

CROSKREY STEPHEN  
Form 4  
November 18, 2004

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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 \*  
CROSKREY STEPHEN

(Last) (First) (Middle)

C/O ARMOR HOLDINGS,  
INC., 1400 MARSH LANDING  
PARKWAY

(Street)

JACKSONVILLE, FL 32250

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ARMOR HOLDINGS INC [AH]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/16/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
President and CEO--Prod. Div.

6. 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 Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/16/2004		M		26,165	A	\$ 23.93
Common Stock	11/16/2004		S		26,165	D	\$ 42.20
Common Stock	11/17/2004		M		43,296	A	\$ 23.93
Common Stock	11/17/2004		S		43,296	D	\$ 41.78
Common Stock	11/18/2004		M		30,539	A	\$ 23.93

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Common Stock	11/18/2004	S	30,539	D	\$ 41.96	0	D
Common Stock	11/18/2004	M	10,000	A	\$ 13.28	0	D
Common Stock	11/18/2004	S	10,000	D	\$ 41.96	152,945 <sup>(1)</sup>	D

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 23.93	11/16/2004		M	26,165	<sup>(2)</sup> 03/12/2012	Common Stock	26,165
Stock Option (right to buy)	\$ 23.93	11/17/2004		M	43,296	<sup>(2)</sup> 03/12/2012	Common Stock	43,296
Stock Option (right to buy)	\$ 23.93	11/18/2004		M	30,539	<sup>(2)</sup> 03/12/2012	Common Stock	30,539
Stock Option (right to buy)	\$ 13.28	11/18/2004		M	10,000	<sup>(2)</sup> 02/08/2009	Common Stock	10,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

CROSKREY STEPHEN  
C/O ARMOR HOLDINGS, INC.  
1400 MARSH LANDING PARKWAY  
JACKSONVILLE, FL 32250

President and CEO--Prod. Div.

## Signatures

/s/ Stephen  
Croskrey

11/18/2004

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).  
The amount of securities reported as beneficially owned following the reported transactions includes: (i) 2,089 shares of common stock awarded as a restricted stock award which vests on December 31, 2004, and (ii) 2,851 shares of common stock awarded as a restricted stock award which vests on December 31, 2006.
- (1) Presently exercisable.
  - (2) In addition to the 110,000 options reported herein, the Reporting Person is the beneficial owner of stock options to purchase 100,000 shares of common stock at an exercise price of \$23.93 per share.

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.