

**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

| OMB APPROVAL                                 |           |
|----------------------------------------------|-----------|
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|                                                                                                                                                                                                                                |                                                                                        |                                                                                                                                                                                                                                               |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Name and Address of Reporting Person*<br><u>KITS VAN HEYNINGEN MARTIN</u><br><br>(Last) (First) (Middle)<br>KVV INDUSTRIES, INC.<br>50 ENTERPRISE CENTER<br><br>(Street)<br>MIDDLETOWN RI 02842<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>KVV INDUSTRIES INC \DE\ [ KVVH ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br>CEO/Chairman BOD |
|                                                                                                                                                                                                                                | 3. Date of Earliest Transaction (Month/Day/Year)<br>08/12/2009                         |                                                                                                                                                                                                                                               |
|                                                                                                                                                                                                                                |                                                                                        | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><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                    |                                      |                                                    |                                |   |                                                                   |            |       | 382,937                                                                                       | D                                                        |                                                       |
| Common Stock                    | 08/12/2009                           |                                                    | S <sup>(1)</sup>               |   | 253                                                               | D          | \$7.4 | 7,458                                                                                         | I                                                        | By Spouse                                             |
| Common Stock                    | 08/13/2009                           |                                                    | A <sup>(2)</sup>               |   | 1,500                                                             | A          | \$0   | 8,958                                                                                         | 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        | (3)                                                    |                                      |                                                    |                                |   |                                                                                        |     | (3)                                                      | (3)             | Common Stock                                                                      | (3)                                        | 75,000 <sup>(4)</sup>                                                                              | D                                                         |                                                        |
| Employee Stock Options-Right to Buy        | (3)                                                    |                                      |                                                    |                                |   |                                                                                        |     | (3)                                                      | (3)             | Common Stock                                                                      | (3)                                        | 3,850 <sup>(5)</sup>                                                                               | I                                                         | By Spouse                                              |

**Explanation of Responses:**

- Shares sold to pay the taxes owed on restricted stock awards that partially vested on 8/8/2009 (375 shares) & 8/10/2009 (167 shares).
- A restricted stock award granted to spouse/KVV employee issued pursuant to the terms & conditions of KVV Industries' 2006 Stock Incentive Plan. This award vests in 4 installations (375 on 8/13/10; 375 on 8/13/11; 375 on 8/13/12; 375 on 8/13/13).
- Not applicable.
- Represents total vested/unexercised options "beneficially owned".
- Represents total vested/unexercised options "beneficially owned" by spouse.

**Remarks:**

Martin Kits van Heyningen      08/14/2009  
 \*\* 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.