FORM 5

to Section 16. Form 4 or Form 5 obligations may continue. See

X Form 3 Holdings Reported X Form 4 Transactions Reported

Instruction 1(b).

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| . Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol KVH Industries, Inc. (KVHI) | | | | | | | | 6. Relationship of Reporting Person(s) | | | | | | |
|---|-------------------|----------------|--|---------------------------------------|--|---|------------------|--|--|--|--|--|--|--|
| Kits van Heyningen, Arent | KVII ilidustries, | v mi) | | | to Issuer (Check all applicable) X Director X 10% Owner | | | | | | | | | |
| (Last) (First) (Middle) | | | | 4. Statement for Month/Year 2002 | | X Officer (give title below) Other (specify below) Chairman of the Board | | | | | | | | |
| (Street) Middletown, RI 02842 | | | | 5. If Amer Date of Or (Month/Ye | riginal | X Form | filed | by One F | Group Filing (Checkeporting Person than One Reporting | 11 | ble Line) | | | |
| (City) (State) (Zip) | 7 | Table I – | — Non-I | Derivative | Securiti | es Acqui | red, I | Disposed | of, or Beneficially | Owned | | | | |
| 1. Title of Security (Instr. 3) | | action Date | 2A. Deemed Execution Date, if any (Month/Dayear) | on action Code (Instr. | Dispose (Instr. 3 | | (A) or (D) | | 5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal year (Instr. 3 & 4) | 6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature o Indirect Beneficial Ownership (Instr. 4) | | | |
| All transactions for 2002 were reported on SE month the event took place. | C Form 4 in the | | | | | | | | | | | | | |
| Common Stock | | | | | | | | | 321,933 | D | | | | |
| Common Stock | | | | + | | | | | 241,752 | I | By Spouse | | | |

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| FORM 5 (conti | nued) | | | | Perivative Secalls, warra | | | | | | ficially Ov | wned | | |
|--|--|-------------------------------------|--------------------------------|--------------------------|---|--|-------------|------|------------------------------|------------------------------|-------------|--|--|--|
| Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | Trans- action Date (Month/ | Execution Date, if any (Month/ | Trans- action Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) | | Exercisable | | Securities (Instr. 3 & 4) | | ı | of Derivative Securities Beneficially Owned at End of | Owner- ship Form | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | | tion | | or Number of Shares | | (Instr. 4) | Direct (D) or Indirect (I) (Instr. 4) | |
| Incentive & Non- qualified Stock Options | | | | | | | | ı | Common Stock | | | 30,000(1) | D | |
| Incentive & Non- qualified Stock Options | | | | | | | | ı | Common Stock | | | 875 ⁽²⁾ | I | By Spouse |

Explanation of Responses:

- (1) Represents total amount of vested/unexercised stock options that were beneficially owned at the end of 2002. All option grants were previously reported on SEC Form 4 in the month/year the grant took place.
- (2) Represents total amount of vested/unexercised stock options that were beneficially owned by spouse at the end of 2002. All option grants were previously reported on SEC Form 4 in the month/year the grant took place.

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

**Signature of Reporting Person

**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.

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