

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Williams Brad</u> <hr/> (Last) (First) (Middle) C/O CADRE HOLDINGS, INC. 13386 INTERNATIONAL PKWY <hr/> (Street) JACKSONVILLE FL 32218 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Cadre Holdings, Inc. [CDRE]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">PRESIDENT</p>
	3. Date of Earliest Transaction (Month/Day/Year) 03/13/2025	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price				
Common Stock, par value \$0.0001 per share ("Common Stock")	03/13/2025		M		4,191	A	(1)	117,401	D		
Common Stock	03/13/2025		F		1,021 ⁽²⁾	D	\$34.91	116,380	D		

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(1)	03/13/2025		M		4,191		(1)	(1)	Common Stock	4,191	\$0	4,191	D	
Stock Option (right to purchase)	\$34.91	03/13/2025		A		48,121		(3)	03/13/2035	Common Stock	48,121	\$0	48,121	D	
Restricted Stock Units	(4)	03/13/2025		A		15,409		(4)	(4)	Common Stock	15,409	\$0	15,409	D	

Explanation of Responses:

- Comprised of a restricted stock units award previously granted on March 13, 2023 (the "Restricted Stock Award"), under the Issuer's 2021 Stock Incentive Plan (the "Plan") consisting of 12,572 restricted shares of the Issuer's common stock, par value \$0.0001 per share (the "Common Stock"). 4,190 restricted shares of Common Stock vested and became non-forfeitable on March 13, 2024, 4,191 restricted shares of Common Stock vested and became non-forfeitable on March 13, 2025, and 4,191 restricted shares of Common Stock will vest and become non-forfeitable on March 13, 2026.
- Represents the number of shares of Common Stock withheld by the Issuer to satisfy the tax withholding obligations incurred by Mr. Williams as a result of the vesting on March 13, 2025, of a portion of the Restricted Stock Award.
- The option to purchase shares of the Issuer's Common Stock was granted under the Plan. Options to purchase 16,041 shares of the Issuer's Common Stock will vest and become exercisable on March 13, 2026, and options to purchase 16,040 shares of the Issuer's Common Stock will vest and become exercisable on each of March 13, 2027, and March 13, 2028, respectively.
- Comprised of a restricted stock units award granted under the Plan consisting of 15,409 restricted shares of the Issuer's Common Stock. 5,137 restricted shares of the Issuer's Common Stock will vest and become non-forfeitable on March 13, 2026, and 5,136 restricted shares of the Issuer's Common Stock will vest and become non-forfeitable on each of March 13, 2027 and March 13, 2028, respectively.

/s/ Brad Williams

03/17/2025

** Signature of Reporting Person

Date

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

* 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).

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

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 Number.