

Edgar Filing: ARMOR HOLDINGS INC - Form 4

ARMOR HOLDINGS INC
Form 4
October 10, 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*

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

4. Statement for Month/Year

September, 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 V	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficial Owned at End of Month (Instr. 3 and 4)
			Amount	(A) or (D)	Price	
Common Stock, par value \$0.01 per share	9/20/01	S	5,000	D	\$18.505	
Common Stock, par value \$0.01 per share	9/20/01	S	3,000	D	\$18.40	
Common Stock, par value \$0.01 per share	9/20/01	S	2,000	D	\$18.27	
Common Stock, par value \$0.01 per share	9/20/01	S	300	D	\$18.48	
Common Stock, par value \$0.01 per share	9/21/01	S	2,500	D	\$18.13	
Common Stock, par value \$0.01 per share	9/21/01	S	1,300	D	\$18.25	
Common Stock, par value \$0.01 per share	9/21/01	S	900	D	\$18.15	35,000

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly

*If the Form is filed by more than one reporting person, See Instruction 5(b)(v)

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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)

1.	2.	3.	4.	5.	6.	7.	8.
Title of Derivative Security (Instr. 3)	Price of Derivative Security	Conversion or Exercise Date (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) (1)	\$7.50				(2) 5/06	Common Stock 75,000	
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	

- (1) Granted pursuant to the Armor Holdings, Inc. 1996 Option Plan.
- (2) Presently exercisable.
- (3) Granted pursuant to the Armor Holdings, Inc. 1999 Stock Option Plan.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

*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/ Thomas W. Strauss

October 9, 2001

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** Signature of the 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.

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.

(Over)
SEC 1474 (7/96)