

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)
 Fernandez, Pedro A.
 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)
 VP, Corporate Strategy and Marketing
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
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Common Stock

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

1) Title of Derivative Security	2) Conversion or Exercise Price of	3) Trans- action Date	4) Trans- action Code	5) Number of Derivative Securities Acquired (A) or Disposed of (D)
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	Derivative Security		Code	A	D
Non-Qualified Stock Option (right to buy)	\$2.7500				
Non-Qualified Stock Option (right to buy)	\$9.6250	05/31/00	A	25,000	

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 (right to buy)		Common Stock	125,000
Non-Qualified Stock Option (right to buy)	05/31/00	Common Stock	25,000

[FN]

Explanation of Responses:

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- (1) Option to purchase 62,500 shares is currently exercisable. The remaining options become exercisable in two (2) equal annual installments commencing on July 18, 2001
- (2) Options become exercisable in four (4) equal annual installments commencing on May 31, 2001.

SIGNATURE OF REPORTING PERSON

/S/ Fernandez, Pedro A.

DATE: 01/8/01