

ELOYALTY CORP  
Form 3  
October 06, 2005

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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

(Print or Type Responses)

|   |         |   |  |  |
|---|---------|---|--|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement  | 3. Issuer Name <b>and</b> Ticker or Trading Symbol   |  |
| Â SWEET DAVID E                           |         | (Month/Day/Year)  | ELOYALTY CORP [ELOY]                                 |  |
| (Last)                                    | (First) | (Middle)  | 10/03/2005   |  |
| 755 PAGE MILL ROAD, SUITE A-200           |         | 4. Relationship of Reporting Person(s) to Issuer  |  |  |
| (Street)                                  |         | (Check all applicable)  |  |  |
| PALO ALTO, CA 943041005                   |         | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |  |  |
| (City)                                    | (State) | (Zip)   | 5. If Amendment, Date Original Filed(Month/Day/Year) |  |
|   |         |   |  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|   |         |   |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |   |  | <input type="checkbox"/> Form filed by More than One Reporting Person  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5)   |
|---------------------------------|---|--|---|
| Common                          | 3,259   | I  | By Profit Sharing Plan Trust <sup>(1)</sup>             |
| Common                          | 3,768   | I  | By Shares Held By Ltd Partnership (SHAI) <sup>(2)</sup> |
| Common                          | 9,555   | I  | By Shares Held By Ltd Partnership (SHQP) <sup>(3)</sup> |
| Common                          | 374,102   | I  | By Shares Held By Ltd Partnership (SHV) <sup>(4)</sup>  |

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

SEC 1473 (7-02)

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except as to the reporting person's pecuniary interest in the partnership.

- (5) Currently convertible on a one-for-one basis into shares of Common Stock
- (6) None
- (7) 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.

^

**Remarks:**

We input \$0.0001 conversion price and then chose to show 2 decimal places in order to show \$

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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