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NEON SYSTEMS INC Form 3 July 23, 2001

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OMB APPROVAL

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FORM 3

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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* Smith Steven			Statement	4. Issuer Name and Ticke Trading Symbol NEON Systems, Inc. (N		
	 (First)	(Middle) Suite 500	(Month/Day/Year) 7/17/01	5. Relationship of Repo Person(s) to Issuer		
(Street) Sugarland Texas 77478		 I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 	X Officer Ot			
(City)	(State)	(Zip)		(give title below) Senior Vice President - Research & Development		
TAB	LE I NON	J-DERIVATIVE SEC	CURITIES BENEFICIALLY OWNED			
1. Title of Se (Instr. 4)	curity		 Amount of Securities Beneficially Owned (Instr. 4) 	_		
Common Stock			18,674	D		

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Reminder: Report on a separate line for each class of securities beneficially owned directly or i *If the form is filed by more than one reporting person, see Instruction 5(b)(v).

POTENTIAL PERSONS WHO ARE TO RESPOND TO TO CONTAINED IN THIS FORM ARE NOT REQUIRED TO A CURRENTLY VALID OMB CONTROL NUMBER.

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FORM 3 (CONTINUED)	(TABLE II DERIVATIVE SECURITIES BENEFICIALLY OWNED (e.g., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)						
1. Title of Derivative Security (Instr. 4)	and Expiration Date		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		or Exercise Price of Derivative	5. C F D		
	Date Exercisable	-		Amount or Number of Shares		Ц I (
Stock Options (Right to Buy)	(1)	2/15/08	Common Stock	22,800	\$10.00	Γ		
Stock Options (Right to Buy)	(2)	7/28/10	Common Stock	15,000	\$10.25	Ι		
Stock Options (Right to Buy)	(3)	10/24/00	Common Stock	20,000	\$6.3125	 I 		

Explanation of Responses:

- (1) Granted under the Issuer's 1993 Long Term Incentive Plan and vesting in four (4) equal instal February 15, 1999.
- (2) Granted under the Issuer's 1999 Long Term Incentive Plan and vesting in four (4) equal instal July 28, 2001.
- (3) Granted under the Issuer's 1999 Long Term Incentive Plan and vesting in four (4) equal instal October 24, 2001.

By /s/ STEVE -----Steve

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** 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.

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