

Edgar Filing: CONCERO INC - Form 5

CONCERO INC

Form 5

February 14, 2002

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

FORM 5
ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue.

Form 3 Holdings Reported

Form 4 Transactions Reported

1. Name and Address of Reporting Person(s)

Webb, Timothy D.
6300 Bridgepoint Parkway
Building One, Suite 500
Austin, TX 78730

2. Issuer Name and Ticker or Trading Symbol

Concero Inc. (CERO)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

12/01

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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

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 | 2) Trans- action Date (Month/ Day/Year) | 3. Trans- action Code | 4. Securities Acquired (A) or Disposed of (D) Amount | A or D | Price |
|----------------------|---|-----------------------------|---|--------------|----------|
| Common Stock | 04/30/01 | J | 500 | A | \$1.0625 |
| Common Stock | 10/31/01 | J | 500 | A | \$0.3740 |

Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns

| 1) Title of Derivative Security | 2) Conversion or Exercise Price of Derivative Security | 3) Trans- action Date | 4) Trans- action Code | 5) Number of Derivative Securities Acquired (A) or Disposed of (D) A | D |
|------------------------------------|--|-----------------------------|-----------------------------|---|---|
|------------------------------------|--|-----------------------------|-----------------------------|---|---|

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| | | | | |
|---|-----------|----------|---|---------|
| Incentive Stock Option (right to buy) | \$3.5000 | | | |
| Non-Qualified Stock Option (right to buy) | \$0.4700 | 07/31/01 | A | 100,000 |
| Non-Qualified Stock Option (right to buy) | \$1.0100 | 04/23/01 | A | 28,355 |
| Non-Qualified Stock Option (right to buy) | \$3.5000 | | | |
| Non-Qualified Stock Option (right to buy) | \$12.0625 | | | |

Table II (PART 2) Derivative Securites Acquired, Disposed of, or Beneficially Owned (Columns

| 1)Title of Derivative Security | 3)Trans- action Date | 7)Title and Amount of Underlying Securities | 8)Price of Deri- vative Security | |
|---|----------------------------|---|---|----------|
| | | Title | Amount or Number of Shares | |
| - | | | | |
| Incentive Stock Option (right to buy) | | Common Stock | 199,997 | |
| Non-Qualified Stock Option (right to buy) | 07/31/01 | Common Stock | 100,000 | \$0.4700 |
| Non-Qualified Stock Option (right to buy) | 04/23/01 | Common Stock | 28,355 | \$1.0100 |
| Non-Qualified Stock Option (right to buy) | | Common Stock | 300,003 | |
| Non-Qualified Stock Option (right to buy) | | Common Stock | 100,000 | |

Explanation of Responses:

(1) Options are exercisable in two (2) equal annual installments.

(2) Options are exercisable on July 31, 2005, unless acceleration provisions apply.

SIGNATURE OF REPORTING PERSON

/S/ Webb, Timothy D.

DATE: February 11, 2002