

21ST CENTURY HOLDING CO

Form 4

December 08, 2005

**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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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WILCOX RICHARD W JR**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**21ST CENTURY HOLDING CO**  
**[TCHC]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

**3661 WEST OAKLAND PARK  
BLVD, SUITE 300**

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**12/07/2005**

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

**LAUDERDALE LAKES, FL 33311**

(City) (State) (Zip)

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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|---|---|--|--|---|
|                                       |   |   | Code                                    | V   | Amount   | (A)<br>or<br>(D)   | Price   |
| Common<br>Stock                       |   |   |   |   | 30,250   | D  |   |
| Common<br>Stock                       |   |   |   |   | 3,000  | I  | Held by<br>Richard<br>W. Wilcox<br>IRA                            |
| Common<br>Stock                       | 12/07/2005                              |   | P                                       | 300   | \$ 14.83   | I  | Held by<br>spouse   |
| Common<br>Stock                       | 12/07/2005                              |   | P                                       | 100   | \$ 14.9  | I  | Held by<br>spouse   |

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|              |            |   |       |   |          |                       |   |                |
|--------------|------------|---|-------|---|----------|-----------------------|---|----------------|
| Common Stock | 12/07/2005 | P | 2,000 | A | \$ 15.01 | 5,500                 | I | Held by spouse |
| Common Stock | 12/07/2005 | P | 1,600 | A | \$ 15.02 | 7,100                 | I | Held by spouse |
| Common Stock | 12/07/2005 | P | 600   | A | \$ 15.03 | 7,700                 | I | Held by spouse |
| Common Stock | 12/07/2005 | P | 700   | A | \$ 15.04 | 8,400                 | I | Held by spouse |
| Common Stock | 12/07/2005 | P | 500   | A | \$ 15.05 | 8,900                 | I | Held by spouse |
| Common Stock | 12/07/2005 | P | 200   | A | \$ 15.07 | 9,100                 | I | Held by spouse |
| Common Stock | 12/07/2005 | P | 200   | A | \$ 15.08 | 9,300                 | I | Held by spouse |
| Common Stock | 12/07/2005 | P | 400   | A | \$ 15.09 | 9,700                 | I | Held by spouse |
| Common Stock | 12/07/2005 | P | 300   | A | \$ 15.2  | 10,000 <sup>(1)</sup> | I | Held by spouse |

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)

| 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) | 8. Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                         | Amount or Number of Shares |
| Options                                    | \$ 8.333   |                                      |  |                                |   | 01/31/2004 <sup>(2)</sup>                                | 01/31/2009  | Common Stock                  | 15,000                     |
| Options                                    | \$ 15.79   |                                      |  |                                |   | 12/05/2006 <sup>(3)</sup>                                | 12/05/2011  | Common Stock                  | 10,000                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| WILCOX RICHARD W JR<br>3661 WEST OAKLAND PARK BLVD, SUITE 300<br>LAUDERDALE LAKES, FL 33311 | X             |           |         |       |

## Signatures

Richard W.  
Wilcox, Jr. 12/08/2005

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) Total shares owned after all reported transactions.
- (2) The stock options are fully vested.
- (3) The stock options vest 20% per year.

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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