

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)
 Herring, Tom A.
 Polaris Venture Partners
 2305 Barton Creek Boulevard, #44
 Austin, TX 78735

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)

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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Non-Qualified Stock Option (right to buy)	\$3.5000			
Non-Qualified Stock Option (right to buy)	\$6.8750			
Non-Qualified Stock Option (right to buy)	\$7.9600			
Non-Qualified Stock Option (right to buy)	\$11.5000			
Non-Qualified Stock Option (right to buy)	\$12.2500			
Non-Qualified Stock Option (right to buy)	\$15.9840	05/17/00	A	4,000
Non-Qualified Stock Option (right to buy)	\$20.0000	01/03/00	J	1,674

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	4,000	
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	6,024	
Non-Qualified Stock Option (right to buy)		Common Stock	3,244	
Non-Qualified Stock Option (right to buy)	05/17/00	Common Stock	4,000	\$15.9840
Non-Qualified Stock Option (right to buy)	01/03/00	Common Stock	1,674	\$20.0000

[FN]

Explanation of Responses:

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- (1) All shares are currently exercisable.
- (2) 16,153 Options are currently exercisable. The remaining 5,385 options become exercisable on January 31, 2001.
- (3) The option to purchase 4,000 shares becomes exercisable on May 17, 2001.
- (4) 1,535 Options are currently exercisable. The remaining 139 options become exercisable on January 31, 2001.

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SIGNATURE OF REPORTING PERSON

/S/ Herring, Tom A.

DATE: 01/09/01