

Edgar Filing: FAB INDUSTRIES INC - Form 5

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

Vice-President - Sales

7. 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
			Amount	(A) or (D)	Price
Common Stock, par value \$0.20 per share	4/6/1998	X	1,000	A	\$15.44
Common Stock, par value \$0.20 per share	8/1/2001	A	485	A	(1)

* If the form is filed by more than one reporting person, see
Instruction 4(b)(v).

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 CONTROL NUMBER.

(Over)
SEC 2270 (3/99)

FORM 5 (continued)

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

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1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion cisable Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Employee Stock Option (right to buy)	\$15.44	11/02/90	X,J(2)	2,000	(3) 11/02/00	Common Stock 2,000
Employee Stock Option (right to buy)	\$13.00	10/27/99	A	4,000	(4) 10/27/09	Common Stock 4,000

Explanation of Responses:

- (1) Represents shares allocated under the Fab Industries, Inc. Employees Stock Ownership Plan.
- (2) 1,000 shares of common stock were purchased pursuant to an option exercise on 4-6-98 and the remaining employee stock options expired on 11-2-00.
- (3) 400 shares became exercisable on each of 11-02-90, 11-02-91, 11-02-92, 11-02-93 and 11-02-94.
- (4) 800 shares become exercisable on each of 10-27-00, 10-27-01, 10-27-02, 10-27-03 and 10-27-04.

/s/ Sam B. Hiatt

January 8, 2002

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Potential persons who are to respond to the collection of information contained

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in this form are not required to respond unless the form displays a currently valid OMB control number.

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