Edgar Filing: GRIFFIN RANDALL M - Form 4

	RANDALL M											
Form 4 June 02, 20)11											
FORM /									OMB APPROVAL			
Washington, D.C. 20549									OMB Number:	3235-0287		
Check this box if no longer								Expires:	January 31, 2005			
subject Section	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. Form 4 or								Estimated average burden hours per			
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 4 or 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 1(b).												
(Print or Type	e Responses)											
1. Name and GRIFFIN	2. Issuer Name and Ticker or Trading Symbol KEYW HOLDING CORP [KEYW]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction									
6711 COL DRIVE, S	(Month/Day/Year) 05/31/2011						_X_ Director10% Owner Officer (give titleOther (specify below)below)					
(Street)			4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check			
COLUMB							Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					
									Person			
(City)	(State)	(Zip)	Tal	ble I - No	n-De	rivative	e Secu	rities Acqu	uired, Disposed of	, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or					5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	cies Ownership cially Form: I Direct (D) ring or Indirect ed (I) ction(s) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	05/31/2011			Code V S <u>(1)</u>			(D) D	Price \$ 11.2484 (<u>3)</u>		Ι	Corporate Office Properties, L.P. (2)	

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.

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

Edgar Filing: GRIFFIN RANDALL M - Form 4

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. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 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

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other **GRIFFIN RANDALL M** 6711 COLUMBIA GATEWAY DRIVE Х **SUITE 300** COLUMBIA, MD 21046 Signatures Karen M. Singer, by Power of Attorney 06/03/2011 **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).
- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by Corporate Office Properties Trust on (1)March 15, 2011.

Corporate Office Properties Trust (COPT), a publicly held Maryland real estate investment trust, is the general partner of Corporate Office Properties, L.P. and has voting and dispositive power over these shares. COPT is managed by a ten member Board of Trustees.

- (2) The members of COPT's Board of Trustees, including Mr. Randall M. Griffin, Chief Executive Officer and Trustee of COPT, disclaim beneficial ownership of these shares except to the extent of their respective pecuniary interests therein.
- Weighted average sale price. Sale prices ranged from 11.11-11.43. The reporting person hereby undertakes to supply the Staff, the Issuer, (3) or a security holder of the Issuer with full information regarding the reported transactions.

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.