

Edgar Filing: APPIANT TECHNOLOGIES INC - Form 5

APPIANT TECHNOLOGIES INC

Form 5

May 02, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 5

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

☐ 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

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1. Name and Address of Reporting Person\*

|              |         |          |
|--------------|---------|----------|
| BALDWIN, III | L.      | THOMAS   |
| -----        | -----   | -----    |
| (Last)       | (First) | (Middle) |

141 WEST JACKSON BOULEVARD, SUITE #2850

-----  
(Street)

|         |         |       |
|---------|---------|-------|
| CHICAGO | IL      | 60604 |
| -----   | -----   | ----- |
| (City)  | (State) | (Zip) |

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2. Issuer Name and Ticker or Trading Symbol

APPIANT TECHNOLOGIES, INC. (APPS)

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3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

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4. Statement for Month/Year

Year ended September 30, 2001

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5. If Amendment, Date of Original (Month/Year)

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

☒ Director

☐ 10% Owner

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[ ] Officer (give title below) [ ] Other (specify below)

7. Individual or Joint/Group Filing  
(Check applicable line)
- [X] 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.<br>Title of Security<br>(Instr. 3) | 2.<br>Transaction<br>Date<br>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |                  |       |
|---------------------------------------|-----------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|------------------|-------|
|                                       |                                         |                                         | Amount                                                                     | (A)<br>or<br>(D) | Price |

Common Stock, \$.01 par value

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

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Print or Type Responses)

(Over)

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FORM 5 (continued)

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

| =====                                                  |                                                                                                 |                                                            |                                                 |                                                                                                                                    |                                                                                                               |                                                                                                                              |  |  |  |
|--------------------------------------------------------|-------------------------------------------------------------------------------------------------|------------------------------------------------------------|-------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|--|--|--|
| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8) | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>-----<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>-----<br>Date Expira-<br>tion<br>Date | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares |  |  |  |
| -----                                                  |                                                                                                 |                                                            |                                                 |                                                                                                                                    |                                                                                                               |                                                                                                                              |  |  |  |
| Convertible (1)<br>Promissory Note                     | (2)                                                                                             | 6/8/01                                                     | A(4)                                            | (2)                                                                                                                                | 6/8/03                                                                                                        | Common (2)<br>Stock                                                                                                          |  |  |  |
| -----                                                  |                                                                                                 |                                                            |                                                 |                                                                                                                                    |                                                                                                               |                                                                                                                              |  |  |  |
| Warrant to<br>Purchase Common<br>Stock (1)             | \$2.64                                                                                          | 6/8/01                                                     | A(4)                                            | 56,818                                                                                                                             | Immediate 6/08/06                                                                                             | Common 56,818<br>Stock                                                                                                       |  |  |  |
| -----                                                  |                                                                                                 |                                                            |                                                 |                                                                                                                                    |                                                                                                               |                                                                                                                              |  |  |  |
| Warrant to<br>Purchase Common<br>Stock (3)             | (4)                                                                                             | (3)                                                        | A                                               |                                                                                                                                    |                                                                                                               | Common (4)<br>Stock                                                                                                          |  |  |  |
| -----                                                  |                                                                                                 |                                                            |                                                 |                                                                                                                                    |                                                                                                               |                                                                                                                              |  |  |  |
| Convertible<br>Promissory Note (3)                     | (3)                                                                                             | (3)                                                        | A                                               | \$2,500,000                                                                                                                        | 5/31/02                                                                                                       | Common \$2,500,000<br>Stock                                                                                                  |  |  |  |
| -----                                                  |                                                                                                 |                                                            |                                                 |                                                                                                                                    |                                                                                                               |                                                                                                                              |  |  |  |
| -----                                                  |                                                                                                 |                                                            |                                                 |                                                                                                                                    |                                                                                                               |                                                                                                                              |  |  |  |
| -----                                                  |                                                                                                 |                                                            |                                                 |                                                                                                                                    |                                                                                                               |                                                                                                                              |  |  |  |
| -----                                                  |                                                                                                 |                                                            |                                                 |                                                                                                                                    |                                                                                                               |                                                                                                                              |  |  |  |
| =====                                                  |                                                                                                 |                                                            |                                                 |                                                                                                                                    |                                                                                                               |                                                                                                                              |  |  |  |

## Explanation of Responses:

(1) Reported on Form 4 for December, 2001.

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- (2) This note was a refunding of an earlier note previously reported, extending the maturity to June 8, 2003.
- (3) Previously reported on Form 4 and Schedule 13D.
- (4) Various exercise prices and expirations, as previously reported.

/s/ L. Thomas Baldwin, III

May 02, 2002

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\*\*Signature of Reporting Person

-----  
Date

\*\* 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.

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Derivative Securities Codes (Except For Transactions Exempt Pursuant to Rule 16b-3)

C--Conversion of derivative security

E--Expiration of short derivative position

H--Expiration (or cancellation) of long derivative position with value received

O--Exercise of out-of-the-money derivative security

X--Exercise of in-the-money or at-the-money derivative security

Other Section 16(b) Exempt Transaction and Small Acquisition Codes (Except For Rule 16b-3 Codes Above)

G--Bona fide gift

L--Small acquisition under Rule 16a-6

W--Acquisition or disposition by will or the laws of descent and distribution

Z--Deposit into or withdrawal from voting trust

Other Transaction Codes

J--Other acquisition or disposition (describe transaction)

K--Transaction in equity swap or instrument with similar characteristics

U--Disposition pursuant to a tender of shares in a change of control

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transaction

To indicate that a holding should have been reported previously on Form 3, place a "3" in Table I, column 3 or Table II, column 4, as appropriate. Indicate in the space provided for explanation of responses the event triggering the Form 3 filing obligation. To indicate that a transaction should have been reported previously on Form 4, place a "4" next to the transaction code reported in Table I, column 3 or Table II, column 4 (e.g., an open market purchase of a non-derivative security that should have been reported previously on Form 4 should be designated as "P4"). To indicate that a transaction should have been reported on a previous Form 5, place a "5" in Table I, column 3 or Table II, column 4, as appropriate. In addition, the appropriate box on the front page of the form should be checked.

### FORM 3 OR FORM 4 HOLDINGS OR TRANSACTIONS NOT PREVIOUSLY REPORTED

To indicate that a holding should have been reported previously on a Form 3, place a "3" in Table I, column 3 or Table II, column 4, as appropriate. Indicate in the space provided for explanation of responses the event triggering the Form 3 filing obligation. To indicate that a transaction should have been reported previously on Form 4, place a "4" next to the transaction code reported in Table I, column 3 or Table II, column 4 (e.g., an open market purchase of a non-derivative security that should have been reported previously on Form 4 should be designated as "P4"). In addition, the appropriate box on the front page of the form should be checked.