

ART TECHNOLOGY GROUP INC
Form 4
May 25, 2006

FORM 4

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

OMB APPROVAL

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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 *
BROCHU MICHAEL A

2. Issuer Name and Ticker or Trading Symbol
ART TECHNOLOGY GROUP INC
[ARTG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

25 FIRST STREET, 2ND FLOOR

05/23/2006

(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

CAMBRIDGE, MA 02141

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/23/2006		M		100,000	A	\$ 0.64
Common Stock	05/23/2006		S		700	D	\$ 2.21
Common Stock	05/23/2006		S		400	D	\$ 2.22
Common Stock	05/23/2006		S		6,801	D	\$ 2.23
Common Stock	05/23/2006		S		4,199	D	\$ 2.24

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Common Stock	05/23/2006	S	8,500	D	\$ 2.25	93,843	D
Common Stock	05/23/2006	S	5,500	D	\$ 2.26	88,343	D
Common Stock	05/23/2006	S	3,258	D	\$ 2.27	85,085	D
Common Stock	05/23/2006	S	5,900	D	\$ 2.28	79,185	D
Common Stock	05/23/2006	S	9,932	D	\$ 2.29	69,253	D
Common Stock	05/23/2006	S	4,207	D	\$ 2.3	65,046	D
Common Stock	05/23/2006	S	1,100	D	\$ 2.31	63,946	D
Common Stock	05/23/2006	S	3,003	D	\$ 2.32	60,943	D
Common Stock	05/23/2006	S	2,360	D	\$ 2.33	58,583	D
Common Stock	05/23/2006	S	340	D	\$ 2.35	58,243	D
Common Stock	05/23/2006	S	3,000	D	\$ 2.37	55,243	D
Common Stock	05/23/2006	S	800	D	\$ 2.38	54,443	D
Common Stock	05/23/2006	S	700	D	\$ 2.39	53,743	D
Common Stock	05/23/2006	S	500	D	\$ 2.4	53,243	D
Common Stock	05/23/2006	S	4,100	D	\$ 2.41	49,143	D
Common Stock	05/23/2006	S	13,200	D	\$ 2.42	35,943	D
Common Stock	05/23/2006	S	17,500	D	\$ 2.43	18,443	D
Common Stock	05/23/2006	S	1,800	D	\$ 2.44	16,643	D
Common Stock	05/23/2006	S	1,900	D	\$ 2.45	14,743	D
Common Stock	05/23/2006	S	300	D	\$ 2.46	14,443	D
	05/23/2006	A	2,018	A		16,461	D

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Common Stock \$ 2.23

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

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Option (Right to buy)	\$ 0.64	05/23/2006		M		100,000		11/02/2004	01/02/2012	Common Stock
Stock Option (Right to buy)	\$ 1.12							08/25/2005 ⁽¹⁾	07/18/2015	Common Stock
Stock Option (Right to buy)	\$ 2.23	05/23/2006		A		25,000		08/23/2006 ⁽²⁾	05/23/2016	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROCHU MICHAEL A 25 FIRST STREET 2ND FLOOR CAMBRIDGE, MA 02141	X			

Signatures

/s/ Jeffrey T. Kowalski by power of attorney 05/25/2006

**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) 25% of the options shall be exercisable on August 25, 2005 and the remainder of the options shall be exercisable 25% quarterly thereafter.
- (2) Options are exercisable quarterly beginning 3 months from grant date over 2 years.

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