

ART TECHNOLOGY GROUP INC
 Form 4
 March 02, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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 *
 ONEILL PATRICIA

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)
 25 FIRST STREET, 2ND FLOOR
 (Street)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 SVP, Human Resources

CAMBRIDGE, MA 02141
 (City) (State) (Zip)

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

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.

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.

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) (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 ⁽¹⁾	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 25 FIRST STREET 2ND FLOOR 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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