

ART TECHNOLOGY GROUP INC
Form 4
August 15, 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 *
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)
25 FIRST STREET, 2ND FLOOR

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/14/2006

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

CAMBRIDGE, MA 02141

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

(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 ⁽¹⁾ | 08/14/2006 | | M | | 100,000 | A | \$ 0.64 |
| Common Stock ⁽¹⁾ | 08/14/2006 | | S | | 7,400 | D | \$ 2.42 |
| Common Stock ⁽¹⁾ | 08/14/2006 | | S | | 10,000 | D | \$ 2.43 |
| Common Stock ⁽¹⁾ | 08/14/2006 | | S | | 5,200 | D | \$ 2.44 |
| Common Stock ⁽¹⁾ | 08/14/2006 | | S | | 7,542 | D | \$ 2.45 |

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| | | | | | | | |
|-------------------------|------------|---|--------|---|---------|--------|---|
| Common Stock <u>(1)</u> | 08/14/2006 | S | 12,858 | D | \$ 2.46 | 71,443 | D |
| Common Stock <u>(1)</u> | 08/14/2006 | S | 3,400 | D | \$ 2.47 | 68,043 | D |
| Common Stock <u>(1)</u> | 08/14/2006 | S | 17,218 | D | \$ 2.48 | 50,825 | D |
| Common Stock <u>(1)</u> | 08/14/2006 | S | 32,501 | D | \$ 2.49 | 18,324 | D |
| Common Stock <u>(1)</u> | 08/14/2006 | S | 681 | D | \$ 2.5 | 17,643 | D |
| Common Stock <u>(1)</u> | 08/14/2006 | S | 459 | D | \$ 2.52 | 17,184 | D |
| Common Stock <u>(1)</u> | 08/14/2006 | S | 900 | D | \$ 2.53 | 16,284 | D |
| Common Stock <u>(1)</u> | 08/14/2006 | S | 941 | D | \$ 2.54 | 15,343 | D |
| Common Stock <u>(1)</u> | 08/14/2006 | S | 300 | D | \$ 2.55 | 15,043 | D |
| Common Stock <u>(1)</u> | 08/14/2006 | S | 600 | D | \$ 2.56 | 14,443 | D |

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

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(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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|-------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
| Stock Option (Right to buy) | \$ 0.64 | 08/14/2006 | | M | 100,000 | 11/02/2004 | 01/02/2012 | Common Stock | 100,000 |
| Stock Option | \$ 1.12 | | | | | 08/25/2005 | 07/18/2015 | Common Stock | 25,000 |

(Right to buy)

Stock Option (Right to buy) \$ 2.23

08/23/2006⁽²⁾ 05/23/2016

Common Stock 25,0

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) 08/15/2006

__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) Options exercised pursuant to a 10b5-1 plan
- (2) Options are exercisable quarterly beginning 3 months from grant date over 2 years.

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