

Edgar Filing: ARMOR HOLDINGS INC - Form 4

ARMOR HOLDINGS INC  
Form 4  
September 18, 2002

FORM 4

[ ] 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(h) of the Investment Company Act of 1940

(Print or Type Responses)

-----  
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 |
| -----        | -----   | ----- |
| (City)       | (State) | (Zip) |

-----  
2. Issuer Name and Ticker or Trading Symbol

Armor Holdings, Inc. (AH)

-----  
3. IRS or Social Security Number of Reporting Person, if an entity (Voluntary)

-----  
4. Statement for Month/Day/Year

9/16/02\*

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

-----  
6. Relationship of Reporting Person(s) to Issuer

Edgar Filing: ARMOR HOLDINGS INC - Form 4

(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 Line)

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<br>(Instr. 3)                | 2. Trans-<br>action<br>Date<br>-----<br>(Month/<br>Day/<br>Year) | 2A. Deemed<br>Execu-<br>tion<br>Date<br>if any<br>-----<br>(Month/<br>Day/<br>Year) | 3. Trans-<br>action<br>Code<br>(Instr. 8)<br>-----<br>Code V | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5)<br>-----<br>Amount (A) or Price<br>(D) | 5. Amount of<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr.<br>3 and 4) |
|---|--|---|--|--|--|
| Common Stock,<br>par value<br>\$0.01 per<br>share | 8/12/02  |   | A V  | 110,447 A (1)  | 428,295  |
| Common Stock,<br>par value<br>\$0.01 per<br>share |  |   |  |  | 20,000   |

\* Each of the transactions reported herein is reportable on a Form 5 and is being voluntarily reported is being filed prior to the due date of the Form 5.

Edgar Filing: ARMOR HOLDINGS INC - Form 4

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

| 1.                                      | 2.  | 3.                                | 3A.  | 4.                          | 5.  | 6.  | 7.   | 8.                                      |
|---|---|-----------------------------------|--|-----------------------------|---|---|--|---|
| Title of Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | Transaction Date (Month/Day/Year) | Deemed Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. 8) | Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | Date Exercisable and Expiration Date (Month/Day/Year) | Title and Amount of Underlying Securities (Instr. 3 and 4) | Price of Derivative Security (Instr. 5) |
| Stock Options (Right to Buy) (2)        | \$1.05  |                                   |  |                             |   | (3)   | Common Stock 14,191  |   |
| Stock Options (Right to Buy) (4)        | \$10.4375   |                                   |  |                             |   | (3) 9/2/07  | Common Stock 100,000                                       |   |
| Stock Options (Right to Buy) (4)        | \$11.00   |                                   |  |                             |   | (3) 9/2/07  | Common Stock 100,000                                       |   |
| Stock Options (Right to Buy) (4)        | \$12.00   |                                   |  |                             |   | (3) 9/2/07  | Common Stock 50,000  |   |
| Stock Options (Right to Buy) (5)        | \$11.3125   |                                   |  |                             |   | (3) 1/1/09  | Common Stock 300,000                                       |   |
| Stock Options (Right to Buy) (6)        | \$23.93   | 3/13/02                           |  | A V                         | 118,000   | (7) 3/12/12   | Common Stock 118,000                                       |   |
| Stock Options (Right to Buy) (8)        | \$23.93   | 3/13/02                           |  | A V                         | 10,000  | 12/31/03 3/12/12                                      | Common Stock 10,000  |   |
| Stock Options                           |   |                                   |  |                             |   |   |  |   |

Edgar Filing: ARMOR HOLDINGS INC - Form 4

|                   |         |         |   |   |         |     |         |        |         |
|-------------------|---------|---------|---|---|---------|-----|---------|--------|---------|
| (Right<br>to Buy) |         |         |   |   |         |     |         | Common |         |
| (10)              | \$24.07 | 6/24/02 | A | V | 172,000 | (9) | 6/24/12 | Stock  | 172,000 |

---

|                                       |         |         |   |   |         |          |         |        |         |
|---------------------------------------|---------|---------|---|---|---------|----------|---------|--------|---------|
| Stock<br>Options<br>(Right<br>to Buy) |         |         |   |   |         |          |         | Common |         |
| (10)                                  | \$24.07 | 6/24/02 | A | V | 125,000 | 12/31/04 | 6/24/12 | Stock  | 125,000 |

---

- (1) Represents a restricted stock award from the issuer, of which 10,447 shares vest upon grant and 100,000 shares vest on December 31, 2016.
- (2) Granted pursuant to the Armor Holdings, Inc. 1994 Incentive Stock Plan.
- (3) Presently exercisable.
- (4) Granted pursuant to the Armor Holdings, Inc. 1996 Stock Option Plan.
- (5) Granted pursuant to the Armor Holdings, Inc. 1998 Stock Option Plan.
- (6) Granted pursuant to the Armor Holdings, Inc. 1999 Stock Incentive Plan.
- (7) Options to purchase 100,000 shares vest on December 31, 2002 and options to purchase 18,000 shares vest on December 31, 2003.
- (8) Granted pursuant to the Armor Holdings, Inc. 2002 Executive Stock Plan.
- (9) Option to purchase 72,000 shares vest on December 31, 2003 and options to purchase 100,000 shares vest on December 31, 2004.
- (10) Granted pursuant to the Armor Holdings, Inc. 2002 Stock Incentive Plan.

\* If the Form is filed by more than one reporting person, See Instruction 5(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/ Jonathan M. Spiller

September 16, 2002

-----  
\*\* Signature of Reporting Person

-----  
Date

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