

Edgar Filing: NEON SYSTEMS INC - Form 5

NEON SYSTEMS INC  
 Form 5  
 May 15, 2001

1

-----  
 FORM 5  
 -----

-----  
 OMB APPROVAL  
 -----

OMB Number: 3235-0362  
 Expires: December 31, 2001  
 Estimated average burden  
 hours per response.... 1.0  
 -----

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, DC 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- [ ] CHECK BOX IF NO LONGER SUBJECT TO SECTION 16. FORM 4 OR FORM 5 OBLIGATIONS MAY CONTINUE. SEE INSTRUCTION 1(b).
- [ ] FORM 3 HOLDINGS REPORTED
- [ ] FORM 4 TRANSACTIONS REPORTED

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

|  |                           |          |  |   |
|--|---------------------------|----------|--|---|
| 1. Name and Address of Reporting Person* |                           |          | 2. Issuer Name and Ticker or Trading Symbol                      | 6. Rel  |
| Schaeffer                                | Peter                     |          | NEON Systems, Inc. (NESY)  | Iss   |
| (Last)                                   | (First)                   | (Middle) |  |   |
| 14100                                    | Southwest Frwy, Suite 500 |          | 3. IRS or Social Security Number of Reporting Person (Voluntary) | 4. Statement for Month/Year Fiscal year ended 3/31/01 |
|  | (Street)                  |          |  | 5. If Amendment, Date of Original Month/Year)         |
| Sugar Land                               | TX                        | 77478    |  |   |
| (City)                                   | (State)                   | (Zip)    |  | 7. I  |

TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL

|                                 |                                      |                                |   |  |
|---------------------------------|--------------------------------------|--------------------------------|---|--|
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at end of Issuance Fiscal Year (Instr. 3) |
|---------------------------------|--------------------------------------|--------------------------------|---|--|

Edgar Filing: NEON SYSTEMS INC - Form 5

Amount (A) or Price  
(D)

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

\*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION CONTAINED HEREIN ARE NOT REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB CONTROL NUMBER.

2

FORM 5 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (e.g., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 7.              |
|---|--|---|-----------------------------------|--|---|-----------------|
|   |  |   |                                   | (A) (D)  | Date Exercisable Date                                       | Expiration Date |
| Common Stock                                  | \$20.938   | 4/1/00                                  | A                                 | 75,000   | (1)   | 4/1/10          |

Edgar Filing: NEON SYSTEMS INC - Form 5

| 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned at End<br>of Year<br>(Instr. 4) | 10. Ownership<br>of Derivative<br>Security:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 4) | 11. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|--|--|
|---|--|--|

6,500

D

Explanation of Responses:

(1) Option granted under the issuer's 1999 Long-Term Incentive Plan and subsequently cancelled pursuant to his termination as an officer of the Company effective February 28, 2001.

/s/ Pete

\*\*Signatu

\*As Atto

\*\*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 is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.