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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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|--|--|---|
| 1. Name and Address of Reporting Person* <u>KITS VAN HEYNINGEN MARTIN</u> (Last) (First) (Middle) <u>KVH INDUSTRIES, INC.</u> <u>50 ENTERPRISE CENTER</u> (Street) <u>MIDDLETOWN RI</u> <u>02842</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>KVH INDUSTRIES INC \DE\ [KVHI]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>CEO/Chairman BOD</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>03/11/2009</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 03/11/2009 | | A ⁽¹⁾ | | 50,000 | A | \$0 | 332,937 | D | |
| Common Stock | 03/11/2009 | | A ⁽²⁾ | | 25,000 | A | \$0 | 357,937 | D | |
| Common Stock | 03/11/2009 | | A ⁽³⁾ | | 25,000 | A | \$0 | 382,937 | D | |
| Common Stock | | | | | | | | 7,711 | I | By Spouse |

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

| 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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | |
| Employee Stock Options-Right to Buy | (4) | | | | | | | (4) | (4) | Common Stock | (4) | 75,000 ⁽⁵⁾ | D | |
| Employee Stock Options-Right to Buy | (4) | | | | | | | (4) | (4) | Common Stock | (4) | 3,500 ⁽⁶⁾ | I | By Spouse |

Explanation of Responses:

- Restricted stock grant issued pursuant to the terms & conditions of KVH Industries' 2006 Stock Incentive Plan. Grant vests annually in four equal installments, the first of which will vest on 3/11/2010, provided the executive is employed by the Company at the time of vesting.
- Restricted stock grant issued pursuant to the terms & conditions of KVH Industries' 2006 Stock Incentive Plan. Restricted stock will vest annually in four equal installments, the first of which will vest on 3/11/2010, contingent upon (A) achieving two specific mini-VSAT sales objectives in 2009; and (B) the executive is employed by the Company at the time of vesting.
- Restricted stock grant issued pursuant to the terms & conditions of KVH Industries' 2006 Stock Incentive Plan. Restricted stock will vest annually in four equal installments, the first of which will vest on 3/11/2010, contingent upon (A) achieving certain fiber optic gyro production output targets in 2009; and (B) the executive is employed by the Company at the time of vesting.
- Not applicable.
- Represents total vested/unexercised options "beneficially owned".
- Represents total vested/unexercised options "beneficially owned" by spouse.

Remarks:

Martin Kits van Heyningen 03/13/2009

** Signature of Reporting Person Date

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

* 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.

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 Number.