

Edgar Filing: CONCERO INC - Form 5

CONCERO INC
 Form 5
 February 14, 2001

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 Three, Suite 200
 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

12/00

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	04/03/00	G	500	D
Common Stock	05/01/00	J	500	A \$4.8875
Common Stock	10/31/00	J	500	A \$3.1476

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

1) Title of Derivative	2) Conversion	3) Trans-	4) Trans-	5) Number of Derivative
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Security	or Exercise Price of Derivative Security	action Date	action Code	Securities Acquired (A) or Disposed of (D)
			Code	A D
Incentive Stock Option (right to buy)	\$3.5000			
Non-Qualified Stock Option (right to buy)	\$3.5000			
Non-Qualified Stock Option (right to buy)	\$12.0625	07/21/00	A	100,000

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

1) Title of Derivative Security	3) Transaction Date	7) Title and Amount of Underlying Securities	8) Price of Derivative Security	
		Title	Amount or Number of Shares	
Incentive Stock Option (right to buy)		Common Stock	199,997	
Non-Qualified Stock Option (right to buy)		Common Stock	300,003	
Non-Qualified Stock Option (right to buy)	07/21/00	Common Stock	100,000	\$3.1476

[FN]

Explanation of Responses:

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- (1) The options are immediately exercisable. Option to purchase 79,999 shares are currently vested. The remaining options vest as follows: (i) an additional 34,285 shares upon continuation in Service through August 28, 2001, (ii) an additional 15,714 shares upon continuation in Service through August 28, 2002, (iii) an additional 30,000 shares upon continuation in Service through August 28, 2003 and (iv) the remaining 39,999 shares upon continuation in Service through August 28, 2004.
- (2) Options to purchase 120,001 shares are currently vested. The remaining options vest as follows: (i) an additional 65,715 shares upon continuation in Service through August 28, 2001, (ii) an additional 9,286 shares upon continuation in Service through August 28, 2002, (iii) an additional 45,000 shares upon continuation in Service through August 28, 2003, and (iv) the remaining 60,001 shares upon Optionee's continuation in Service through August 28, 2004.
- (3) Option to purchase 100,000 shares becomes exercisable in four (4) equal annual installments commencing on July 21, 2001.

SIGNATURE OF REPORTING PERSON

/s/ Webb, Timothy D.

DATE 01/08/01