

Edgar Filing: ZARIN GERALD - Form 5

ZARIN GERALD  
 Form 5  
 February 14, 2002

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 FORM 5  
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- CHECK THIS 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.

U.S. SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

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 Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

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|  |   |
|--|---|
| 1. Name and Address of Reporting Person(1) | 2. Issuer Name and Ticker or Trading Symbol |
| Zarin, Gerald                              | NUWAVE TECHNOLOGIES, INC. (WAVE)            |

|                     |          |          |  |  |
|---------------------|----------|----------|--|--|
| (Last)              | (First)  | (Middle) | 3. IRS Identification Number of Reporting Person, if an entity (Voluntary) | 4. Statement Month/Year<br>12/0        |
| One Passaic Avenue  |          |          |  |  |
|                     | (Street) |          |  | 5. If Amendment of Original (Month/Yea |
| Fairfield, NJ 07004 |          |          |  |  |

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|        |         |       |  |
|--------|---------|-------|--|
| (City) | (State) | (Zip) |  |
|        |         |       |  |

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

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

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

Form filed by One Reporting Person

Form filed by More Than One Reporting Person

TABLE 1 - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

| 1. Title of Security<br>(Instr. 3) | 2. Transaction<br>Date<br><br>(Month/Day/<br>Year) | 3. Transaction Code<br>(Instr. 8) | 4. Securities Acquired<br>Disposed of (D)<br><br>(Instr. 3, 4 and 5)<br><br>Amount (A) or (D) |
|------------------------------------|--|-----------------------------------|---|
|------------------------------------|--|-----------------------------------|---|

| 6. Ownership<br>Form:<br>Direct (D)<br>Or Indirect (I)<br><br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br><br>(Instr. 4) |
|--|---|
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FORM 5 (CONTINUED) TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFITING FROM  
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) |     | 6. Date Exercisable<br>(Month/Day/Year) | Expiration Date |
|---|--|---|-----------------------------------|--|-----|---|-----------------|
|   |  |   |                                   | (A)  | (D) | Date Exercisable                        | Expi Date       |
| Stock Option                                  | \$0.790  | 6/12/01                                 | A                                 | 75,000   |     | 7/16/01                                 | 6/              |
| Stock Option                                  | \$0.790  | 6/12/01                                 | A                                 | 25,000   |     | 8/15/01                                 | 6/              |
| Stock Option                                  | \$0.790  | 6/12/01                                 | A                                 | 25,000   |     | 12/18/01                                | 6/              |
| Stock Option                                  | \$0.790  | 6/12/01                                 | A                                 | 25,000   |     | 12/31/01                                | 6/              |
| Stock Option                                  | \$0.790  | 6/12/01                                 | A                                 | 50,000   |     | *                                       | 6/              |
|   |  |   |                                   |  |     |   |                 |
|   |  |   |                                   |  |     |   |                 |
|   |  |   |                                   |  |     |   |                 |
|   |  |   |                                   |  |     |   |                 |

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| 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned at End of Year<br>(Instr. 4) | 10. Ownership of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|---|--|--|---|
|   |  | D  |   |
|   |  | D  |   |
|   |  | D  |   |
|   |  | D  |   |
|   | 835,000**  | D  |   |

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Explanation of Responses: \*Performance Based  
\*\*Includes performance based options not yet earned.

/s/ Gerald Zarin 2/12/02

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Signature of Reporting Person (1) Date

(1) International 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 spaced provided is insufficient, see Instruction 6 for procedure. Page 2