

SCHLEIDER, PETER D.
Form SC 13G
January 30, 2013

OMB APPROVAL
OMB Number: 3235-0145
Expires: January 31, 2013
Estimated average burden hours per response. . . 11

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

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No. _____)***

Mattersight Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

290151307

(CUSIP Number)

December 31, 2012

(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).

SEC 1745 (01-06) 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 control number.

CUSIP No. **37947B103**

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).
Peter Schleider

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b) ☒

3. SEC Use Only

4. Citizenship or Place of Organization
California

5. Sole Voting Power
937,995

Number of
Shares
Beneficially
Owned by
Each Reporting
Person With

Under the Securities Exchange Act of 1934 (Amendment No. _____)*

6. Shared Voting
Power **0**

7. Sole Dispositive
Power **937,995**

8. Shared Dispositive
Power
0

9. Aggregate Amount Beneficially Owned by Each Reporting **937,995**

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See
Instructions).....

11. Percent of Class Represented by Amount in Row (9) **5.48%**

12. Type of Reporting Person (See Instructions) **IA & OO**

Item 1.

(a) Name of Issuer:
Mattersight Corporation
Address of Issuer's Principal Executive
Offices:
(b) 200 S. Wacker Drive
Suite 820
Chicago, IL 60606

Item 2.

(a) Name of Person Filing:

Peter Schleider

Address of Principal Business Office or, if
none, Residence:

- (b) RKB Capital, LP
11761 Welters Way
Eden Prairie, MN 55347
- (c) Citizenship: Peter Schleider - United
States citizen.
- (d) Title of Class of Securities: **Common
Stock, par value, \$.01**
- (e) CUSIP Number: **290151307**

Item 3.

If this statement is filed pursuant to 240.13d-1(b) or
240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered
under section 15 of the Act (15
U.S.C. 78o).
- (b) ☐ Bank as defined in section
3(a)(6) of the Act (15 U.S.C.
78c).
- (c) ☐ Insurance company as defined in
section 3(a)(19) of the Act (15
U.S.C. 78c).
- (d) ☐ Investment company registered
under section 8 of the
Investment Company Act of
1940 (15 U.S.C 80a-8).
- (e) ☐ An investment adviser in
accordance with
240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or
endowment fund in accordance
with 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or
control person in accordance
with 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as
defined in Section 3(b) of the
Federal Deposit Insurance Act

(12 U.S.C. 1813);

- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ Group, in accordance with 240.13d-1(b)(1)(ii)(J).

Item 4. Ownership.

See Items 5-9 and 11 of the cover page.

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 ☐.

Not Applicable

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

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

Not Applicable

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

If a parent holding company or Control person has filed this schedule, pursuant to Rule 13d-1 (b) (1) (ii) (G), so indicate under Item 3 (g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company or control person has filed this schedule pursuant to Rule 13d-1 (c) or Rule 13d-1 (d), attach an exhibit stating the identification of the relevant subsidiary.

Not Applicable

Item 8. Identification and Classification of Members of the Group

If a group has filed this schedule pursuant to ss.240.13d-1 (b) (1) (ii) (J), so indicate under item 3 (j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to ss.240.13d-1 (c) or ss.240.13d-1 (d), attach an exhibit stating the identity of each member of the group.

Not Applicable

Item 9. Notice of Dissolution of Group

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity. See Item 5.

Not Applicable

Item 10. Certification

By signing below I certify that, to the best of their knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purpose or effect.

SIGNATURE

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.

Dated: January 29, 2013

Peter Schleider

By: /s/ Peter Schleider

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations
(See 18 U.S.C. 1001)

SIGNATURE