

Edgar Filing: ARMOR HOLDINGS INC - Form 4

ARMOR HOLDINGS INC  
Form 4  
December 09, 2002

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FORM 4  
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[ ] Check this box if no longer subject  
to Section 16. Form 4 or Form 5  
obligations may continue. See  
Instruction 1(b).

U.S. SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person\*

Strauss

Thomas

W.

-----  
(Last)

(First)

(Middle)

c/o Ramius Capital Group  
757 Third Avenue

-----  
(Street)

New York

NY

10017

-----  
(City)

(State)

(Zip)

2. Issuer Name and Ticker or Trading Symbol

Armor Holdings, Inc. (AH)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Day/Year

December 5, 2002

5. If Amendment, Date of Original (Month/Day/Year)

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6. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

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

7. Individual or Joint/Group Filing (Check Applicable Law)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

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TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF,  
OR BENEFICIALLY OWNED

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| 1.<br>Title of Security<br>(Instr. 3)       | 2.<br>Trans-<br>action<br>Date<br>-----<br>(Month/<br>Day/Year) | 2A.<br>Deemed<br>Execution<br>Date, if<br>any<br>-----<br>(Month/<br>Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8)<br>-----<br>Code V | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3 and 4)<br>-----<br>(A)<br>or<br>(D) | Price |
|---|---|--|--|--|-------|
| Common Stock, par value<br>\$0.01 per share |   |  |  |  |       |

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FORM 4 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED  
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

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| 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise | 3A.<br>Deemed | 4.<br>Trans- | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A) | 6.<br>Date<br>Exercisable and | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4) |
|--|---------------|--------------|---|-------------------------------|---|
|--|---------------|--------------|---|-------------------------------|---|

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| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/Year) | Execut-<br>ion<br>Date,<br>if any<br>(Month/<br>Day/Year) | action<br>Code<br>(Instr.<br>8)<br>-----<br>Code V | or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>-----<br>(A) (D) | Expiration Date<br>(Month/Day/Year)<br>-----<br>Date Expira-<br>tion<br>Date | -----<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |
|--|---|--|---|--|---|--|---------------|-----------------|--|
| Stock<br>Options<br>(Right to<br>Buy) (1)              | \$7.50  |  |   |  |   | (2)  | 5/06          | Common<br>Stock | 75,000                                 |
| Stock<br>Options<br>(Right to<br>Buy) (3)              | \$9.6875  |  |   |  |   | (2)  | 6/09          | Common<br>Stock | 10,000                                 |
| Stock<br>Options<br>(Right to<br>Buy) (3)              | \$13.19   |  |   |  |   | (2)  | 6/15/10       | Common<br>Stock | 10,000                                 |
| Stock<br>Options<br>(Right to<br>Buy) (3)              | \$14.44   |  |   |  |   | (2)  | 6/19/11       | Common<br>Stock | 12,500                                 |
| Stock<br>Options<br>(Right to<br>Buy) (4)              | \$25.69   | 12/5/02  |   | A  | 12,500  | 6/18/03  | 12/5/12       | Common<br>Stock | 12,500                                 |

- (1) Granted pursuant to the Armor Holdings, Inc. Amended and Restated 1996 Non-Employee Directors Stock Option Plan.  
(2) Presently exercisable.  
(3) Granted pursuant to the Armor Holdings, Inc. 1999 Stock Incentive Plan.  
(4) Granted pursuant to the Armor Holdings, Inc. 2002 Stock Incentive Plan.

\*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).

/s/ Thomas W. Strauss

December 9, 2002

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\*\*Signature of the Reporting Person

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Date

