Edgar Filing: ELOYALTY CORP - Form 4

ELOYALTY Form 4	CORP											
December 21	, 2007											
FORM	4		CECUT				NGE	COMMISSIO	N.T.	APPROVAL		
	shington,		N OMB Number:	3235-0287								
Check thi if no long	CFS IN	RENEE	стл		VNERSHIP OI	Expires:	January 31, 2005					
subject to Section 1				SECUR			LUV		Estimate burden h	d average ours per		
Form 4 or Form 5		uant to 9	Section 1	6(a) of th	e Securi	ies F	vchan	ge Act of 1934	response	•		
Form 5 obligations may continue. See Instruction 1(b). 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 F	Responses)											
	ddress of Reporting P WILLIAM H JR	erson <u>*</u>	Symbol	r Name and			ng	5. Relationship Issuer	of Reporting F	Person(s) to		
(Lest)	(First) (M	iddle)		ALTY CO	L	JYJ		(Check all applicable)				
(Last)	(Plist) (IV	liuule)	(Month/D	f Earliest Tr Day/Year)	ansaction			Director		0% Owner		
755 PAGE MILL ROAD, SUITE 12/20/20 A-200				007				Officer (give title Other (specify below)				
	(Street)			ndment, Da 1th/Day/Year	-	1		6. Individual or Applicable Line)	Joint/Group F	iling(Check		
PALO ALT	O, CA 943041005	5	Theu(Moi	III/Day/Tear)			_X_ Form filed by Form filed by Person				
(City)	(State) (Zip)	Tabl	e I - Non-D	erivative	Secur	ities A	cquired, Disposed	of, or Benefic	ially Owned		
1.Title of	2. Transaction Date			3.	4. Securi			5. Amount of	6.	7. Nature of		
Security (Instr. 3)	(Month/Day/Year)	Execution any	,	Transactic Code	Disposed	of (D)	Securities Beneficially	Ownership Form: Direct			
		(Month/L	Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned Following	(D) or Indirect (I)	Ownership (Instr. 4)		
						(A) or		Reported Transaction(s)	(Instr. 4)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)		D 1.1		
Common Stock	12/20/2007			Р	1,200	А	\$ 12	713,302	I	By Ltd Partnership (SHV) (1)		
Common Stock								5,853	I	By Ltd Partnership (SHAI) (2)		
Common Stock								14,847	I	By Ltd Partnership (SHQP) (3)		
Common Stock								5,859	I	By Ltd Partnership		

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			$(YVST) ^{(4)}$
Common Stock	22,038	Ι	By Profit Sharing Plan Trust <u>(5)</u>
Common Stock	22,096	Ι	By Trust (Trustee) <u>(6)</u>

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	and 7. Title a Amount o Underlyin Securities (Instr. 3 a	int of rlying ities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director 10% Owner		Officer	Other			
YOUNGER WILLIAM H JR 755 PAGE MILL ROAD, SUITE A-200 PALO ALTO, CA 943041005		Х					
Signatures							
By: Robert Yin, by power of attorney	12/21/20	007					
**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).
- Shares held by Sutter Hill Ventures, A California Limited Partnership. The reporting person is a Managing Director of the General
 (1) 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.
- Shares held by Sutter Hill Entrepreneurs Fund (AI), L.P. The reporting person is a Managing Director of the General Partner of Sutter
 (2) 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
 (3) 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.
- (4) Shares held by a limited partnership of which the reporting person is the 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.
- (5) Shares held by SHV Profit Sharing Plan, a retirement trust, for the benefit of the reporting person.
- (6) Shares held by a trust of which the reporting person is the trustee. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest in the trust.

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.