

ALTIRIS INC
Form 4
April 11, 2007

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

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 *
KINGHORN DWAIN A

(Last) (First) (Middle)
C/O ALTIRIS, INC., 588 WEST 400 SOUTH
(Street)

LINDON, UT 84042

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ALTIRIS INC [ATRS]

3. Date of Earliest Transaction (Month/Day/Year)
04/06/2007

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)
Chief Strategy & Tech Officer

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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 03/01/2007 | | G | 2,000 | D \$ 0 | 43,790 | D |
| Common Stock | 03/01/2007 | | G | 19,800 | D \$ 0 | 83,155 | I |
| Common Stock | 04/06/2007 | | D | 43,911 (1) (10) | D \$ 33 (2) | 0 | D |
| Common Stock | 04/06/2007 | | D | 83,155 | D \$ 33 (2) | 0 | I |

By
Computing
Edge

By
Computing
Edge

Edgar Filing: ALTIRIS INC - Form 4

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 (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 Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Option to buy Common Stock | \$ 22.53 | 04/06/2007 | | D | 15,000 | <u>(3)</u> 07/20/2014 | Common Stock | 15,000 |
| Option to buy Common Stock | \$ 6 | 04/06/2007 | | D | 3,125 | <u>(4)</u> 12/20/2011 | Common Stock | 3,125 |
| Option to buy Common Stock | \$ 13.08 | 04/06/2007 | | D | 30,000 | <u>(5)</u> 01/28/2013 | Common Stock | 30,000 |
| Option to buy Common Stock | \$ 7.5 | 04/06/2007 | | D | 1,250 | <u>(6)</u> 02/22/2012 | Common Stock | 1,250 |
| Option to buy Common Stock | \$ 20.48 | 04/06/2007 | | D | 20,000 | <u>(7)</u> 08/03/2016 | Common Stock | 20,000 |
| Option to buy Common Stock | \$ 18.9 | 04/06/2007 | | D | 12,500 | <u>(8)</u> 05/18/2015 | Common Stock | 12,500 |
| Option to buy Common Stock | \$ 17.55 | 04/06/2007 | | D | 8,750 | <u>(9)</u> 02/08/2016 | Common Stock | 8,750 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KINGHORN DWAIN A C/O ALTIRIS, INC. 588 WEST 400 SOUTH LINDON, UT 84042 | | | Chief Strategy & Tech Officer | |

Signatures

/s/ Craig Christensen,
attorney-in-fact

04/10/2007

__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) Includes 121 shares purchased through Employee Stock Purchase plan.
- (2) Disposed of pursuant to a merger agreement between the issuer and Symantec in exchange for a cash payment of \$33.00 per share.
- (3) This option which became fully vested as of February 24, 2005, was assumed by Symantec in the merger and replaced with an option to purchase 28,612 shares of Symantec common stock for \$11.81 per share.
- (4) This option which became fully vested on December 20, 2005, was assumed by Symantec in the merger and replaced with an option to purchase 5,960 shares of Symantec common stock for \$3.15 per share.
- (5) This option which became fully vested on January 28, 2007, was assumed by Symantec in the merger and replaced with an option to purchase 57,225 shares of Symantec common stock for \$6.86 per share.
- (6) This option, which provided for vesting as of 1/4 on February 22, 2003 and 1/48 shares subject to the option per month thereafter, was assumed by Symantec in the merger and replaced with an option to purchase 2,384 shares of Symantec common stock for \$3.93 per share.
- (7) This option, which provided for vesting in three equal annual installments beginning August 3, 2007, was assumed by Symantec in the merger and replaced with an option to purchase 38,150 shares of Symantec common stock for \$10.74 per share.
- (8) This option, which provided for vesting in three equal annual installments beginning May 18, 2005, was assumed by Symantec in the merger and replaced with an option to purchase 23,843 shares of Symantec common stock for \$9.91 per share.
- (9) This option, which provided for vesting in three equal annual installments beginning February 8, 2007, was assumed by Symantec in the merger and replaced with an option to purchase 16,690 shares of Symantec common stock for \$9.20 per share.
- (10) Includes 20,000 restricted stock units. Each restricted stock unit represents a contingent right to receive one share of Altiris common stock and was to vest in three equal annual installments beginning August 3, 2007. Each restricted stock unit was assumed by Symantec in the merger and replaced with the right to receive one share of Symantec common stock at the exchange ratio of 1.9075145 per share.

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.