

ART TECHNOLOGY GROUP INC  
 Form 4  
 March 02, 2006

**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 \*  
**ONEILL PATRICIA**  
  
 (Last) (First) (Middle)  
**25 FIRST STREET, 2ND FLOOR**  
  
 (Street)  
**CAMBRIDGE, MA 02141**  
  
 (City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**02/28/2006**

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
**SVP, Human Resources**

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

**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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

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

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SEC 1474  
 (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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3)                           | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable          | Expiration Date | Title        | Amount or Number of Shares |
|--------------------------------------|------------------------------|------------------|------------|---|------|---|-----|-----|---------------------------|-----------------|--------------|----------------------------|
| Employee Stock Option (Right to buy) | \$ 2.93                      | 02/28/2006       | A          | 60,000  |      |   |     |     | 05/28/2006 <sup>(1)</sup> | 02/28/2016      | Common Stock | 60,000                     |
| Employee Stock Option (Right to buy) | \$ 0.84                      |                  |            |   |      |   |     |     | 06/27/2003                | 03/26/2013      | Common Stock | 75,000                     |
| Employee Stock Option (Right to buy) | \$ 1.5                       |                  |            |   |      |   |     |     | 01/25/2002                | 10/24/2011      | Common Stock | 25,000                     |
| Employee Stock Option (Right to buy) | \$ 1.57                      |                  |            |   |      |   |     |     | 04/30/2004                | 01/29/2014      | Common Stock | 80,000                     |
| Employee Stock Option (Right to buy) | \$ 2.13                      |                  |            |   |      |   |     |     | 02/03/2002                | 08/02/2011      | Common Stock | 20,000                     |
| Employee Stock Option (Right to buy) | \$ 2.24                      |                  |            |   |      |   |     |     | 07/21/2003                | 07/20/2013      | Common Stock | 16,600                     |
| Employee Stock Option (Right to buy) | \$ 4.7813                    |                  |            |   |      |   |     |     | 07/09/2001                | 04/08/2011      | Common Stock | 10,500                     |
| Employee Stock Option (Right to buy) | \$ 9.31                      |                  |            |   |      |   |     |     | 12/31/2001                | 05/01/2011      | Common Stock | 2,000                      |

buy)

Employee  
Stock

Option \$ 51.6875  
(Right to  
buy)

05/19/2001 05/18/2010

Common  
Stock

7,73

Employee  
Stock

Option \$ 51.6875  
(Right to  
buy)

05/19/2000 05/19/2010

Common  
Stock

42,2

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                      |       |
|--|---------------|-----------|----------------------|-------|
|  | Director      | 10% Owner | Officer              | Other |
| ONEILL PATRICIA<br>25 FIRST STREET<br>2ND FLOOR<br>CAMBRIDGE, MA 02141 |               |           | SVP, Human Resources |       |

## 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.

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