

DRS TECHNOLOGIES INC
Form 4
November 12, 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 *
CASNER PAUL G JR

(Last) (First) (Middle)
629 QUAIL KEEP DRIVE
(Street)

SAFETY HARBOR, FL 34695

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DRS TECHNOLOGIES INC [DRS]

3. Date of Earliest Transaction (Month/Day/Year)
11/10/2004

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)
Exec. V.P., COO

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/10/2004		S		100	D	\$ 40.54
					45,530	(1)	D
Common Stock	11/10/2004		S		900	D	\$ 40.52
					44,630	(1)	D
Common Stock	11/10/2004		S		100	D	\$ 40.51
					44,530	(1)	D
Common Stock	11/10/2004		S		8,900	D	\$ 40.5
					35,630	(1)	D
Common Stock	11/11/2004		M		7,500	A	\$ 7.0625
					43,130	(1)	D

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Common Stock	11/11/2004	S	1,000	D	\$ 41.27	42,130 ⁽¹⁾	D
Common Stock	11/11/2004	S	1,300	D	\$ 41.36	40,830 ⁽¹⁾	D
Common Stock	11/11/2004	S	300	D	\$ 41.42	40,530 ⁽¹⁾	D
Common Stock	11/11/2004	S	500	D	\$ 41.5	40,030 ⁽¹⁾	D
Common Stock	11/11/2004	S	4,400	D	\$ 41.25	35,630 ⁽¹⁾	D
Common Stock	11/11/2004	M	2,500	A	\$ 13.5	38,130 ⁽¹⁾	D
Common Stock	11/11/2004	S	2,500	D	\$ 41.25	35,630 ⁽¹⁾	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 displays a currently valid OMB control number.

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 7.0625	11/11/2004		M	7,500	11/10/2000 ⁽³⁾	11/09/2009	Common Stock	7,500
Stock Option (Right to Buy)	\$ 13.5	11/11/2004		M	2,500	11/24/2001 ⁽⁴⁾	11/23/2010	Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CASNER PAUL G JR 629 QUAIL KEEP DRIVE SAFETY HARBOR, FL 34695			Exec. V.P., COO	

Signatures

Paul G. Casner,
Jr. 11/11/2004

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).
- (1) Includes 9,000 shares of restricted stock granted January 22, 2004 that vest three years from date of grant.
- (2) Option to buy granted under a plan for which no consideration was paid by reporting person.
- (3) Option to buy 30,000 shares granted on November 10, 1999, exercisable on the first four anniversaries of the date of grant at 25% per year and was, at time of exercise, exercisable as to 7,500 shares.
- (4) Option to buy 40,000 shares granted on November 24, 2000, exercisable on the first four anniversaries of the date of grant at 25% per year and was, at time of exercise, exercisable as to 2,500 shares.

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.