

PROVENZANO MICHAEL J III
Form 4
February 25, 2003

FORM 4

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

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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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(h) of the Investment Company Act of 1940

Filed By
Romeo and Dye's
Section 16 Filer
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| 1. Name and Address of Reporting Person* Provenzano Michael J (Last) (First) (Middle) | | | 2. Issuer Name and Ticker or Trading Symbol Concerto Software, Inc. (CRTO) | | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) VP, Finance & CFO | | | |
|--|--------------------------------------|--|---|---|---|------------|--|---|--|-----------------------------------|
| C/O Concerto Software, Inc. 6 Technology Park Drive | | | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | 4. Statement for Month/Day/Year 2/25/03 | | 7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | | |
| (Street) Westford, MA 01886 | | | 5. If Amendment, Date of Original (Month/Day/Year) | | | | | | | |
| (City) (State) (Zip) | | | Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | |
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 & 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 02/24/03 | | P | | 400 | A | \$5.60 | 2,437 | D | |
| Common Stock | 02/24/03 | | P | | 1,000 | A | \$5.55 | 3,437 | D | |
| Common Stock | 02/24/03 | | P | | 1,000 | A | \$5.55 | 4,437 | D | |

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative | 2. Conversion or | 3. Trans- | 3A. Deemed | 4. Trans- | 5. Number | 6. Date Exercisable and Expiration | 7. Title and Amount of | 8. Price of Derivative | 9. Number of Derivative | 10. Owner- | 11. Nature of Indirect |
|------------------------|------------------|-----------|------------|-----------|-----------|------------------------------------|------------------------|------------------------|-------------------------|------------|------------------------|
|------------------------|------------------|-----------|------------|-----------|-----------|------------------------------------|------------------------|------------------------|-------------------------|------------|------------------------|

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| Security (Instr. 3) | Exercise Price of Derivative Security | action Date (Month/ Day/ Year) | Execution Date, if any (Month/ Day/ Year) | action Code (Instr. 8) | of | | Date (Month/Day/ Year) | Underlying Securities (Instr. 3 & 4) | | Security (Instr. 5) | Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
|------------------------|--|--|--|---------------------------------|---|------|------------------------------|--|--|------------------------|--|---|---------------------------------------|
| | | | | | Derivative Security (A) or Disposed of (D) (Instr. 3, 4 & 5) | Date | | Title | Amount or Number of Shares | | | | |
| | | | | | Code | V | (A) (D) | Date Exer-cisable | Expira- tion Date | | | | |

Explanation of Responses:

By: /s/ **Paul R. Lucchese**
Attorney In Fact
 **Signature of Reporting Person

2/25/03
 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 is insufficient, See Instruction 6 for procedure.

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POWER OF ATTORNEY

- Know all by these presents, that the undersigned hereby constitutes and appoints each of the following to
- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer or director of the undersigned, all acts for and on behalf of the undersigned which may be necessary or proper to carry out the undersigned's business;
 - (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or proper to carry out the undersigned's business;
 - (3) take any other action of any type whatsoever in connection with the foregoing which, in the interest of the undersigned, may be necessary or proper to carry out the undersigned's business.
- The undersigned hereby grants to each such attorney-in-fact full power and authority to do all of the above.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer a resident of the State of New York. IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 25th day of February, 2003.

/s/ Michael J. Provenzano
 Signature

Michael J. Provenzano
 Print Name