Edgar Filing: MOODISPAW LEONARD E - Form 4

MOODISPAW LEONARD E Form 4 October 03, 2011 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1934, Section 17(a) of the Investment Company Act of 1940													
1(b). (Print or Type	Responses)												
1. Name and	Address of Reporting PAW LEONARD		Symbol			I Ticker or		-	5. Relationship Issuer				
(Last) (First) (Middle) 3.			3. Date of	3. Date of Earliest Transaction					(Check all applicable)				
			(Month/) 09/30/2	h/Day/Year))/2011					_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) President/CEO				
				nendment, Date Original onth/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 				
(City)	(State)	(Zip)	Tab	ole I - N	on-I	Derivative	Secur	ities Ac	quired, Disposed	of, or Benefic	cially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	ied Date, if	3. Transa Code (Instr.	actio 8)	4. Securit n(A) or Dis (Instr. 3, 4)	ies Ac sposed	quired l of (D)	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 \$0.001	03/07/2011					73,493 (1)		\$ 0	426,507	I	Leonard E. Moodispaw 2009 Grantor Retained Annuity Trust (2)		
Common stock, par value \$0.001	03/07/2011			G	v	73,493 (1)	A	\$0	383,493	D			
	09/30/2011			Р			А		403,493	D			

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Common	20,000	\$
stock, par	(3)	7.13
value		(4)
\$0.001		

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	Date	Amou Under Secur	tle and unt of vrlying rities \therefore 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address								
	Director	10% Owner	Officer	Other				
MOODISPAW LEONARD E 1334 ASHTON ROAD HANOVER, MD 21076	Х		President/CEO					
Signatures								
/c/ Sarah E. Doharts as Attornay in East for Leonard E								

/s/ Sarah E. Roberts as Attorney-in-Fact for Leonard E. 10/03/2011 Moodispaw

**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).

(1) Transfer of securities to reporting person in satisfaction of annuity obligation.

(2) Mr. Moodispaw has voting and dispositive power over the shares. He disclaims beneficial ownership of the shares except to the extent of his pecuniary interest therein.

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(3) Held joint tenants with spouse

The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$7.06 to \$7.20, inclusive. The reporting person undertakes to provide to The KEYW Holding Corporation, any security holder of The KEYW Holding Corporation, any security holder of The KEYW Holding Corporation, and security holder of The KEYW Holding Corpo

(4) KEYW Holding Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.

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.