

ELOYALTY CORP  
Form 3/A  
January 24, 2005

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

OMB APPROVAL

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**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 ANDERSON DAVID L                        |         | (Month/Day/Year)                     | ELOYALTY CORP [ELOY]                               |  |
| (Last)                                    | (First) | (Middle)                             | 01/19/2002   |  |
| 755 PAGE MILL ROAD, SUITE A-200           |         |                                      | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)                             | 01/28/2002   |
| PALO ALTO, CA 943041005                   |         |                                      | <input type="checkbox"/> Director                  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> 10% Owner      | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | <input type="checkbox"/> Officer                   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | (give title below)                                 | (specify below)  |

**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 <sup>(1)</sup>           | 322,078   | I  | By Shares Held By Ltd Partnership (SHA) <sup>(2)</sup>  |
| Common <sup>(3)</sup>           | 8,876   | I  | By Shares Held By Ltd Partnership (SHAI) <sup>(4)</sup> |
| Common <sup>(5)</sup>           | 22,474  | I  | By Shares Held By Ltd Partnership (SHQP) <sup>(6)</sup> |
| Common <sup>(7)</sup>           | 1,106,922   | I  | By Shares Held By Ltd Partnership (SHV) <sup>(8)</sup>  |
| Common                          | 10  | I  | By Spouse   |
| Common                          | 111   | I  | By Trust (Trustee) <sup>(9)</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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- Shares held by Sutter Hill Ventures, A California Limited Partnership. Mr. Anderson is one of seven Managing Directors of the General
- (8) Partner of Sutter Hill Ventures. The seven Managing Directors share voting and investment powers of the Sutter Hill shares. Mr. Anderson disclaims beneficial interest in these shares except to the extent of his pecuniary interest in the partnership.
  - (9) 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.