

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)

Ditto, Steven C.  
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)  
VP, Strategic Accounts

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-<br>action<br>Date<br>(Month/<br>Day/Year) | 3. Trans-<br>action<br>Code | 4. Securities Acquired (A)<br>or Disposed of (D)<br>Amount | A<br>or<br>D Price |
|----------------------|---|-----------------------------|--|--------------------|
|----------------------|---|-----------------------------|--|--------------------|

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

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

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|  |          |          |   |        |
|--|----------|----------|---|--------|
| Non-Qualified Stock Option<br>(right to buy) | \$0.6000 | 08/15/01 | A | 15,000 |
| Non-Qualified Stock Option<br>(right to buy) | \$1.0100 | 04/23/01 | A | 14,115 |
| Non-Qualified Stock Option<br>(right to buy) | \$3.6250 | 10/02/00 | A | 50,000 |

Table II (PART 2) Derivative Securities 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      |
| -  |                     |  |                                 |
| Non-Qualified Stock Option<br>(right to buy) | 08/15/01            | Common Stock                                 | 15,000                          |
| Non-Qualified Stock Option<br>(right to buy) | 04/23/01            | Common Stock                                 | 14,115                          |
| Non-Qualified Stock Option<br>(right to buy) | 10/02/00            | Common Stock                                 | 50,000                          |

Explanation of Responses:

- (1) Options are exercisable in two (2) equal annual installments beginning August 15, 2002.
- (2) Options are exercisable in two (2) equal annual installments beginning April 23, 2002.
- (3) 12,500 options are currently exercisable. The remaining 37,500 are exercisable in three (3) October 2, 2002.

SIGNATURE OF REPORTING PERSON

/S/ Ditto, Steven C.

DATE: February 11, 2002