Edgar Filing: MPHASE TECHNOLOGIES INC - Form 5

MPHASE TECHNOLOGIES INC

Form 5

November 30, 2001

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

FORM 5

ANNUAL STATEM	ENT OF CHANGES IN BENEF	ICIAL OWNERSHIP
	n 16(a) of the Securition Public Utility Holding of of the Investment Compa	Company Act of 1935 or
[_] Check box if no longer may continue. See Instru		Form 4 or Form 5 obligations
[_] Form 3 Holdings Reported	d	
[_] Form 4 Transactions Repo	orted	
1. Name and Address of Repo	orting Person*	
Layman	J. Allen	
(Last)	(First)	(Middle)
c/o	mPhase Technologies, In 587 Connecticut Avenue	nc.
	(Street)	
Norwalk	CT	06854
(City)	(State)	(Zip)
2. Issuer Name and Ticker	or Trading Symbol	
mPha:	se Technologies, Inc. (X	XDSL)
3. IRS Identification Number	er of Reporting Person,	if an Entity (Voluntary)
4. Statement for Month/Yea	r	
	August 2001	
5. If Amendment, Date of O	riginal (Month/Year)	

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

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<pre>[X] Director [] Officer (give title below)</pre>		10% Owne Other (s	r pecify 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			======= sposed of, ========	===				
	2.	3. Transact	4. Securities A Disposed of (Instr. 3, 4	(D)	(A) or			
1. Title of Security (Instr. 3)	Transaction Date (mm/dd/yy)	Code (Instr.	8) Amount V	(A) or (D)	Price			
* If the form is filed by more than 4(b)(v).	n one Reporti	ng Perso	n, see Instruct	ion	======			
Reminder: Report on a separate line sowned directly or indirectly.	for each class	of secu	rities beneficia	11y				
(Print or 1	Type Responses)	(Ov	er)				
FORM 5 (continued)								
Table II Derivative Securities Acque (e.g., puts, calls, warrants)				d				

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1. Title of	Conversion or Exercise Price of Deriv-	3. Trans- action Date	ans- 4. tion Trans-		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)		·	Lying es 3 and 4)	8. Pr 4) of De int at
Derivative		(Month/	actic Code		•	Date			Number	Se it
Security		•					-		of	(I
(Instr. 3)	ity	Year)	Code	V	(A) (D)	cisable	Date	Title	Shares	5)
Director Stock Option (right to buy)	\$0.54	8/17/01	A	V 	30,000	8/17/01	8/17/0	6 Common Stock	30,000	

Explanation of Responses:

/s/ J. Allen Layman 11/29/01
-----**Signature of Reporting Person Date

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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 $[\]ensuremath{^{\star\star}}$ Intentional misstatements or omissions of facts constitute Federal Criminal Violations.