ROSE TYLER H Form 4 April 19, 2012

## FORM 4

\$0.01 per share (2)

# OMB APPROVAL

FURI	// 4 IINITED	STATES SECI	IRITIES	AND EXC	HAN	GE C	OMMISSION	OMB			
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287		
Check to if no lor subject section Form 4 Form 5 obligation may con See Inst	states  STATEM  16. or Filed pur  ons ntinue.	rsuant to Section (a) of the Public 30(h) of the	NGES IN SECU 16(a) of t Utility Ho	N BENEFIC RITIES the Securities	es Exc	change Act of	Act of 1934, 1935 or Section	Expires: Estimated a burden hour response	•		
1(b).											
(Print or Type	Responses)										
1. Name and ROSE TYI	Address of Reporting LER H	Symbo	ROY REALTY CORP [NYSE:				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last) (First) (Middle)			of Earliest	Transaction			Director 10% Owner				
12200 W. O BOULEVA	OLYMPIC ARD, SUITE 200	/Day/Year) /2012				_X_ Officer (give title Other (specify below)  EVP and CFO					
	(Street)	nendment, I Ionth/Day/Ye	Date Original ear)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
LOS ANG	ELES, CA 90064						Form filed by Mo Person	ore than One Rep	porting		
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Ber								y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common			Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common Stock, par value \$0.01 per share (1)	04/17/2012		A	406.0689	A	\$0	92,389.1319	D			
Common Stock, par value \$0.01 per	04/17/2012		F	5	D	\$ 46.98	92,384.1319	D			

#### Edgar Filing: ROSE TYLER H - Form 4

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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Titl	e and	8. Price of	
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	tionNumber	Expiration D	ate	Amou	nt of	Derivative	
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	) Derivative	e		Securi	ties	(Instr. 5)	
		Derivative				Securities			(Instr.	3 and 4)		
		Security				Acquired						
						(A) or						
						Disposed						
						of (D)						
						(Instr. 3,						
						4, and 5)						
										Amount		
							Date	Expiration		or		
						Exercisable	Date	Title	Number			
										of		
					Code V	I(A)(D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ROSE TYLER H 12200 W. OLYMPIC BOULEVARD SUITE 200 LOS ANGELES, CA 90064

**EVP and CFO** 

#### **Signatures**

/s/ Tyler H. 04/18/2012 Rose

\*\*Signature of Date
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).
- (1) Grant of restricted stock units in respect of dividend equivalents pursuant to the Kilroy Realty 2006 Incentive Award Plan.
- (2) Restricted stock units tendered to pay tax withholding.

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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