#### Edgar Filing: SMITH MICHAEL L - Form 4

SMITH MICH Form 4	IAEL L										
January 20, 20	09										
FORM	Δ									PROVAL	
	UNITE	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								3235-0287	
Check this if no longer subject to Section 16. Form 4 or Form 5	STATE									Expires:January 31 2005Estimated average burden hours per response0.5	
obligations may continue. See Instruction 1(b).											
(Print or Type Re	sponses)										
1. Name and Address of Reporting Person <u>*</u> SMITH MICHAEL L			2. Issuer Name <b>and</b> Ticker or Trading Symbol				-	5. Relationship of Reporting Person(s) to Issuer			
	KITE REALTY GROUP TRUST [KRG]					(Check all applicable)					
(Last) C/O KITE RE TRUST, 30 S STREET, SU	<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>01/19/2009</li></ul>					Officer (give title 10% Owner Other (specify below) below)					
				4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
INDIANAPO	LIS, IN 46204	4						Form filed by M Person	Iore than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed of	f, or Beneficial	ly Owned	
	2. Transaction Da (Month/Day/Yea	r) Executio any	med	3.	4. Securit on(A) or Dia (Instr. 3, 4)	ies Ac sposed	quired 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	
Common Shares	01/19/2009			P	236.59 (1)	A	\$ 5.39	21,248.14	D		

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)

### Reporting Owners

#### Edgar Filing: SMITH MICHAEL L - Form 4

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. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships					
	Director	10% Owner	Officer	Other			
SMITH MICHAEL L C/O KITE REALTY GROUP TRU 30 SOUTH MERIDIAN STREET, INDIANAPOLIS, IN 46204		Х					
Signatures							
John A. Kite, Attorney-in-Fact	01/20/2009						

Date

<u>\*\*</u>Signature of 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) Represents shares acquired pursuant to the dividend reinvestment feature of the Company's Trustee Deferred Compensation Plan.

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.