Edgar Filing: ELOYALTY CORP - Form 4

ELOYALT Form 4	Y CORP											
June 04, 20	08											
FORM	ЛД									APPROVAL		
	UNITED	STATES		RITIES ashingtor			ANGE C	OMMISSION	OMB Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or						~-			Expires:	January 31, 2005		
					N BENEI RITIES	FICL	AL OWI	NERSHIP OF	Estimated burden ho	l average ours per		
Form 5 obligati may con <i>See</i> Inst 1(b).	Filed pur ons ntinue. Section 17((a) of the l	Public U		olding Co	mpar	ny Act of	e Act of 1934, 1935 or Sectio 0	response. n	0.0		
(Print or Type	Responses)											
1. Name and COXE TE	Address of Reporting NCH	Person <u>*</u>	Symbol	er Name ar			ing	5. Relationship of Issuer	Reporting Po	erson(s) to		
				ALTY C	-	-		(Check all applicable)				
(1			3. Date of Earliest Transaction (Month/Day/Year) 06/02/2008					X_ DirectorX_ 10% Owner Officer (give titleOther (specify below) below)				
Filed(M				mendment, Date Original Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
PALO AL	ГО, СА 94304100)5						Person				
(City)	(State)	(Zip)	Tal	ble I - Non	-Derivativ	e Secu	rities Acq	uired, Disposed o	f, or Benefici	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securit our Dispos (Instr. 3, 4)	ed of ((D)	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	06/02/2008			Р	10,267	A	\$ 8.7123 (1)	914,021	I	By Ltd Partnership (SHV) (2)		
Common Stock	06/02/2008			Р	1,278	А	\$ 8.7123 (1)	137,442	I	By Trust (Trustees) (3)		
Common Stock								1,710	D (4)			
Common Stock								7,953	I	By Ltd Partnership (ROOS) (5)		

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Common Stock	5,853	Ι	By Ltd Partnership (SHAI) <u>(6)</u>
Common Stock	14,847	I	By Ltd Partnership (SHQP) (7)

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 required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
COXE TENCH 755 PAGE MILL ROAD, SUITE A-200 PALO ALTO, CA 943041005	Х	Х					
Signatures							
By: Robert Yin, by power of attorney	06/04/20	008					
**Signature of Reporting Person	Date						
Explanation of Response	2001						

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).

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(1) This represents the weighted average price.

Shares held by Sutter Hill Ventures, A California Limited Partnership. The reporting person is a Managing Director of the General
(2) Partner of Sutter Hill Ventures, A California Limited Partnership. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest in the partnership.

- (3) Shares held by a trust of which the reporting person is a trustee. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest in the trust.
- (4) The reporting person shares pecuniary interest in these shares with other individuals pursuant to a contractual relationship. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest in these shares.
- (5) Shares held by a limited partnership of which the reporting person is a trustee of a trust which is the General Partner. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest therein.

Shares held by Sutter Hill Entrepreneurs Fund (AI), L.P. The reporting person is a Managing Director of the General Partner of Sutter(6) Hill Entrepreneurs Fund (AI), L.P. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest in the partnership.

Shares held by Sutter Hill Entrepreneurs Fund (QP), L.P. The reporting person is a Managing Director of the General Partner of Sutter

(7) Hill Entrepreneurs Fund (QP), L.P. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest in the partnership.

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.