Edgar Filing: KILROY REALTY CORP - Form 4

KILROY REALT	ГҮ CORP									
Form 4 January 17, 2014										
									PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287	
Check this box if no longer								Expires:	January 31, 2005	
STATEMENT OF CHANGES IN BENEFICIAL OWNERS Section 16. Form 4 or							WNERSHIP OF	Estimated a burden hou response	average Irs per	
Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Section 17(a) of the I	Public U	tility Hol	ding Cor		nge Act of 1934, of 1935 or Section 940	on		
(Print or Type Respon	nses)									
1. Name and Addres BRENNAN EDV	2. Issuer Name and Ticker or Trading Symbol KILROY REALTY CORP [NYSE:			5. Relationship of Reporting Person(s) to Issuer						
		KRC]				(Check all applicable)				
(Last) (First) (Middle) 12200 W. OLYMPIC BOULEVARD, SUITE 200			3. Date of Earliest Transaction(Month/Day/Year)01/15/2014			_X_ Director10% Owner Officer (give titleOther (specify				
						below)	below)			
				4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
LOS ANGELES	, CA 90064						Form filed by Person	More than One R	eporting	
(City) ((State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	ansaction Date th/Day/Year)	Execution any	Date, if	(Instr. 8)	Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D) Price				
Reminder: Report on	a separate line	for each cla	ass of sec	urities benet	-		-	ation of the		
					inforn requi	nation cont red to responses ays a curren	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tabl					posed of, or convertible	Beneficially Owned securities)	1		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/	'Year)	(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (1)	<u>(2)</u>	01/15/2014		А	111.0257		(3)	(3)	Common Stock	111.0257

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BRENNAN EDWARD F 12200 W. OLYMPIC BOULEVARD SUITE 200 LOS ANGELES, CA 90064	Х					
Signatures						

/s/ Tyler H. Rose, as attorney-in-fact for Edward F. Brennan, Ph.D.

**Signature of Reporting Person

01/17/2014 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).
- (1) Grant of restricted stock units in respect of dividend equivalents with respect to underlying restricted stock unit awards pursuant to the Kilroy Realty 2006 Incentive Award Plan.
- (2) 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.
- (3) The restricted stock units are fully vested as of the applicable dividend payment date and are subject to deferred settlement dates.

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.