

ARMOR HOLDINGS INC
Form 4
January 10, 2002

FORM 4

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

Table with 2 columns: OMB APPROVAL, and rows for OMB Number, Expires, Estimated average burden, and hours per response.

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*

Salzman Stephen B.
(Last) (First) (Middle)

c/o Priderock Management LLC
605 Third Avenue

(Street)

New York NY 10158
(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, 2001

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

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.

Edgar Filing: ARMOR HOLDINGS INC - Form 4

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) (Instr. 3, 4, and 5) ----- (A) (D)	Date Exer- cisable and Expiration Date (Month/ Day/Year) ----- Date Exer- cis- able	Expir- ation 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)	\$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)