

CAIRNS DAVID
Form 4
December 02, 2005

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
Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CAIRNS DAVID

(Last) (First) (Middle)

C/O ARTEMIS INTERNATIONAL
SOLUTIONS CORP, 4041
MACARTHUR BLVD., SUITE 401

(Street)

NEWPORT BEACH, CA 92660

(City) (State) (Zip)

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

ARTEMIS INTERNATIONAL
SOLUTIONS CORP [AMSI.OB]

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

11/30/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

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

**Persons who respond to the collection of
information contained in this form are not
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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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 1.45	11/30/2005		A		7,500		<u>(1)</u>	11/30/2015	Common Stock	7,500
Non-Qualified Stock Option (right to buy)	\$ 1.45	11/30/2005		A		3,500		<u>(3)</u>	11/30/2015	Common Stock	3,500
Non-Qualified Stock Option (right to buy)	\$ 1.45	11/30/2005		A		3,500		<u>(2)</u>	11/30/2015	Common Stock	3,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CAIRNS DAVID C/O ARTEMIS INTERNATIONAL SOLUTIONS CORP 4041 MACARTHUR BLVD., SUITE 401 NEWPORT BEACH, CA 92660	X			

Signatures

Charles Savoni
(Attorney-in-fact) 12/02/2005

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) One hundred percent (100%) of shares subject to the Option shall vest on November 30, 2006, provided, that the optionee remains a director on said date and has attended at least sixty percent (60%) of the meetings convened by the Board of Directors during the preceding year.

(2) One hundred percent (100%) of shares subject to the Option shall vest on the grant date anniversary (November 30, 2006), provided, that the optionee remains a member of the Audit Committee on said date and has attended at least sixty percent (60%) of the Audit Committee meetings convened during the preceding year.

(3) One hundred percent (100%) of shares subject to the Option shall vest on the grant date anniversary (November 30, 2006), provided, that the optionee remains a member of the Nominating Committee on said date and has attended at least sixty percent (60%) of the

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Nominating Committee meetings convened during the preceding year.

(4) The option was granted in consideration for director services rendered.

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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