

Edgar Filing: ARMOR HOLDINGS INC - Form 5

ARMOR HOLDINGS INC  
 Form 5  
 February 13, 2002

FORM 5

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

OMB APPROVAL	
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U. S. SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549

ANNUAL 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\*

Townsend                      Alair                                      A.  
 -----  
 (Last)                                      (First)                                      (Middle)

c/o Crain's N.Y. Business  
 711 Third Avenue  
 -----

(Street)

New York                                      NY                                      10017  
 -----  
 (City)                                      (State)                                      (Zip)

-----  
 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

December 31, 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)

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) ----- Code	4. Securities Acquired (A) or Disposed of (D) ----- Amount (A) or Price (D)			5. Amount of Securities Beneficial Owned at End of Iss Fiscal Year (Instr. 3 and 4)
Common Stock, par value \$0.01 per share					5,016	

FORM 5 (continued)

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

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1.	2.	3.	4.	5.	6.	7.	8.	
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	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) ----- (A) (D)	Date Exer- cisable and Expiration Date (Month/ Day/Year) ----- Date Exer- cis- able	Expiration Date	Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Num- ber of Shares	Price of Deriv- ative Secur- ity (Instr. 5)
Stock Options (Right to Buy) (1)	\$8.00				(2)	12/06	Common Stock	55,000
Stock Options (Right to Buy) (3)	\$9.6875				(2)	6/09	Common Stock	10,000
Stock Options (Right to Buy) (3)	\$13.19				(2)	6/15/10	Common Stock	10,000
Stock Options (Right to Buy) (3)	\$14.44	6/19/01	A	12,500	(2)	6/19/11	Common Stock	12,500

(1) Granted pursuant to the Armor Holdings, Inc. 1996 Stock Option Plan.

(2) Presently exercisable.

(3) Granted pursuant to the Armor Holdings, Inc. 1999 Stock Incentive Plan.

/s/ Alair A. Townsend

February 11, 2002

\*\* Signature of Reporting Person

Date

\*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) .

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