Edgar Filing: KILROY REALTY CORP - Form 4/A

Form 4/A	EALTY CORP										
January 16, FORN	ЛЛ	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	~~~~~						OMB AF	PROVAL	
Check ti	UNITED	STATES			AND EXC 1, D.C. 205		NGE CO	OMMISSION	OMB Number:	3235-0287	
Form 4 Form 5 obligation <i>See</i> Inst 1(b).	nger to 16. or Dins ttinue. Section 17(STATEMENT OF CHANGES IN 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								Expires: January 31, 2005 Estimated average burden hours per response 0.5	
(Print or Type	Responses)										
ROSE TYLER H Syn			Symbol	LROY REALTY CORP [NYSE:				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
CORPORA	(First) (1 OY REALTY ATION, 12200 W. BLVD., SUITE 2			of Earliest T Day/Year) 2015	Fransaction			Director X Officer (give t below) EV		Owner r (specify	
LOS ANG	(Street) ELES, CA 90064			onth/Day/Yea	Date Original ar)			6. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by Mo Person	ne Reporting Per	rson	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative S	ecuri		iired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code (Instr. 8)	omr Disposed (Instr. 3, 4	d of (E and 5) (A) or))	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, par value \$0.01 per share (1)	01/05/2015			Code V	Amount 85.0124	(D) A	Price \$ 0	73,400.4995	D		
Common stock, par value 0.01 per share (2)	01/05/2015			F	470	D	\$ 71.08	72,930.4995 (<u>3)</u>	D		

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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.

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. Number of	6. Date Exer	cisable and	7. Title and A	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactiorDerivative		Expiration Date		Underlying Securities	
Security	or Exercise		any	Code	Securities	ties (Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or				
	Derivative				Disposed of (D)				
	Security				(Instr. 3, 4, and				
					5)				
						Date Exercisable	Expiration Date	Title	Amount or Number of
				Code V	(A) (D)	Exercisable	Date		Shares
Restricted								Common	
Stock Units (1)	<u>(4)</u>	01/05/2015		М	85.0124	(5)	(5)	Stock	85.0124

Reporting Owners

Reporting Owner Name / Address	Relationships					
Acporting O when Aunter Maaress	Director	10% Owner	Officer	Other		
ROSE TYLER H C/O KILROY REALTY CORPORATION 12200 W. OLYMPIC BLVD., SUITE 200 LOS ANGELES, CA 90064			EVP and CFO			
Signatures						
/s/ Tyler H.						

01/16/2015 Rose Date

**Signature of Reporting Person

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).
- Due to an administrative error, the original filing did not report the disposition of 85.0124 restricted stock units from Table II, or the (1) related acquisition of the restricted stock units on Table I. These restricted stock units vested and were settled to cover the tax withholding related to the vesting of the first tranche of the deferred restricted stock unit award granted on January 29, 2014.
- Restricted stock units tendered to pay tax withholding. (2)
- This transaction was correctly reported in the original Form 4, except that the aggregate holding in column 5 has been revised to reflect (3) the acquisition of 85.0124 restricted stock units reported on this Form 4/A.
- Each restricted stock unit represents a contingent right to receive one share of Issuer common stock and may be settled in cash under (4) certain circumstances.

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(5) The restricted stock units vest over a four-year period starting on January 5, 2015, subject to continued employment with the Issuer on the applicable vesting date.

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. **nt>**