

FORTUNE PETER S
Form 4
June 17, 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 *
FORTUNE PETER S

2. Issuer Name and Ticker or Trading Symbol
BOTTOMLINE TECHNOLOGIES INC /DE/ [EPAY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/15/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President of BT Europe

39A ST PETERS AVENUE., CAVERSHAM, READING

(Street)

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

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

UNITED KINGDOM, X0 RG4 7DH

(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 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 Indirect Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	06/15/2005		M	1,562 A \$ 3.45	9,104	D	
Common Stock					1,444	I	As trustee for Hariet Fortune Trust
Common Stock					1,444	I	As trustee for Matthew Fortune

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Common Stock	Date	Type	Quantity	Code	Price	Value	Category	Trust
Common Stock	06/15/2005	M	1,875	A	\$ 5.4	10,979	D	Trust
Common Stock						1,444	I	As trustee for Hariet Fortune Trust
Common Stock						1,444	I	As trustee for Matthew Fortune Trust
Common Stock	06/15/2005	M	500	A	\$ 3.96	11,479	D	
Common Stock						1,444	I	As trustee for Hariet Fortune Trust
Common Stock						1,444	I	As trustee for Matthew Fortune Trust
Common Stock	06/15/2005	M	6,250	A	\$ 5.129	17,729	D	
Common Stock						1,444	I	As trustee for Hariet Fortune Trust
Common Stock						1,444	I	As trustee for Matthew Fortune Trust
Common Stock	06/15/2005	M	9,375	A	\$ 5.87	27,104	D	
Common Stock						1,444	I	As trustee for Hariet Fortune Trust
Common Stock						1,444	I	As trustee for Matthew Fortune Trust

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Common Stock	06/15/2005	S	19,562	D	\$ 15.06	7,542	D	
Common Stock						1,444	I	As trustee for Hariet Fortune Trust
Common Stock						1,444	I	As trustee for Matthew Fortune Trust

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.

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(9-02)

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)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Options (right to buy)	\$ 3.45	06/15/2005		M	1,562	11/03/2001 ⁽¹⁾ 05/03/2011	Common Stock	1,562
Stock Options (right to buy)	\$ 5.4	06/15/2005		M	1,875	06/29/2002 ⁽²⁾ 06/29/2011	Common Stock	1,875
Stock Options (right to buy)	\$ 3.96	06/15/2005		M	500	09/17/2002 ⁽²⁾ 09/17/2011	Common Stock	500
Stock Options	\$ 5.129	06/15/2005		M	6,250	09/19/2003 ⁽²⁾ 09/19/2012	Common Stock	6,250

(right to buy)

Stock

Options (right to buy)	\$ 5.87	06/15/2005	I	9,375	05/13/2004 ⁽²⁾	05/13/2013	Common Stock	9,375
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORTUNE PETER S 39A ST PETERS AVENUE, CAVERSHAM, READING UNITED KINGDOM, X0 RG4 7DH			President of BT Europe	

Signatures

Peter S. Fortune 06/17/2005

 **Signature of Date
Reporting Person

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) This grant is exercisable in installments over a three and 1/2 year period commencing six months after the grant date, with 25% becoming vested six months after the date of grant and an additional 6.25% of the original number of shares at the end of each successive three-month period.
 - (2) This grant is exercisable in installments over a four year period commencing one year after the grant date, with 25% becoming vested one year after the date of grant and an additional 6.25% of the original number of shares at the end of each successive three-month period following the first anniversary of the grant date until the fourth anniversary of the grant date.

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.