Edgar Filing: Hart Robert E. - Form 4

Form 4												
July 30, 2010	4										PPROVAL	
	UNITE		ITIES A hington				NGE (COMMISSION	OMB Number:	3235-0287		
Check this if no longer subject to Section 16. Form 4 or	r STATI	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires: Estimated a burden hou response	rs per		
Form 5 obligations may contin <i>See</i> Instruct 1(b).	ue. Section 1	7(a) of the		ility Hol	ding	g Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	n		
(Print or Type Re	sponses)											
1. Name and Add Hart Robert E	2. Issuer Name and Ticker or Trading Symbol Kennedy-Wilson Holdings, Inc. [KW]						5. Relationship of Reporting Person(s) to Issuer					
						•	(Check all applicable)					
(Last) C/O 9701 WI SUITE 700	3. Date of Earliest Transaction (Month/Day/Year) 05/10/2010						Director 10% Owner X Officer (give title Other (specify below) below) Pres of KW Multi-Family Mana G					
				f Amendment, Date Original ed(Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
BEVERLY H	IILLS, CA 90)212							Form filed by M Person	More than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-l	Deriv	vative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned	
	2. Transaction l (Month/Day/Ye	ear) Execution any	emed on Date, if 'Day/Year)	Code	tionA Di) (Iı	isposed nstr. 3,	(A) o of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock	05/10/2010			A		,000	A	\$0	154,754	D		

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 number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships							
	Director	10% Owner	Officer	Other					
Hart Robert E. C/O 9701 WILSHIRE BLV BEVERLY HILLS, CA 902			Pres of KW Multi-Family Mana G						
Signatures									
/s/ Robert E. Hart	07/30/2010								

<u>**</u>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).

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.