Edgar Filing: ELOYALTY CORP - Form 4

ELOYALTY	CORP								
Form 4	_								
May 20, 200	_					OMB A	PPROVAL		
FORM	4 UNITED	STATES S	ECURITIES A	ND EXCHANGE	COMMISSION				
			Washington,	D.C. 20549		Number:	3235-0287		
Check thi if no long subject to Section 1 Form 4 or Form 5	6.		SECUR	BENEFICIAL OV ITIES 2 Securities Exchar		Expires: Estimated a burden hou response	irs per		
obligation may cont <i>See</i> Instru 1(b).	inue. Section 17(a) of the Pu	blic Utility Hold	ing Company Act Company Act of 1	of 1935 or Sectio	n			
(Print or Type F	Responses)								
1. Name and Address of Reporting Person <u>*</u> KOHLER JOHN T			2. Issuer Name and ymbol LOYALTY COI	-	5. Relationship of Reporting Person(s) to Issuer				
(I+)	(Einst)				(Chec	k all applicable	e)		
(Last) (First) (Middle) 150 FIELD DRIVE, SUITE 250			Date of Earliest Tra Month/Day/Year) 5/16/2008	ansaction	XDirector10% Owner Officer (give titleOther (specify below)below)				
	(Street)		If Amendment, Dat iled(Month/Day/Year)	-	6. Individual or Jo Applicable Line) _X_ Form filed by 0 Form filed by M	One Reporting Pe	erson		
LAKE FOR	EST, IL 60045				Person		·r····o		
(City)	(State)	(Zip)	Table I - Non-De	erivative Securities A	cquired, Disposed of	f, or Beneficia	lly Owned		
	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	tte, if Transaction. Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	SecuritiesHBeneficially(Owned(5. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
	, , <u>,</u> , ,	C 1 1			· 1· 4				
keminder: Kep	ort on a separate line	tor each class	oi securities benefi	information cont required to respo	pond to the collect ained in this form and unless the form atly valid OMB con	are not m	EC 1474 (9-02)		
			. ~						

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. Number	6. Date Exercisable and	7. Title and Amount of	8. I
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Der
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(In

	Derivative Security				(A) orDisposed(D)(Instr. 3, and 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 6.6	05/16/2008	А		5,000		<u>(1)</u>	05/16/2018	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
KOHLER JOHN T 150 FIELD DRIVE SUITE 250 LAKE FOREST, IL 60045	Х							
Signatures								
Steven H. Shapiro, Attorney-in-fact <u>**</u> Signature of Reporting Person	(0 5/20/2008 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).
- (1) Annual option grant under the eLoyalty Corporation 1999 Stock Incentive Plan. 25% of the shares will vest on 2/28/2009, with 6.25% vesting each quarter thereafter until fully vested.
- (2) Not Applicable

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.