

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
------------------------------------	--	-----------------------------	-----------------------------	---	---

Edgar Filing: CONCERO INC - Form 5

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	
		Amount or Number of Shares		
-		Title		
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