

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2003-02-10** | Period of Report: **2003-02-03**
SEC Accession No. **0001140361-03-000393**

(HTML Version on secdatabase.com)

SUBJECT COMPANY

CITADEL SECURITY SOFTWARE INC

CIK: **1164552** | IRS No.: **752873882** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **3** | Act: **34** | File No.: **000-33491** | Film No.: **03545719**
SIC: **7372** Prepackaged software

Mailing Address
3811 TURTLE CREEK BLVD.,
SUITE 770
DALLAS TX 75219

REPORTING OWNER

BENTHALL KERRY

CIK: **1217752**
Type: **3**

Mailing Address
8750 N CENTRAL EXPWY
#100
DALLAS TX 75231

Business Address
8750 N CENTRAL EXPWY
#100
DALLAS TX 75231

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31,
2005

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public
Utility

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hours per response .
. 0.5

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* Benthall, Kerry (Last) (First) (Middle) 8750 N. Central Expwy. #100 (Street) Dallas, Texas 75231 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 02/03/2003	4. Issuer Name and Ticker or Trading Symbol Citadel Security Software Inc. (CDSS)	
	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ___ Director ___ 10% Owner _X_ Officer (give title below) ___ Other (specify below) Vice President of Government Sales	6. If Amendment, Date of Original (Month/Day/Year)

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.

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

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 control number.

(Over)
SEC 1474 (7-02)

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) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Options for Common Stock	(1)	01/29/2013	Common Stock	200,000	\$ 1.12	D	
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Explanation of Responses:

(1) Options vest quarterly over three years starting January 29, 2003.

Reporting person became an officer of Citadel Security Software Inc. on February 3, 2003.

** Intentional misstatements || omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

File three copies of this Form, one of which must be manually signed.

Note: If space is insufficient,

See Instruction 6 for procedure.

/s/ Kerry Benthall

**Signature of Reporting Person

02/07/2003

Date