

Edgar Filing: EVOLVING SYSTEMS INC - Form SC 13G

EVOLVING SYSTEMS INC  
Form SC 13G  
February 14, 2001

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. \_\_\_\_\_) \*

Evolving Systems, Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

30049R100

-----  
(CUSIP Number)

December 31, 2000

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 30049R100  
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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Trident Capital Management, L.L.C.  
77-0413011

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

-----  
NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH  
-----

5 SOLE VOTING POWER

977,673

6 SHARED VOTING POWER

0

7 SOLE DISPOSITIVE POWER

977,673

8 SHARED DISPOSITIVE POWER

0

-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

977,673

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  
SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

7.63%

12 TYPE OF REPORTING PERSON\*

OO  
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\*SEE INSTRUCTIONS

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Item 1(a). Name of Issuer:

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Evolving Systems, Inc.

(b). Address of Issuer's Principal Executive Offices:

9777 Mt. Pyramid Court, Englewood, Colorado 80112

Item 2(a). Name of Person Filing:

Trident Capital Management, L.L.C.

(b). Address of Principal Business Office or, if None, Residence:

505 Hamilton Avenue, Suite 200, Palo Alto, CA 94301

(c). Citizenship:

Delaware

(d). Title of Class of Securities:

Common Stock

(e). CUSIP Number:

30049R100

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- (a)  Broker or dealer registered under Section 15 of the Exchange Act;
- (b)  Bank as defined in Section 3(a)(6) of the Exchange Act;
- (c)  Insurance company as defined in Section 3(a)(19) of the Exchange Act;
- (d)  Investment company registered under Section 8 of the Investment Company Act;
- (e)  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g)  An parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;

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- (i)  A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j)  Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Item 4. Ownership.

(a). Amount Beneficially Owned:

977,673 shares of Common Stock\*

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(b). Percent of Class:

7.63%

(c). Number of shares as to which such person has:

(i). Sole power to vote or to direct the vote:

977,673 shares of Common Stock

(ii). Shared power to vote or to direct the vote:

Not applicable.

(iii). Sole power to dispose or to direct the disposition of:

977,673 shares of Common Stock

(iv). Shared power to dispose or to direct the disposition of:

Not applicable

\* Includes 951,168 shares held by Information Associates, L.P. ("IA, L.P.") and 26,505 shares held by Information Associates, C.V. ("IA, C.V."). The reporting person is the sole general partner of IA, L.P. and the investment general partner of IA, C.V.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [ ]

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

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Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of a Group.

Not applicable.

Item 10. Certification.

Not applicable.

SIGNATURE

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 13, 2001.

TRIDENT CAPITAL MANAGEMENT, L.L.C.

By: /s/ Bonnie N. Kennedy

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Name: Bonnie N. Kennedy  
Title: Chief Financial Officer

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