

Edgar Filing: ARMOR HOLDINGS INC - Form 4

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 | 12/10/01 | S | 42,000 | D | \$22.00 | 284 |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly by the reporting person.
 * If the Form is filed by more than one reporting person, See Instruction 5(b)(v).

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) | Conversion or Exercise Price of Derivative Security | Transaction 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) | \$9.6875 | | | | (2) 6/24/09 | Common Stock 10,000 | |
| Stock Options (Right to Buy) (1) | \$13.19 | | | | (2) 6/15/10 | Common Stock 10,000 | |
| Stock Options (Right to Buy) (1) | \$14.44 | | | | (2) 6/19/11 | Common Stock 12,500 | |

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

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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

/s/ Stephen B. Salzman

January 7, 2001

** Signature of the Reporting Person

Date

(Over)
SEC 1474 (7/96)