KILROY JOHN B JR

Form 4/A

February 07, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

Washington, D.C. 20549

3235-0287 Number: January 31,

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

Expires: 2005 Estimated average burden hours per

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

response... 0.5

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * KILROY JOHN B JR

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Symbol

KILROY REALTY CORP [NYSE:

(Check all applicable)

KRC1

(Middle)

(Last) (First) 3. Date of Earliest Transaction

_X__ Director 10% Owner X_ Officer (give title Other (specify

Chairman, President and CEO

(Month/Day/Year)

04/12/2017

below)

C/O KILROY REALTY CORPORATION, 12200 W. **OLYMPIC BLVD., SUITE 200**

(Street)

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year) 04/14/2017

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Issuer

LOS ANGELES, CA 90064

(City) (State) (Zip)

04/12/2017

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired (A) 5. Amount of 7. Nature of Indirect Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Following Direct (D) Ownership Reported or Indirect (Instr. 4) (A)

Transaction(s) (I) or

Code V Price Amount (D)

(Instr. 3 and 4)

(Instr. 4)

D

Common

stock, par value

2,572,386 Α (2)

745,193.7637

\$0 (2)

\$0.01 per share (1)

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

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.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security	Security Acquired									Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
							Expiration Date	or Title Numl			
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other

KILROY JOHN B JR C/O KILROY REALTY CORPORATION 12200 W. OLYMPIC BLVD., SUITE 200 LOS ANGELES, CA 90064

X

Chairman, President and CEO

Relationships

Signatures

/s/ Tyler H. Rose, as attorney-in-fact for John B. Kilroy, Jr.

02/07/2018

**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).
- Grant of restricted stock units in respect of dividend equivalent rights with respect to underlying restricted stock unit awards previously (1) reported on Table I, which were granted pursuant to the Kilroy Realty 2006 Incentive Award Plan and the terms of the applicable award agreement.
 - On April 14, 2017, the reporting person filed a Form 4 which inadvertently overstated the number of shares of KRC common stock acquired as a result of crediting dividend equivalent rights with respect to underlying restricted stock unit awards. As a result, the amount
- (2) of securities beneficially owned by the reporting person following that transaction was also incorrect. The correct amount of securities acquired in the transaction, and correct amount of securities beneficially owned by the reporting person after giving effect to the transaction, are indicated above.

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.

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