

COOPER MILTON  
Form 4  
August 07, 2009

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
COOPER MILTON

(Last) (First) (Middle)

C/O KIMCO REALTY CORP, 3333  
NEW HYDE PARK RD STE 100

(Street)

HYDER PARK, NY 11042

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
KIMCO REALTY CORP [KIM]

3. Date of Earliest Transaction  
(Month/Day/Year)

08/06/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|  |                                      |  | Code                           | V   | Amount  | (D)  | Price                             |
| Kimco Realty Corp. Common Stock - Restricted Stock | 08/06/2009                           |  | A                              |   | 43,600<br><u>(1)</u>  | A  | \$ 11.54                          |
|  |                                      |  |                                |   | 10,313,303  | D  |                                   |

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) | 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 Underlying Securities (Instr. 3 and 4) |                 |  |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--|----------------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D) | Date Exercisable  | Expiration Date | Title  | Amount or Number of Shares |
| Option to purchase common stock par value \$0.01 per share | \$ 11.54   | 08/06/2009                           |  | A                              |   | 10,900   |     | 08/06/2010  | 08/06/2019      | Kimco Realty Corp. Common Stock par value \$0.01 per share | 10,900                     |
| Option to purchase common stock par value \$0.01 per share | \$ 11.54   | 08/06/2009                           |  | A                              |   | 10,900   |     | 08/06/2011  | 08/06/2019      | Kimco Realty Corp. Common Stock par value \$0.01 per share | 10,900                     |
| Option to purchase common stock par value \$0.01 per share | \$ 11.54   | 08/06/2009                           |  | A                              |   | 10,900   |     | 08/06/2012  | 08/06/2019      | Kimco Realty Corp. Common Stock par value \$0.01 per share | 10,900                     |
| Option to purchase common stock par value \$0.01 per share | \$ 11.54   | 08/06/2009                           |  | A                              |   | 10,900   |     | 08/06/2013  | 08/06/2019      | Kimco Realty Corp. Common Stock par value \$0.01 per share | 10,900                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                |       |
|---|---------------|-----------|----------------|-------|
|   | Director      | 10% Owner | Officer        | Other |
| COOPER MILTON<br>C/O KIMCO REALTY CORP<br>3333 NEW HYDE PARK RD STE 100<br>HYDER PARK, NY 11042 | X             |           | Chairman & CEO |       |

## Signatures

/s/ Milton  
Cooper

08/07/2009

\*\*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) Shares issued are Restericted Stock. The shares become unrestricted 25% each year as follows - 8/6/10 10,900 shares; 8/6/11 10,900 shares; 8/6/12 10,900 shares and 8/6/13 10,900 shares. Mr. Cooper is entitled to vote the shares and receive dividends, if any.

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.