

ALTIRIS INC
Form 4
May 25, 2006

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SAMUELIAN MICHAEL R

(Last) (First) (Middle)

ALTIRIS, INC., 588 WEST 400
SOUTH

(Street)

LINDON, UT 84042

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

ALTIRIS INC [ATRS]

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

05/23/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
X Officer (give title _____ Other (specify
below) below)

VP, Worldwide Sales

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

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)
Common Stock	05/23/2006		M	2,500 A \$ 6	26,923	D	
Common Stock	05/23/2006		M	5,208 A \$ 7.5	32,131	D	
Common Stock	05/23/2006		M	6,250 A \$ 13.08	38,381	D	
Common Stock	05/23/2006		S	15,261 D \$ 16.96	23,165	D	
Common Stock					8,924	I	by GRAT

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option to buy common stock	\$ 6	05/23/2006		M	2,500	12/20/2002 ⁽¹⁾ 12/20/2011	Common Stock 2,500
Option to buy common stock	\$ 7.5	05/23/2006		M	5,208	02/22/2003 ⁽³⁾ 02/22/2012	Common Stock 5,208
Option to buy common stock	\$ 13.08	05/23/2006		M	6,250	01/28/2004 ⁽¹⁾ 01/28/2013	Common stock 6,250

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SAMUELIAN MICHAEL R ALTIRIS, INC. 588 WEST 400 SOUTH LINDON, UT 84042	VP, Worldwide Sales

Signatures

Michael R.
Samuelian
05/25/2006
Date

Signature of
Reporting Person

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 option vests as to 1/4 of the shares subject to the option on the "Date Exercisable" and each anniversary thereof.
- (2) Not applicable.
- (3) The option vests as to 1/4 of the shares subject to the option as of the "Date Exercisable" and 1/48 of the option vests each month thereafter.

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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