

STELLENT INC
Form 3/A
April 07, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| RUPORT MARK | | (Month/Day/Year) | STELLENT INC [STEL] | |
| (Last) | (First) | 05/28/2004 | | |
| 7450 CAMPUS DRIVE, SUITE 200 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | 06/02/2004 |
| COLORADO SPRINGS, CO 80920 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | Executive VP of Operations | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

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

SEC 1473 (7-02)

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

| | | | | | |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Title | Amount or Number of Shares | | |

(Instr. 5)

| | | | | | | | |
|---------------|------------|---------------------------|--------------|-----------------------|------------------------|---|---|
| Options (NQ) | 05/28/2004 | 03/28/2005 ⁽¹⁾ | Common Stock | 77,733 ⁽¹⁾ | \$ 4.26 | D | Â |
| Options (ISO) | 05/28/2004 | 01/09/2006 ⁽¹⁾ | Common Stock | 26,445 ⁽¹⁾ | \$ 7.73 | D | Â |
| Options (NQ) | 05/28/2004 | 02/27/2008 ⁽¹⁾ | Common Stock | 10,183 | \$ 7.95 ⁽¹⁾ | D | Â |
| Options (ISO) | 05/28/2004 | 02/27/2008 ⁽¹⁾ | Common Stock | 33,817 | \$ 7.95 ⁽¹⁾ | D | Â |
| Options (ISO) | 05/28/2004 | 02/06/2011 ⁽¹⁾ | Common Stock | 21,945 | \$ 2.98 | D | Â |
| Options (NQ) | 05/28/2004 | 02/06/2011 ⁽¹⁾ | Common Stock | 39,655 ⁽¹⁾ | \$ 2.98 | D | Â |
| Options (ISO) | 05/28/2004 | 10/16/2012 ⁽¹⁾ | Common Stock | 30,800 ⁽²⁾ | \$ 1.59 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| RUPORT MARK 7450 CAMPUS DRIVE SUITE 200 COLORADO SPRINGS, CO 80920 | Â | Â | Â Executive VP of Operations | Â |

Signatures

Gordon S. Weber on behalf of Mark Rupert /s/ Gordon S. Weber

04/07/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

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

(1) This item is hereby amended to correct a clerical error included in the initial filing.

(2) 13,347 are currently exercisable. Remainder of 17,453 become exercisable ratably in eleven quarterly installments with the first installment on 7/16/2004.

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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