

Kellar Kelli L
Form 4
March 12, 2019

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Kellar Kelli L

(Last) (First) (Middle)

1939 CEDAR HILL DRIVE

(Street)

BLOOMFIELD HILLS, MI 48301

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AROTECH CORP [ARTX]

3. Date of Earliest Transaction
(Month/Day/Year)
03/08/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below)

VP - Finance and CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)
Common Stock	03/11/2019		M ⁽¹⁾	20,041 A \$ 0	20,041 ⁽²⁾	D	

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
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(9-02)

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

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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 Underlying Security (Instr. 3 and 4)	8. Title or Number of Shares
Restricted Stock Units ⁽³⁾	\$ 0	03/08/2019		M ⁽⁴⁾	20,041	03/08/2018 12/31/2028	Common Stock	20
Restricted Stock Units ⁽³⁾	\$ 0	03/08/2019		A ⁽⁵⁾	36,000	03/08/2018 12/31/2028	Common Stock	36

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kellar Kelli L 1939 CEDAR HILL DRIVE BLOOMFIELD HILLS, MI 48301			VP - Finance and CFO	

Signatures

/s/ Kelli L.
Kellar

03/12/2019

 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).
- (1) Issuance of shares upon vesting of 31,200 out of 36,000 restricted stock units (20,041 net of taxes), with the remaining 4,800 unearned restricted stock units being cancelled.
- (2) Does not include 36,000 unvested restricted stock units, the vesting of 24,000 of which is subject to future performance criteria.
- (3) Each restricted stock unit represents a contingent right to receive one share of common stock.
- (4) Removal of restrictions and issuance of 20,041 shares of stock on 03/08/2019 due to vesting of 31,200 out of 36,000 restricted stock units (20,041 net of taxes), with the remaining 4,800 unearned restricted stock units being cancelled.
- (5) Award of restricted stock units, vesting 1/3 on continued employment (1/9 vesting at the end of each year over three years) and 2/3 on multi-year performance criteria.

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.