

AVOCENT CORP  
Form 4  
January 29, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
**PERRY CHARLES D**

(Last) (First) (Middle)

1512 PALISADES POINTE LANE

(Street)

AUSTIN, TX 78738

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/29/2008**

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)

**EVP & MSD GM**

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| Common Stock                    | 01/29/2008                           |                                                    | P                              | V<br>A                                                            | 5,000<br>\$ 16.23                                                                             | 56,973 <sup>(4)</sup>                                    | D                                 |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

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

Edgar Filing: AVOCENT CORP - Form 4

| 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)                    | \$ 20.8125                                             |                                      |                                                    |                                |                                                                                         | 03/12/2001 <sup>(1)</sup> 03/12/2011                     | Common Stock                                                  | 10,000                        |
| Options (rights to buy)                    | \$ 21.77                                               |                                      |                                                    |                                |                                                                                         | 04/15/2002 <sup>(2)</sup> 04/15/2012                     | Common Stock                                                  | 40,000                        |
| Options (rights to buy)                    | \$ 27.25                                               |                                      |                                                    |                                |                                                                                         | 03/07/2003 <sup>(2)</sup> 03/07/2013                     | Common Stock                                                  | 55,000                        |
| Options (rights to buy)                    | \$ 40.98                                               |                                      |                                                    |                                |                                                                                         | 02/05/2004 <sup>(2)</sup> 02/05/2014                     | Common Stock                                                  | 30,000                        |
| Options (rights to buy)                    | \$ 28.96                                               |                                      |                                                    |                                |                                                                                         | 08/19/2004 <sup>(3)</sup> 08/19/2014                     | Common Stock                                                  | 10,000                        |
| Options (rights to buy)                    | \$ 26.14                                               |                                      |                                                    |                                |                                                                                         | 06/30/2005 <sup>(3)</sup> 06/30/2015                     | Common Stock                                                  | 11,500                        |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |              |       |
|-------------------------------------------------------------------|---------------|-----------|--------------|-------|
|                                                                   | Director      | 10% Owner | Officer      | Other |
| PERRY CHARLES D<br>1512 PALISADES POINTE LANE<br>AUSTIN, TX 78738 |               |           | EVP & MSD GM |       |

## Signatures

Charles D Perry 01/29/2008

\*\*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, 25% exercisable on March 12, 2002 and in 12 equal quarterly installments thereafter.
- (2) Grant date, 25% vests after 6 months and in 10 equal quarterly installments thereafter. Vesting of unvested options (priced greater than \$25.00) accelerated and became 100% vested on December 25, 2005.
- (3) Grant date, 100% vests on December 31, 2005.

Includes time-based and performance-based (now deemed earned) restricted shares awarded on April 25, 2006: 7,483 shares vest on

- (4) January 1, 2009. This also includes time-based restricted shares granted on April 27, 2007. 4,301 shares vest on January 1, 2009 and 4,301 vest on January 1, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.