

ELOYALTY CORP  
Form 8-K  
December 21, 2001

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): **December 19, 2001**

**eLOYALTY CORPORATION**  
(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction of Incorporation)

**0-27975**  
(Commission File Number)

**36-4304577**  
(IRS Employer Identification No.)

**150 North Field Drive, Suite 250,**  
**Lake Forest, Illinois**  
(Address of Principal Executive Offices)

**60045**  
(Zip Code)

Registrant's telephone number, including area code: **(847) 582-7000**

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**Item 5. Other Events**

On December 19, 2001, eLoyalty Corporation completed its previously announced private placement and rights offering, raising an aggregate of \$23.3 million of gross proceeds in the sale of shares of its 7% Series B convertible preferred stock. In the private placement, funds affiliated with Technology Crossover Ventures purchased approximately 1.9 million shares for gross proceeds of approximately \$9.6 million and funds affiliated with Sutter Hill Ventures purchased approximately 1.2 million shares for gross proceeds of approximately \$6.4 million. In the rights offering, other eLoyalty stockholders purchased approximately 1.4 million shares for gross proceeds of approximately \$7.3 million.

A copy of the press release announcing the completion of these transactions is filed with this Current Report on Form 8-K as an exhibit, and is incorporated herein by reference.

**Item 7. Financial Statements, *Pro Forma* Financial Information and Exhibits.**

(c) Exhibits.

<u>Exhibit No.</u>	<u>Exhibit</u>
99.1	Press release of eLoyalty Corporation issued December 20, 2001

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**eLOYALTY CORPORATION**

Date: December 21, 2001

By:           /s/ Timothy J. Cunningham

Timothy J. Cunningham  
*Senior Vice President and Chief Financial Officer*

**EXHIBIT INDEX**

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