

Edgar Filing: STELLENT INC - Form SC 13G/A

STELLENT INC  
Form SC 13G/A  
February 12, 2003

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OMB APPROVAL  
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OMB Number: 3235-0145  
Expires: December 31, 2005  
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Hours per response . . . . .11  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

STELLENT, INC.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

85856W105

-----  
(CUSIP Number)

December 31, 2002

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following page(s))

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CUSIP No. 85856W105  
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|              |  |                          |     |
|--------------|--|--------------------------|-----|
| 1            | NAME OF REPORTING PERSON   |                          |     |
|              | Van Wagoner Capital Management, Inc. - 94-3235240                    |                          |     |
| 2            | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP                     | (a)                      | [ ] |
|              |  | (b)                      | [X] |
| 3            | SEC USE ONLY   |                          |     |
| 4            | CITIZENSHIP OR PLACE OF ORGANIZATION                                 |                          |     |
|              | Delaware   |                          |     |
| NUMBER OF    | 5  | SOLE VOTING POWER        |     |
| SHARES       | -0-  |                          |     |
| BENEFICIALLY | 6  | SHARED VOTING POWER      |     |
| OWNED BY     | -0-  |                          |     |
| EACH         | 7  | SOLE DISPOSITIVE POWER   |     |
| REPORTING    | -0-  |                          |     |
| PERSON       | 8  | SHARED DISPOSITIVE POWER |     |
| WITH         | -0-  |                          |     |
| 9            | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         |                          |     |
|              | -0-  |                          |     |
| 10           | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES |                          | [ ] |
|              | Not Applicable   |                          |     |
| 11           | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)                    |                          |     |
|              | 0.0%   |                          |     |
| 12           | TYPE OF REPORTING PERSON   |                          |     |
|              | IA   |                          |     |

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|              |   |                          |     |
|--------------|---|--------------------------|-----|
| =====        |   |                          |     |
| 1            | NAME OF REPORTING PERSON  |                          |     |
|              | Van Wagoner Funds, Inc. - 39-1836332, 94-3256424, 94-3286386,<br>39-1836331, 94-3358522 |                          |     |
| -----        |   |                          |     |
| 2            | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  | (a)                      | [ ] |
|              |   | (b)                      | [X] |
| -----        |   |                          |     |
| 3            | SEC USE ONLY  |                          |     |
| -----        |   |                          |     |
| 4            | CITIZENSHIP OR PLACE OF ORGANIZATION  |                          |     |
|              | Maryland  |                          |     |
| -----        |   |                          |     |
| NUMBER OF    | 5   | SOLE VOTING POWER        |     |
| SHARES       | -0-   |                          |     |
| -----        |   |                          |     |
| BENEFICIALLY | 6   | SHARED VOTING POWER      |     |
| OWNED BY     | -0-   |                          |     |
| -----        |   |                          |     |
| EACH         | 7   | SOLE DISPOSITIVE POWER   |     |
| REPORTING    | -0-   |                          |     |
| -----        |   |                          |     |
| PERSON       | 8   | SHARED DISPOSITIVE POWER |     |
| WITH         | -0-   |                          |     |
| -----        |   |                          |     |
| 9            | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                            |                          |     |
|              | -0-   |                          |     |
| -----        |   |                          |     |
| 10           | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)<br>EXCLUDES CERTAIN SHARES                 |                          | [ ] |
|              | Not Applicable  |                          |     |
| -----        |   |                          |     |
| 11           | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)                                       |                          |     |
|              | 0.0%  |                          |     |
| -----        |   |                          |     |
| 12           | TYPE OF REPORTING PERSON  |                          |     |
|              | IV  |                          |     |
| =====        |   |                          |     |

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This Amendment No. 1 to the undersigned's Schedule 13G, which was originally filed on February 8, 2002 (the "Schedule 13G") with regard to Stellent, Inc. (the "Issuer") is being filed to amend Items 2(b), 4 and 5 of the Schedule 13G. Except as expressly stated herein, there have been no material changes in the information set forth in the Schedule 13G.

Item 2(b). Address of Principal Business Office or, if none, Residence:  
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435 Pacific Avenue, Suite 400  
San Francisco, CA 94133

(for both Van Wagoner Capital Management, Inc. and Van Wagoner Funds, Inc.)

Item 4. Ownership  
-----

Van Wagoner Capital Management, Inc.  
-----

(a) Amount Beneficially Owned: -0-

(b) Percent of Class: 0.0%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: -0-

(ii) shared power to vote or to direct the vote: -0-

(iii) sole power to dispose or to direct  
the disposition of: -0-

(iv) shared power to dispose or to direct the  
disposition of: -0-

Van Wagoner Funds, Inc.  
-----

(a) Amount Beneficially Owned: -0-

(b) Percent of Class: 0.0%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: -0-

(ii) shared power to vote or to direct the vote: -0-

(iii) sole power to dispose or to direct the disposition  
of: -0-

(iv) shared power to dispose or to direct the disposition  
of: -0-

Item 5. Ownership of Five Percent or Less of a Class.  
-----

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

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Exhibits.  
-----

1. Agreement to file Schedule 13G jointly.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 30, 2003  
-----

Date

VAN WAGONER CAPITAL MANAGEMENT, INC.

By: /s/ Garrett R. Van Wagoner  
-----

Garrett R. Van Wagoner, President

VAN WAGONER FUNDS, INC.

By: /s/ Garrett R. Van Wagoner  
-----

Garrett R. Van Wagoner, President

-----  
CUSIP No. 85856W105  
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EXHIBIT 1  
-----

AGREEMENT, dated as of January 30, 2003, by and among Van Wagoner Capital Management, Inc., a Delaware corporation and Van Wagoner Funds, Inc., a Maryland corporation.

WHEREAS, in accordance with Rule 13d-1(k) of the Securities Exchange Act of

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1934 (the "Act"), only one such statement need be filed whenever two or more persons are required to file a statement pursuant to Section 13(d) of the Act with respect to the same securities, provided that said persons agree in writing that such statement is filed on behalf of each of them.

NOW, THEREFORE, in consideration of the premises and mutual agreements herein contained, the parties hereto agree as follows:

Both Van Wagoner Capital Management, Inc. and Van Wagoner Funds, Inc. hereby agree, in accordance with Rule 13d-1(k) under the Act, to file one Statement on Schedule 13G relating to their ownership of the Common Stock of Stellent, Inc., and hereby further agree that said Statement shall be filed on behalf of both Van Wagoner Capital Management, Inc. and Van Wagoner Funds, Inc. Nothing herein shall be deemed to be an admission that the parties hereto, or any of them, are members of a "group" (within the meaning of Section 13(d) of the Act and the rules promulgated thereunder) with respect to any securities of Stellent, Inc.

IN WITNESS WHEREOF, the parties have executed this agreement as of the date first written above.

VAN WAGONER CAPITAL MANAGEMENT, INC.

By: /s/ Garrett R. Van Wagoner

-----  
Garrett R. Van Wagoner, President

VAN WAGONER FUNDS, INC.

By: /s/ Garrett R. Van Wagoner

-----  
Garrett R. Van Wagoner, President