#### ART TECHNOLOGY GROUP INC

Form 4 March 02, 2006

## FORM 4

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

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005

0.5

Estimated average burden hours per response...

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

(First)

(Street)

(State)

(Month/Day/Year)

25 FIRST STREET, 2ND FLOOR

(Middle)

(Zip)

5. Relationship of Reporting Person(s) to

Issuer

Volpe Kenneth Z

ART TECHNOLOGY GROUP INC

2. Issuer Name and Ticker or Trading

(Check all applicable)

[ARTG]

Symbol

(Last)

3. Date of Earliest Transaction

Director 10% Owner X\_ Officer (give title Other (specify below)

(Month/Day/Year)

02/28/2006

below) SVP, Products and Technology

6. Individual or Joint/Group Filing(Check

(Month/Day/Year)

Applicable Line)

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

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

CAMBRIDGE, MA 02141

(City)

Security

(Instr. 3)

1.Title of 2. Transaction Date 2A. Deemed

3. 4. Securities Execution Date, if TransactionAcquired (A) or Code Disposed of (D)

(Instr. 8)

5. Amount of Securities Beneficially Owned Following

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T) (Instr. 4) (Instr. 4)

> Reported (A) Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

(Instr. 3, 4 and 5)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amou Derivative Conversion (Month/Day/Year) Execution Date, if **Transaction**Derivative **Expiration Date** Underlying Securi Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4)

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Shar
Employee Stock Option (Right to buy)	\$ 2.93	02/28/2006		A		130,000		05/28/2006(1)	02/28/2016	Common Stock	130
Employee Stock Option (Right to buy)	\$ 0.25							01/21/1999	10/20/2008	Common Stock	44
Employee Stock Option (Right to buy)	\$ 0.91							01/21/2005	04/20/2013	Common Stock	43
Employee Stock Option (Right to buy)	\$ 0.91							07/21/2003	04/20/2013	Common Stock	26
Employee Stock Option (Right to buy)	\$ 0.96							02/28/2003	08/28/2012	Common Stock	10
Employee Stock Option (Right to buy)	\$ 0.96							02/28/2005	08/29/2014	Common Stock	117
Employee Stock Option (Right to buy)	\$ 0.96							11/30/2004	08/29/2014	Common Stock	7,
Employee Stock Option (Right to buy)	\$ 0.99							03/03/2003	03/02/2013	Common Stock	13

Employee Stock Option (Right to buy)	\$ 1.26	01/25/2006	01/24/2015	Common Stock	100
Employee Stock Option (Right to buy)	\$ 1.57	01/30/2005	01/29/2014	Common Stock	40
Employee Stock Option (Right to buy)	\$ 1.57	04/30/2004	01/29/2014	Common Stock	9,
Employee Stock Option (Right to buy)	\$ 1.63	02/13/2005	11/12/2013	Common Stock	22
Employee Stock Option (Right to buy)	\$ 1.63	02/13/2004	11/12/2013	Common Stock	7,
Employee Stock Option (Right to buy)	\$ 2.13	02/03/2002	08/02/2011	Common Stock	14
Employee Stock Option (Right to buy)	\$ 2.13	02/03/2003	08/02/2011	Common Stock	
Employee Stock Option (Right to buy)	\$ 3.9	01/08/2004	01/07/2012	Common Stock	1,
Employee Stock Option (Right to buy)	\$ 3.9	04/08/2002	01/07/2012	Common Stock	2,
	\$ 4.7812	07/09/2001	04/08/2011		8,

Employee Stock Option (Right to buy)				Common Stock	
Employee Stock Option (Right to buy)	\$ 5	10/19/1999	07/18/2009	Common Stock	2,
Employee Stock Option (Right to buy)	\$ 9.31	12/31/2001	05/01/2011	Common Stock	2,
Employee Stock Option (Right to buy)	\$ 19.0312	01/01/2000	09/30/2009	Common Stock	19
Employee Stock Option (Right to buy)	\$ 19.0312	07/01/2000	09/30/2009	Common Stock	10
Employee Stock Option (Right to buy)	\$ 78	01/18/2004	10/17/2010	Common Stock	1,
Employee Stock Option (Right to buy)	\$ 78	01/18/2001	10/17/2010	Common Stock	8,

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Volpe Kenneth Z 25 FIRST STREET 2ND FLOOR CAMBRIDGE, MA 02141			SVP, Products and Technology				

Reporting Owners 4

# **Signatures**

/s/ jeffrey T. Kowalski by power of attorney 03/02/2006

\*\*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) 1. 6.25% of the Options are exercisable quarterly from 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.

Signatures 5