

PIVOTAL CORP  
Form SC 13G/A  
February 14, 2002

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

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No. 2)<sup>(1)</sup>**

Pivotal Corporation

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(Name of Issuer)

Common Stock

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(Title of Class of Securities)

72581R106

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(CUSIP Number)

December 31, 2001

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(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)

/x/ Rule 13d-1(d)

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<sup>(1)</sup> 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 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).

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CUSIP NO. 72581R106

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

**Kleiner Perkins Caufield & Byers VI, L.P., a California  
limited partnership ("KPCB VI") 94-3157816**

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) // (b) /x/

---

3 SEC USE ONLY

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4 CITIZENSHIP OR PLACE OF ORGANIZATION

**California limited partnership**

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER

**0**

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6 SHARED VOTING POWER

**795,296**

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7 SOLE DISPOSITIVE POWER

**0**

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8 SHARED DISPOSITIVE POWER

**795,296**

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**795,296**

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10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

//

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

**3.3%**

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12 TYPE OF REPORTING PERSON

**PN**

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2

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CUSIP NO. 72581R106

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

**KPCB VI Associates, L.P., a California limited  
partnership ("KPCB VI Associates") 94-3158010**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) // (b) /x/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

**California limited partnership**

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER

**0**

6 SHARED VOTING POWER  
**795,296 shares directly held by KPCB VI. KPCB VI Associates is the general partner of KPCB VI.**

7 SOLE DISPOSITIVE POWER

**0**

8 SHARED DISPOSITIVE POWER  
**795,296 directly held by KPCB VI. KPCB VI Associates is the general partner of KPCB VI.**

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**795,296**

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

//

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

**3.3%**

12 TYPE OF REPORTING PERSON

**PN**

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CUSIP NO. 72581R106

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

**Douglas J. Mackenzie**

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) // (b) /x/

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3 SEC USE ONLY

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4 CITIZENSHIP OR PLACE OF ORGANIZATION

**United States**

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER

**72,311 shares of which 7,242 are held through vested options (exercisable within 60 days).**

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6 SHARED VOTING POWER

**795,296 shares directly held by KPCB VI. KPCB VI Associates is the general partner of KPCB VI. Mr. Mackenzie disclaims beneficial ownership of the shares held directly by KPCB VI.**

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7 SOLE DISPOSITIVE POWER

**72,311 shares of which 7,242 are held through vested options (exercisable within 60 days).**

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8 SHARED DISPOSITIVE POWER

**795,296 shares directly held by KPCB VI. KPCB VI Associates is the general partner of KPCB VI. Mr. MacKenzie disclaims beneficial ownership of the shares held directly by KPCB VI.**

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**867,607**

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10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

3.6%

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12 TYPE OF REPORTING PERSON

IN

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4

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**Item 1**

**(a) Name of Issuer:**

Pivotal Corporation

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**(b) Address of Issuer's Principal Executive Offices:**

300 - 224 West Esplanade, Suite 300  
British Columbia V7M 3M6  
North Vancouver, Canada

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**Item 2**

**(a) Name, Address and Citizenship of Persons Filing:**

Kleiner Perkins Caufield & Byers VI, L.P., a California limited partnership. KPCB VI Associates, L.P., a California limited partnership  
Douglas J. Mackenzie

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**(b) Address of Principal Business Office:**

c/o Kleiner Perkins Caufield & Byers  
2750 Sand Hill Road, Menlo Park, California 94025

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**(c) Citizenship:**

The entities listed in 2(a) are California limited partnerships. The individual listed in 2(a) is a United States citizen.

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**(d) Title of Class of Securities:**

Common Stock

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**(e) CUSIP Number:**

72581R106

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**Item 3. If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b), check whether the person filing is a:**

Not Applicable

**Item 4. Ownership.**

See rows 5-11 of cover pages hereto.

**Item 5. Ownership of Five Percent or Less of a Class.**

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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 /x/

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

Under certain circumstances set forth in the limited partnership agreements of KPCB VI and KPCB VI Associates, the general and limited partners of such entities may have the right to receive

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dividends on, or the proceeds from the sale of the securities of Pivotal Corporation held by such entity. No such partner's rights relate to more than five percent of the class.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.**

Not Applicable

**Item 8. Identification and Classification of Members of the Group.**

Not Applicable

**Item 9. Notice of Dissolution of Group.**

Not Applicable

**Item 10. Certification.**

Not Applicable

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**SIGNATURES**

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.

Date: February 14, 2002

DOUGLAS J. MACKENZIE

KPCB VI ASSOCIATES, L.P., A CALIFORNIA LIMITED PARTNERSHIP

Signature: /s/ Susan Biglieri

Signature: /s/ Brook H. Byers

\_\_\_\_\_  
Susan Biglieri  
Attorney-in-Fact

\_\_\_\_\_  
Brook H. Byers  
A General Partner

KLEINER PERKINS CAUFIELD & BYERS VI, L.P.,  
A CALIFORNIA LIMITED PARTNERSHIP

By: KPCB VI Associates, L.P., a California Limited Partnership, its  
General Partner

Signature: /s/ Brook H. Byers

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Brook H. Byers  
A General Partner

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**EXHIBIT A**

**Agreement of Joint Filing**

The undersigned hereby agree that they are filing jointly pursuant to Rule 13d-1 of the Act the statement dated February 14, 2002, containing the information required by Schedule 13G, for the securities of Pivotal Corporation, held by Kleiner Perkins Caufield & Byers VI, L.P., a California limited partnership, and with respect to the general partners, such other holdings as may be reported therein.

Date: February 14, 2002

DOUGLAS J. MACKENZIE

KPCB VI ASSOCIATES, L.P., A CALIFORNIA LIMITED  
PARTNERSHIP

Signature: /s/ Susan Biglieri

\_\_\_\_\_  
Susan Biglieri  
Attorney-in-Fact

Signature: /s/ Brook H. Byers

\_\_\_\_\_  
Brook H. Byers  
A General Partner

KLEINER PERKINS CAUFIELD & BYERS VI, L.P.,  
A CALIFORNIA LIMITED PARTNERSHIP

By KPCB VI Associates, L.P., a California Limited Partnership, its  
General Partner

Signature: /s/ Brook H. Byers

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Brook H. Byers  
A General Partner

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QuickLinks

SIGNATURES

EXHIBIT A Agreement of Joint Filing