

Edgar Filing: S2 GOLF INC - Form 5

S2 GOLF INC
 Form 5
 March 29, 2001

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 FORM 5

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

CHECK THIS BOX IF NO LONGER
 SUBJECT TO SECTION 16. FORM 4 OR ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
 FORM 5 OBLIGATIONS MAY CONTINUE.
 SEE INSTRUCTION 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a)

FORM 3 HOLDINGS REPORTED Holding Company Act of 1935 or Section 30(f) of the Investme
 FORM 4 TRANSACTIONS REPORTED

 1. Name and Address of Reporting Person(1) 2. Issuer Name and Ticker or Trading Symbol 6. Relat
 to Is

Hamill Randy A. S2 Golf Inc.

 (Last) (First) (Middle)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
 4. Statement for Month/Year
 12/00

18 Gloria Lane

(Street)

5. If Amendment, Date of Original (Month/Year)
 7. Individ (Ch
 ___X_ For
 ___ For
 Re

Fairfield NJ 07004

 (City) (State) (Zip)

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPO

1. Title of Security (Instr. 3)
 2. Trans- action Date (Month/ Day/ Year)
 3. Trans- action Code (Instr. 8)
 4. Securities Acquired(A) 5 or Disposed of (D) (Instr. 3, 4 and 5)

Code V Amount (A) or (D) Price

 Common Stock

(Over)

Cle309564v1

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FORM 5 (CONTINUED)

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIA
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

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. Date Exercisable (Month/Day/Year)
Call Options (rights to buy)	\$0.75	12/31/00	A	6,250	Immed.
Call Options (rights to buy)	\$1.84375				Immed.
Call Options (rights to buy)	\$3.00 (2)				Immed.
Call Options (rights to buy)	\$0.9375				Immed.
Call Options (rights to buy)	\$0.9375 (2)				Immed.

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8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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	6,250	D	
	6,250	D	
	4,375	D	
	4,267	D	
	40,000	D	

Explanation of Responses:

- (1) Expiration date = 12/31/10 or 3 months after employment terminates.
- (2) Upon certain changes of control, exercise price becomes \$0.01.
- (3) Expiration date = 3/9/10 or 3 months after employment terminates.
- (4) Expiration date = 1/3/09 or 3 months after employment terminates.

(1) Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Signature

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient see Instruction 6 for procedure.

