

ONEILL PATRICIA
Form 3
May 10, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â ONEILL PATRICIA | | (Month/Day/Year) | ART TECHNOLOGY GROUP INC [ARTG] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | | | |
| 25 FIRST ST., 2ND FLOOR | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| CAMBRIDGE,Â MAÂ 02141 | | | <input checked="" type="checkbox"/> Officer | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City) | (State) | (Zip) | (give title below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Senior VP, Human Resources | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 6,380 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

Edgar Filing: ONEILL PATRICIA - Form 3

| | | | | Shares | | (I) (Instr. 5) | |
|---|---------------------------|------------|-----------------|--------|------------|-------------------|---|
| Employee Stock Option (right to buy) | 06/27/2003 ⁽¹⁾ | 03/26/2013 | Common Stock | 42,188 | \$ 0.84 | D | Â |
| Employee Stock Option (right to buy) | 06/27/2003 ⁽¹⁾ | 03/26/2013 | Common Stock | 32,812 | \$ 0.84 | D | Â |
| Employee Stock Option (right to buy) | 01/25/2002 ⁽¹⁾ | 10/24/2011 | Common Stock | 6,251 | \$ 1.5 | D | Â |
| Employee Stock Option (right to buy) | 01/25/2002 ⁽²⁾ | 10/24/2011 | Common Stock | 18,749 | \$ 1.5 | D | Â |
| Employee Stock Option (right to buy) | 04/30/2004 ⁽¹⁾ | 01/29/2014 | Common Stock | 65,000 | \$ 1.57 | D | Â |
| Employee Stock Option (right to buy) | 04/30/2004 ⁽¹⁾ | 01/29/2014 | Common Stock | 15,000 | \$ 1.57 | D | Â |
| Employee Stock Option (right to buy) | 02/03/2002 ⁽³⁾ | 08/02/2011 | Common Stock | 20,000 | \$ 2.13 | D | Â |
| Employee Stock Option (right to buy) | 07/21/2003 ⁽⁴⁾ | 07/20/2013 | Common Stock | 4,167 | \$ 2.24 | D | Â |
| Employee Stock Option (right to buy) | 07/21/2003 ⁽⁴⁾ | 07/20/2013 | Common Stock | 12,500 | \$ 2.24 | D | Â |
| Employee Stock Option (right to buy) | 07/09/2001 ⁽¹⁾ | 04/08/2011 | Common Stock | 1,341 | \$ 4.7813 | D | Â |
| Employee Stock Option (right to buy) | 07/09/2001 ⁽¹⁾ | 04/08/2011 | Common Stock | 9,159 | \$ 4.7813 | D | Â |
| Employee Stock Option (right to buy) | 12/31/2001 ⁽⁵⁾ | 05/01/2011 | Common Stock | 2,000 | \$ 9.31 | D | Â |
| Employee Stock Option (right to buy) | 05/19/2001 ⁽⁶⁾ | 05/18/2010 | Common Stock | 7,736 | \$ 51.6875 | D | Â |
| Employee Stock Option (right to buy) | 05/19/2000 ⁽⁷⁾ | 05/19/2010 | Common Stock | 42,264 | \$ 51.6875 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ONEILL PATRICIA 25 FIRST ST., 2ND FLOOR CAMBRIDGE, MA 02141 | Â | Â | Â Senior VP, Human Resources | Â |

Signatures

Diane M. Tracey 05/10/2005
Date

Signature of
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Option is exercisable at the rate of 6.25% quarterly beginning three months from grant date.
- (2) Option is exercisable at the rate of 25% per quarter beginning three months from the grant date.
- (3) Option is exercisable 25% six months from grant date and 12.5% quarterly thereafter.
- (4) Option is exercisable 25% on the grant date and 25% every 6 months thereafter (total vested after 18 months).
- (5) Options are exercisable 100% on 12/31/01.
- (6) Option is exercisable 25% one year from grant date and 6.25% quarterly thereafter.
- (7) Option is exercisable at the rate of 25% one year from grant date and 6.25% quarterly thereafter.

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.