

BUTTERFIELD GREGORY S
Form 4
December 27, 2004

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 *
BUTTERFIELD GREGORY S

2. Issuer Name and Ticker or Trading Symbol
ALTIRIS INC [ATRS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
588 W 400 SOUTH

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/21/2004

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, CEO and President

LINDON, UT 84042

(City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 12/07/2004 | | G | V 1,439 D \$ 0 | 1,484 ⁽¹⁾ | D | |
| Common Stock | 12/21/2004 | 12/22/2004 ⁽²⁾ | M | 10,000 A \$ 0.05 | 11,484 | D | |
| Common Stock | 11/21/2004 | 11/22/2004 ⁽²⁾ | S | 10,000 D \$ 33 | 1,484 | D | |
| Common Stock | 12/27/2004 | 12/27/2004 ⁽²⁾ | M | 10,000 A \$ 0.05 | 11,484 | D | |
| Common Stock | 12/27/2004 | 12/27/2004 ⁽²⁾ | S | 10,000 D \$ 34 | 1,484 | D | |

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Option to buy common stock | \$ 0.05 | 12/21/2004 | 12/22/2004 ⁽²⁾ | M | 10,000 | 02/14/2004 ⁽³⁾ 02/14/2010 | Common Stock | 10,000 |
| Option to buy common stock | \$ 0.05 | 12/27/2004 | 12/27/2004 ⁽²⁾ | P | 10,000 | 02/14/2004 02/14/2010 | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BUTTERFIELD GREGORY S 588 W 400 SOUTH LINDON, UT 84042 | X | | Chairman, CEO and President | |

Signatures

/s/ Craig H. Christensen 12/27/2004

**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) The shares included in this amount plus all but 750 of the shares listed as having been gifted, were recently acquired pursuant to the Issuer's Employee Stock Purchase Plan. Such acquisitions are exempt from the reporting requirements of Section 16 in accordance with

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Rule 16b-3 (c).

- (2) The transactions were pursuant to the Reporting Person's 10b5-1 plan. The trades were price driven and thus did not have a set, knowable date.
- (3) 1/4 of the shares subject to the option vest and become exercisable on the "Date Exercisable" and each anniversary thereof.
- (4) Not applicable.

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.