Paup Thomas J Form 4 January 29, 2013

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

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

may continue. See Instruction

1(b).

Form 5

obligations

(Print or Type Responses)

ANN ARBOR, MI 46108

Common

Stock

01/12/2013

1. Name and Address of Reporting Person * Paup Thomas J Symbol

AROTECH CORP [ARTX]

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

4716 LOHR ROAD 12/19/2012

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

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Issuer

(Check all applicable)

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

Vice President-Finance and CFO

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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Number:

Expires:

response...

Estimated average

burden hours per

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficiall	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common	12/19/2012		Code V M	Amount 5,555	(D)	Price \$ 0	181,971 (2)	D	
Stock Common Stock	12/19/2012		F <u>(1)</u>	1,875	D	\$ 1.02	180,096 (2)	D	
Common Stock	01/12/2013		M	20,000	A	\$ 0	200,096 (2)	D	
Common Stock	01/12/2013		F(1)	3,700	D	\$ 0.0976	196,396 (2)	D	

2,000

D

\$ 0.96

194,396 (2)

D

 $F^{(1)}$

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Common 01/12/2013 $F^{(1)}$ $193,596 \frac{(2)}{}$ 800 D \$ 0.98 D Stock

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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 tionDerivative 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 Share
Restricted Stock Units (3)	\$ 0	01/12/2013		M(4)		20,000	12/31/2012	12/31/2022	Common Stock	20,000

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Paup Thomas J 4716 LOHR ROAD ANN ARBOR, MI 46108

Vice President-Finance and CFO

Signatures

/s/ Thomas J. 01/28/2013 Paup

**Signature of Date Reporting Person

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) Sale of shares in order to pay tax on vested restricted stock units.
- (2) Does not include 100,000 unvested restricted stock units, the vesting of 80,000 of which is subject to future performance criteria.
- (3) Each restricted stock unit represents a contingent right to receive one share of common stock.

Reporting Owners 2

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(4) Removal of restrictions and issuance of stock on 01/12/2013 due to vesting of restricted stock units on 12/31/2012.

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.