

AVOCENT CORP  
Form 4  
August 03, 2005

**FORM 4**

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

OMB APPROVAL

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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).

**STATEMENT OF CHANGES IN 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 \*  
DeVore Dudley

(Last) (First) (Middle)  
4991 CORPORATE DRIVE  
(Street)

HUNTSVILLE, AL 35805

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
AVOCENT CORP [AVCT]

3. Date of Earliest Transaction (Month/Day/Year)  
08/01/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Senr VP, Branded Markets, Amer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 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                    | 08/01/2005                           |  |                                | P   | 267 (6) A \$ 25.36  | 267  | D                                 |
| Common Stock                    | 08/01/2005                           |  |                                | P   | 187 (6) A \$ 29.77  | 454  | D                                 |
| Common Stock                    | 08/02/2005                           |  |                                | S   | 454 D \$ 34.79  | 0  | D                                 |

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

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SEC 1474 (9-02)

number.

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(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) | 3A. Deemed Execution Date, if any (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 and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Options (rights to buy)                    | \$ 34.67   |                                      |  |                                |   | 01/26/2000 <sup>(1)</sup> 01/26/2010                     | Common Stock  | 14,999                        |
| Options (rights to buy)                    | \$ 52.44   |                                      |  |                                |   | 09/18/2000 <sup>(2)</sup> 09/18/2010                     | Common stock  | 200                           |
| Options (rights to buy)                    | \$ 21.77   |                                      |  |                                |   | 04/15/2002 <sup>(3)</sup> 04/15/2012                     | Common Stock  | 4,688                         |
| Options (rights to buy)                    | \$ 27.25   |                                      |  |                                |   | 03/07/2003 <sup>(4)</sup> 03/07/2013                     | Common stock  | 10,000                        |
| Options (rights to buy)                    | \$ 40.98   |                                      |  |                                |   | 02/05/2004 <sup>(4)</sup> 02/05/2014                     | Common stock  | 10,000                        |
| Options (rights to buy)                    | \$ 28.96   |                                      |  |                                |   | 08/19/2004 <sup>(4)</sup> 08/19/2014                     | Common stock  | 5,000                         |
| Options (rights to buy)                    | \$ 26.14   |                                      |  |                                |   | 06/30/2005 <sup>(5)</sup> 06/30/2015                     | Common Stock  | 3,300                         |

## Reporting Owners

| Reporting Owner Name / Address        | Relationships |           |                                |       |
|---------------------------------------|---------------|-----------|--------------------------------|-------|
|                                       | Director      | 10% Owner | Officer                        | Other |
| DeVore Dudley<br>4991 CORPORATE DRIVE |               |           | Senr VP, Branded Markets, Amer |       |

HUNTSVILLE, AL 35805

## Signatures

Doyle C Weeks as attorney in fact for Dudley  
DeVore

08/03/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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) Grant date, 5 year vesting, 20% annually beginning on first anniversary of grant date.
- (2) Grant date, 2 year vesting, 50% annually beginning on first anniversary of grant date.
- (3) Grant date, 4 year vesting, 25% on first anniversary of grant date, then 6.25% vests quarterly over the remaining 12 quarters.
- (4) Grant date, 3 year vesting, 25% vests after 6 months, then 7.5% vests quarterly over the remaining 10 quarters.
- (5) Grant date, 100% vests on December 31, 2005.
- (6) Shares purchased under the Avocent Employee Stock Purchase Plan.

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