Federman John Form 4 April 16, 2007

FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

Form 4 or

1. Name and Address of Reporting Person *

Federman John

(Last) (First) (Middle)

ONE MAIN STREET

(Street)

1.Title of

Security

(Instr. 3)

Common

Stock (1)

CAMBRIDGE, MA 02142

2. Issuer Name and Ticker or Trading

Symbol

ART TECHNOLOGY GROUP INC [ARTG]

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

04/12/2007

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

10% Owner Director X_ Officer (give title Other (specify

SVP & GM of eStara

6. Individual or Joint/Group Filing(Check Applicable Line)

X 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

(City) (State) (Zip)

> 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Securities Beneficially Owned Following Reported

5. Amount of

Form: Direct (D) or Indirect (I) (Instr. 4)

D

Indirect Beneficial Ownership (Instr. 4)

(9-02)

6. Ownership 7. Nature of

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

366,537

(A)

or

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

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

1

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and	Securition
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Employee Stock Option (Right to buy)	\$ 2.05					10/10/2007(2)	10/10/2016	Common Stock	200,
Restricted stock units	(3)	04/12/2007		A	50,000	<u>(4)</u>	<u>(4)</u>	Common Stock	50,0
Restricted stock units	<u>(3)</u>	04/12/2007		A	50,000	<u>(5)</u>	<u>(5)</u>	Common Stock	50,0

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Federman John

ONE MAIN STREET SVP & GM of eStara

CAMBRIDGE, MA 02142

Signatures

/s/ Jeffrey T Kowalski by Power of Attorney

orney 04/16/2007

**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).

113,703 of these shares are restricted shares that vest in installments of 3,159 shares per month over 36 months. In accordance with the Agreement and Plan of Merger dated September 18, 2006 pursuant to which Art Technology Group, Inc. acquired eStara, Inc., 22,832 of

- (1) these shares are being held in escrow pending any working capital adjustments, and 40,497 of these shares are being held in escrow for one year for the purpose of securing amounts that may be payable to Art Technology Group as a result of indemnification provisions in the Agreement and Plan of Merger.
- (2) Options are exercisable 25% one year from grant date and 6.25% quarterly thereafter.
- (3) Each restricted stock unit represents a contingent right to receive one share of Art Technology Group, Inc. common stock.
- (4) The restricted stock units vest in four equal annual installments beginning May 12, 2008 and annually thereafter.
- (5) The number of restricted stock units that may vest is determined by the performance metrics set forth in the applicable restricted stock unit agreement. Of that subset of restricted stock units that may vest, the restricted stock units vest in four equal annual installments beginning May 12, 2008 and annually thereafter; provided, however, that additional performance metrics set forth in the applicable

Reporting Owners 2

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restricted stock unit agreement may trigger immediate vesting in full.

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.