

BURKE ROBERT D

Form 4

December 16, 2010

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BURKE ROBERT D

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)

ONE MAIN STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/14/2010

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

President and CEO

CAMBRIDGE, MA 02142

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	12/14/2010		M		277,776	A	\$ 1.44
COMMON STOCK	12/14/2010		F		66,890	D	\$ 5.98
COMMON STOCK	12/14/2010		M		70,313	A	\$ 1.57
COMMON STOCK	12/14/2010		F		18,461	D	\$ 5.98
COMMON STOCK	12/14/2010		M		87,745	A	\$ 1.27

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COMMON STOCK	12/14/2010	F	18,635	D	\$ 5.98	638,292	D
COMMON STOCK	12/14/2010	M	39,179	A	\$ 2.93	677,471	D
COMMON STOCK	12/14/2010	F	19,197	D	\$ 5.98	658,274	D
COMMON STOCK	12/14/2010	M	17,315	A	\$ 3.66	675,589	D
COMMON STOCK	12/14/2010	F	10,598	D	\$ 5.98	664,991	D
COMMON STOCK	12/14/2010	M	222,224	A	\$ 1.44	887,215	D
COMMON STOCK	12/14/2010	F	123,950	D	\$ 5.98	763,265	D
COMMON STOCK	12/14/2010	M	400,000	A	\$ 1.29	1,163,265	D
COMMON STOCK	12/14/2010	F	217,263	D	\$ 5.98	946,002	D
COMMON STOCK	12/14/2010	M	154,687	A	\$ 1.57	1,100,689	D
COMMON STOCK	12/14/2010	F	88,239	D	\$ 5.98	1,012,450	D
COMMON STOCK	12/14/2010	M	177,255	A	\$ 1.27	1,189,705	D
COMMON STOCK	12/14/2010	F	95,932	D	\$ 5.98	1,093,773	D
COMMON STOCK	12/14/2010	M	160,821	A	\$ 2.93	1,254,594	D
COMMON STOCK	12/14/2010	F	113,042	D	\$ 5.98	1,141,552	D
COMMON STOCK	12/14/2010	M	107,685	A	\$ 3.66	1,249,237	D
COMMON STOCK	12/14/2010	F	83,350	D	\$ 5.98	1,165,887	D

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)

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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 Underlying Security (Instr. 3 and 4)	8. Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 1.44	12/14/2010		M	277,776	12/05/2002	12/05/2012	COMMON STOCK	
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 1.57	12/14/2010		M	70,313	01/30/2004	01/30/2014	COMMON STOCK	
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 1.27	12/14/2010		M	87,745	01/27/2005	01/27/2015	COMMON STOCK	
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 2.93	12/14/2010		M	39,179	02/28/2006	02/28/2016	COMMON STOCK	
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 3.66	12/14/2010		M	17,315	03/24/2008	03/24/2018	COMMON STOCK	
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 1.44	12/14/2010		M	222,224	12/05/2002	12/05/2012	COMMON STOCK	
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 1.29	12/14/2010		M	400,000	01/02/2003	01/02/2013	COMMON STOCK	
EMPLOYEE STOCK OPTION	\$ 1.57	12/14/2010		M	154,687	01/30/2004	01/30/2014	COMMON STOCK	

(RIGHT TO
BUY)EMPLOYEE
STOCK

OPTION	\$ 1.27	12/14/2010	M	177,255	01/27/2005	01/27/2015	COMMON STOCK
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(RIGHT TO
BUY)EMPLOYEE
STOCK

OPTION	\$ 2.93	12/14/2010	M	160,821	02/28/2006	02/28/2016	COMMON STOCK
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(RIGHT TO
BUY)EMPLOYEE
STOCK

OPTION	\$ 3.66	12/14/2010	M	107,685	03/24/2008	03/24/2018	COMMON STOCK
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(RIGHT TO
BUY)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BURKE ROBERT D ONE MAIN STREET CAMBRIDGE, MA 02142	X		President and CEO	

Signatures

/s/ Jeffrey T. Kowalski, by Power of Attorney	12/16/2010
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__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).

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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