

Weixel Michael
Form 4
April 04, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Weixel Michael

2. Issuer Name and Ticker or Trading Symbol
SOTERA DEFENSE SOLUTIONS, INC. [GTEC]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Senior VP, Contracts and Admin

(Last) (First) (Middle)
1501 FARM CREDIT DRIVE, SUITE 2300
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/04/2011

MCLEAN, VA 22102-5011

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)
				(A) or (D)	Amount or Price		
			Code	V	Amount (D)	Price	
Common Stock	04/04/2011		U		3,800 (1)	\$ 24.25	0
							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.

SEC 1474
(9-02)

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

Edgar Filing: Weixel Michael - Form 4

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)	Amount or Number of Shares
Common Stock Option (Right to Buy)	\$ 8.54	04/04/2011		D	21,859	⁽²⁾ 01/01/2019	Common Stock	21,859
Common Stock Option (Right to Buy)	\$ 16.31	04/04/2011		D	5,000	⁽³⁾ 03/01/2021	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Weixel Michael 1501 FARM CREDIT DRIVE SUITE 2300 MCLEAN, VA 22102-5011			Senior VP, Contracts and Admin	

Signatures

/s/ Lisa Broome, Attorney-in-Fact for Michael Weixel 04/04/2011

**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) Represents shares tendered to Sentinel Acquisition Corporation ("Sentinel") pursuant to the Offer to Purchase, dated March 7, 2011. Pursuant to the Agreement and Plan of Merger, dated March 2, 2011, between Global Defense Technology & Systems, Inc., Sentinel, and Sentinel Acquisition Holdings Inc. (the "Merger Agreement"), this option, which provided for vesting in four equal annual installments beginning January 1, 2010, was canceled in exchange for a cash payment representing the difference between \$24.25 per share and the exercise price of the option.
 - (2) Pursuant to the Merger Agreement, this option, which provided for vesting in four equal annual installments beginning March 1, 2012, was canceled in exchange for a cash payment representing the difference between \$24.25 per share and the exercise price of the option.

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

Edgar Filing: Weixel Michael - Form 4

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.