

Edgar Filing: NEON SYSTEMS INC - Form 3

(1) If the form is filed by more than one Reporting Person, see Instruction 5(b)(v).

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

(Print or Type Responses)

(Over)

TABLE II--DERIVATIVE SECURITIES BENEFICIALLY OWNED
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security				
	Date Exercisable	Expiration Date	Title			Amount or Number of Shares	
Stock Options (Right to Buy) (1)	(1)	7/2/2012	Common Stock			100,000	\$3.94

Explanation of Responses:

(1) Granted under the Issuer's 2002 Stock Option Plan and vesting in (1/4) of total shares on first anniversary date, and (1/16) of total shares vesting each quarter for (12) additional quarters.

/s/ Brian D. Helman

08/08/2002

**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 is insufficient, See Instruction 6 for procedure.