

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)

Kurtzman, Kevin B.
Pencom Systems, Inc.
40 Fulton Street
28th Floor
New York, NY 10038

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)

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) A or D	Price
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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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(right to buy)

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Non-Qualified Stock Option (right to buy)	\$1.4600	05/23/01	A	4,000
Non-Qualified Stock Option (right to buy)	\$1.9300	01/02/01	A	7,772
Non-Qualified Stock Option (right to buy)	\$2.6250			
Non-Qualified Stock Option (right to buy)	\$3.5000			
Non-Qualified Stock Option (right to buy)	\$6.2600			
Non-Qualified Stock Option (right to buy)	\$15.9840			
Non-Qualified Stock Option (right to buy)	\$20.0000			

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 (right to buy)	05/23/01	Common Stock	20,000
Non-Qualified Stock Option (right to buy)	05/23/01	Common Stock	4,000
Non-Qualified Stock Option (right to buy)	01/02/01	Common Stock	7,772
Non-Qualified Stock Option (right to buy)		Common Stock	17,857
Non-Qualified Stock Option (right to buy)		Common Stock	4,000
Non-Qualified Stock Option (right to buy)		Common Stock	21,538
Non-Qualified Stock Option (right to buy)		Common Stock	4,000
Non-Qualified Stock Option (right to buy)		Common Stock	1,674

Explanation of Responses:

(1) The option to purchase 4,000 shares becomes exercisable on May 23, 2002.

(2) The option to purchase 20,000 shares become exercisable in four (4) equal annual installments

(3) 7,125 options are currently exercisable. The remaining 647 options become exercisable on 1/2

(4) All options are currently exercisable.

SIGNATURE OF REPORTING PERSON

/S/ Kurtzman, Kevin B.

DATE: February 11, 2002