

ALTIRIS INC  
Form POS AM  
July 24, 2002

As filed with the Securities and Exchange Commission on July 24, 2002  
Registration No. 333-83352

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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-1  
REGISTRATION STATEMENT**

*Under  
The Securities Act of 1933*

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**ALTIRIS, INC.**

(Exact name of Registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**7372**  
(Primary Standard Industrial  
Classification Code Number)

**87-0616516**  
(I.R.S. Employer  
Identification Number)

**Altiris, Inc.  
588 West 400 South  
Lindon, Utah 84042  
(801) 805-2400**

(Address, including zip code, and telephone number, including area code, of Registrant's principal executive offices)

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**Gregory S. Butterfield  
President and Chief Executive Officer  
Altiris, Inc.  
588 West 400 South  
Lindon, Utah 84042  
(801) 805-2400**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

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*Copies to:*

**Jeffrey D. Saper, Esq.  
Robert G. O'Connor, Esq.**

**Alan F. Denenberg, Esq.  
Davis Polk & Wardwell**

**Shawn J. Lindquist, Esq.**  
**Wilson Sonsini Goodrich & Rosati**  
**Professional Corporation**  
**2795 E. Cottonwood Parkway, Suite 300**  
**Salt Lake City, Utah 84121**  
**(801) 993-6400**

**1600 El Camino Real**  
**Menlo Park, California 94025**  
**(650) 752-2000**

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The Registration Fee was previously calculated and paid in connection with the filing of the Registration Statement on February 25, 2002.

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No exhibits are filed with this Post-Effective Amendment.

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The Registrant registered an aggregate of 5,750,000 shares of its common stock (the Registered Shares ) pursuant to a Registration Statement on Form S-1 (File No. 333-83352) filed with the Securities and Exchange Commission on February 25, 2002, as amended. The Registered Shares included 5,000,000 shares sold by the Registrant in its initial public offering (the Offering ), and 750,000 shares to be sold by two of the Registrant's stockholders pursuant to the over-allotment option granted by such stockholders to the underwriters. The Offering occurred on May 22, 2002, at which time an aggregate of 5,000,000 shares (the Sold Shares ) were sold by the Registrant. The 30-day period during which the underwriters had the right to exercise the over-allotment option of 750,000 Registered Shares (the Remaining Shares ) has expired. Accordingly, the Registrant hereby withdraws from registration under this Registration Statement on Form S-1 the distribution of the Remaining Shares.

This Post-Effective Amendment is being filed for the sole purpose of deregistering the distribution of the Remaining Shares. No changes are being made to the Prospectus or to Part II of the Registration Statement.

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Lindon, State of Utah, on July 23, 2002.

**ALTIRIS, INC.**

By: /s/ GREGORY S.  
BUTTERFIELD

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Gregory S. Butterfield  
President and Chief  
Executive Officer

Pursuant to the requirements of the Securities Act of 1933, on July 23, 2002, this Amendment to the Registration Statement has been signed by the following persons in the capacities indicated:

Signature	Title
/s/ GREGORY S. BUTTERFIELD _____ Gregory S. Butterfield	President, Chief Executive Officer and Director (Principal Executive Officer)
/s/ STEPHEN C. ERICKSON _____ Stephen C. Erickson	Vice President and Chief Financial Officer (Principal Financial and Accounting Officer)
/s/ GARY B. FILLER* _____ Gary B. Filler	Director
/s/ MICHAEL J. LEVINTHAL* _____ Michael J. Levinthal	Director
/s/ JAY C. HOAG* _____ Jay C. Hoag	Director
/s/ DARCY G. MOTT* _____ Darcy G. Mott	Director
/s/ V. ERIC ROACH* _____ V. Eric Roach	Director
/s/ RALPH J. YARRO, III* _____	Director

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Ralph J. Yarro, III

\*By: /s/ CRAIG H. CHRISTENSEN

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Craig H. Christensen  
Attorney-in-Fact

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