

Edgar Filing: ARMOR HOLDINGS INC - Form 4

ARMOR HOLDINGS INC
Form 4
May 11, 2001

FORM 4

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

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UNITED STATES 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*

Spiller	Jonathan	M.
(Last)	(First)	(Middle)

c/o Armor Holdings, Inc.
1400 Marsh Landing Parkway, Suite 112

(Street)

Jacksonville	FL	32250
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(City)	(State)	(Zip)
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2. Issuer Name and Ticker or Trading Symbol

Armor Holdings, Inc. (AH)

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

April, 2001

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

President and Chief Executive Officer

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

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficial

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficial Owned at End of Month (Instr. 3 and 4)
		Code	V	Amount	(A) or (D)	Price	
Common Stock, \$0.01 par value per share	4/27/01	A	V	14,741	A		324,061
Common Stock, \$0.01 par value per share							43,541

FORM 4 (continued)

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

1. 2. 3. 4. 5. 6. 7. 8.

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Title of Derivative Security (Instr. 3)	Conver- sion or Exercise Price of Deriv- ative Security	Trans- action Date (Month/ Day/ Year)	Trans- action Code (Instr. 8) ----- Code V	Number of Derivative Securities Acquired (A) or Disposed of (D)		Date Exer- cisable and Expiration Date (Month/ Day/Year)		Title and Amount of Underlying Securities (Instr. 3 and 4)	Price of Deriv- ative Secur- ity (Instr 5)
				(Instr. 3, 4 and 5)	(Instr. 3, 4 and 5)	Date Exer- cis- able	Expir- ation Date		
Stock Options (Right to Buy) (1)	\$1.05					(2)		Common Stock	109,429
Stock Options (Right to Buy) (3)	\$10.4375					(2)	9/2/07	Common Stock	100,000
Stock Options (Right to Buy) (3)	\$11.00					(2)	9/2/07	Common Stock	100,000
Stock Options (Right to Buy) (3)	\$12.00					(2)	9/2/07	Common Stock	50,000
Stock Options (Right to Buy) (4)	\$11.3125					(2)	1/1/09	Common Stock	300,000

EXPLANATION OF RESPONSES:

- (1) Granted pursuant to the Armor Holdings, Inc. 1994 Incentive Stock Plan.
- (2) Presently exercisable.
- (3) Granted pursuant to the Armor Holdings, Inc. 1996 Option Plan.
- (4) Granted pursuant to the Armor Holdings, Inc. 1998 Stock Option Plan.
- (5) Exercisable in three equal installments on and after each of the first 3 anniversaries of 1/1/99.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Jonathan M. Spiller

May 10, 2001

** Signature of Reporting Person

Date

Note: File three copies of this Form, one of which must be manually signed.
If space is insufficient, See Instruction 6 for procedure.

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