

Edgar Filing: SCHAEFFER PETER - Form 5

SCHAEFFER PETER  
Form 5  
May 15, 2002

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| FORM 5 |  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Check box if  
no longer subject to Section 16.  
Form 4 or Form 5 obligations may  
continue. See Instruction 1(b).  
ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
Filed pursuant to Section 16(a) of the Securities  
Exchange Act of 1934, Section 17(a) of the  
Public Utility Holding Company Act of 1935 or  
Section 30(f) of the Investment Company Act of 1940

Form 3 Holdings Reported

Form 4 Transactions Reported

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1. Name and Address of Reporting Person\*

Schaeffer Peter  
-----  
(Last) (First) (Middle)  
14100 Southwest Frwy. Suite 500  
-----  
(Street)  
Sugar Land TX 77478  
-----  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol NEON Systems, Inc. (NESY)  
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3. I.R.S. Identification Number of Reporting Person, if an entity  
(Voluntary) -----

4. Statement for Month/Year 03/31/02  
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5. If Amendment, Date of Original (Month/Year) -----

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director  Officer  10% Owner  Other  
(give title below) (specify below)

7. Individual or Joint/Group Reporting (check applicable line)

X Form Filed by One Reporting Person  
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Form Filed by More than One Reporting Person  
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Table I--Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficia- lly Owned at end of Issuer's Fiscal Year (Instr. 3)
			Amount	(A) or (D) Price	
Common Stock	04/12/02	G	1,000	D	368,335

Table II--Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

FORM 5 (continued)

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exercise Price of Deriv- ative Security	3. Trans- action Date (Month/ Day/ Year)	4. Transac- tion Code (Instr. 8)
Common Stock	\$8.20	03/26/02	A

6. Date Exer- cisable and Expiration Date (Month/Day/ Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Deriv- ative Secur- ity	9. Number of Deriv- ative Secur- ities Bene-	10.
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	(Instr. 5)	Officially Owned at End of Year (Instr. 4)
(1)	03/26/12	Common Stock	12,500		12,500

Explanation of Responses:

(1) Option granted under the issuer's 2002 Director Option Plan which vests as follows: Vest quarterly over three (3) years from date of grant.

/s/ Peter Schaeffer                                  05/14/2002  
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\*\*Signature of Reporting Person                                  Date

(1) Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.