

Edgar Filing: FONECASH INC - Form 5

FONECASH INC
Form 5
May 15, 2002

OMB APPROVAL

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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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

1. Name and Address of Reporting Person*

WU	John	Jiann-Shong
-----	-----	-----
(Last)	(First)	(Middle)
5009 LaHonda Avenue		

(Street)		
San Jose	CA	95129
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(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

FoneCash FCSH

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

22-3530573

4. Statement for Month/Year

December 2001

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

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

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

7. Individual or Joint/Group Filing
(Check applicable line)

- 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. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount Securit Benefic Owned a of Issu Fiscal (Instr. and 4)
			Amount	(A) or (D)	Price	
COMMON	12/31/97	3	200,000		\$0.0001	2
COMMON	12/31/99	4	333,333		\$0.81	5
COMMON	12/31/00	4	1,466,667		\$0.11	2,0

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* 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.

(Over)
SEC 2270 (3-99)

FORM 5 (continued)

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

Table with 10 columns: 1. Title of Derivative Security (Instr. 3), 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date (Month/Day/Year), 4. Transaction Code (Instr. 8), 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5), 6. Exercisable and Expiration Date (Month/Day/Year), 7. Title and Amount of Underlying Securities (Instr. 3 and 4), 8. Amount or Number of Shares. The table body is mostly empty with dashed lines.

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Explanation of Responses:

SHAES ISSUED IN 2000 WERE ISSUED AS FOUNDER'S SHARES.
SHARES ISSUED IN 2001 WERE ISSUED IN LIEU OF CASH COMPENSATION

/s/John Jiann-Shong WU

May 13, 2002

John Jiann-Shong WU

**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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