

DRS TECHNOLOGIES INC  
Form 4  
February 16, 2005

**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 \*  
JAMES C SHELTON

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
504 CEDAR HEIGHTS RD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/15/2005

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

PITTSVIEW, AL 36875

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |
| Common Stock                    | 02/15/2005                           |  | M                              |   | 500 A \$ 11.4375  | 1,656  | D                                 |
| Common Stock                    | 02/15/2005                           |  | M                              |   | 2,500 A \$ 21.8   | 4,156  | D                                 |
| Common Stock                    | 02/15/2005                           |  | S                              |   | 2,000 D \$ 42.32  | 2,156  | D                                 |
| Common Stock                    | 02/15/2005                           |  | S                              |   | 1,000 D \$ 42.29  | 1,156  | 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

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Option (Right to Buy)                | \$ 11.4375   | 02/15/2005                           |  | M                              | 500   | 08/09/2001 <sup>(2)</sup> 08/08/2010                     | Common Stock 500  |
| Stock Option (Right to Buy)                | \$ 21.8  | 02/15/2005                           |  | M                              | 2,500   | 08/08/2002 <sup>(3)</sup> 08/07/2011                     | Common Stock 2,500  |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| JAMES C SHELTON<br>504 CEDAR HEIGHTS RD<br>PITTSVIEW, AL 36875 | X             |           |         |       |

## Signatures

C. Shelton  
James 02/16/2005

\*\*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) Option granted pursuant to stock option plan, for which no consideration was paid by reporting person
- (2) Option to buy 2,500 shares granted on August 9, 2000, exercisable as to 100% on the first anniversary of date of grant.

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(3) Option to buy 2,500 shares granted on August 8, 2001, exercisable as to 100% on the first anniversary of date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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