)</p> <p>C/O KIMCO REALTY CORP., ^ 3333 NEW HYDE PARK ROAD</p> <p>(Street)</p> <p>NEW HYDE PARK, ^ NY ^ 11042</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/20/2013</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>KIMCO REALTY CORP [KIM]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP - COO</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	97,600 <sup>(1)</sup>	D	^
Common Stock	1,948.5609	I	By 401(K)

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (2)	06/30/2013	Common Stock	2,000	\$ 18.95	D	Â
Employee Stock Option (right to buy)	Â (3)	12/10/2013	Common Stock	2,000	\$ 21.925	D	Â
Employee Stock Option (right to buy)	Â (4)	12/07/2014	Common Stock	10,000	\$ 28.48	D	Â
Employee Stock Option (right to buy)	Â (5)	10/02/2015	Common Stock	5,000	\$ 31.55	D	Â
Employee Stock Option (right to buy)	Â (6)	08/16/2016	Common Stock	7,000	\$ 40.09	D	Â
Employee Stock Option (right to buy)	Â (7)	08/08/2017	Common Stock	10,000	\$ 41.06	D	Â
Employee Stock Option (right to buy)	Â (8)	08/06/2018	Common Stock	15,000	\$ 37.39	D	Â
Employee Stock Option (right to buy)	Â (9)	08/06/2019	Common Stock	20,000	\$ 11.54	D	Â
Employee Stock Option (right to buy)	Â (10)	03/18/2020	Common Stock	7,000	\$ 15.64	D	Â
Employee Stock Option (right to buy)	Â (11)	02/17/2021	Common Stock	13,000	\$ 18.85	D	Â
Employee Stock Option (right to buy)	Â (12)	02/16/2022	Common Stock	15,600	\$ 18.78	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Flynn Conor C C/O KIMCO REALTY CORP. 3333 NEW HYDE PARK ROAD NEW HYDE PARK, NY 11042	Â	Â	Â EVP - COO	Â

## Signatures

/s/ Conor C.  
Flynn

05/21/2013

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Amount includes: 1,750 shares which vest on March 18, 2014; 3,750 shares which vest on June 1, 2013; 6,500 shares which vest in two equal annual installments beginning on February 17, 2014; 11,700 shares which vest in three equal annual installments beginning on February 16, 2014; 35,000 shares which vest in five equal annual installments beginning on February 16, 2018; and 19,500 shares which vest in four equal annual installments beginning on February 13, 2014.
- (1) The options vested in three equal annual installments beginning on June 30, 2004.
  - (2) The options vested in three equal annual installments beginning on December 10, 2004.
  - (3) The options vested in three equal annual installments beginning on December 7, 2005.
  - (4) The options vested in five equal annual installments beginning on October 3, 2006.
  - (5) The options vested in five equal annual installments beginning on August 16, 2007.
  - (6) The options vested in five equal annual installments beginning on August 8, 2008.
  - (7) The options vested in four equal annual installments beginning on August 6, 2009.
  - (8) The options vest in four equal annual installments beginning on August 6, 2010.
  - (9) The options vest in four equal annual installments beginning on March 18, 2011.
  - (10) The options vest in four equal annual installments beginning on February 17, 2012.
  - (11) The options vest in four equal annual installments beginning on February 16, 2013.

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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