

FRISBIE RICHARD D

Form 4

July 23, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Battery Ventures VIII lp

(Last) (First) (Middle)

C/O BATTERY VENTURES, 930
WINTER STREET, STE. 2500

(Street)

WALTHAM, MA 02451

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Bazaarvoice Inc [BV]

3. Date of Earliest Transaction
(Month/Day/Year)

07/23/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)

____ Form filed by One Reporting Person
____X____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/23/2012		S		2,084,674	D	\$ 14.6608
					5,817,151	I ⁽¹⁾	

By
Battery
Ventures
VIII, L.P.
(1)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who 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.**

SEC 1474
(9-02)

Edgar Filing: FRISBIE RICHARD D - Form 4

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Battery Ventures VIII lp C/O BATTERY VENTURES 930 WINTER STREET, STE. 2500 WALTHAM, MA 02451		X		
Battery Partners VIII, LLC C/O BATTERY VENTURES 930 WINTER STREET, SUITE 2500 WALTHAM, MA 02451		X		
BROWN MICHAEL MAURICE C/O BATTERY VENTURES 930 WINTER STREET, SUITE 2500 WALTHAM, MA 02451		X		
CROTTY THOMAS J C/O BATTERY VENTURES 930 WINTER STREET, SUITE 2500 WALTHAM, MA 02451		X		
DHALIWAL SUNIL C/O BATTERY VENTURES 930 WINTER STREET, SUITE 2500 WALTHAM, MA 02451		X		
FRISBIE RICHARD D C/O BATTERY VENTURES 930 WINTER STREET, SUITE 2500 WALTHAM, MA 02451		X		

LAWLER KENNETH P
C/O BATTERY VENTURES
930 WINTER STREET, SUITE 2500
WALTHAM, MA 02451

X

Lee Roger H
C/O BATTERY VENTURES
930 WINTER STREET, SUITE 2500
WALTHAM, MA 02451

X

TABORS R DAVID
C/O BATTERY VENTURES
930 WINTER STREET, SUITE 2500
WALTHAM, MA 02451

X

TOBIN SCOTT R
C/O BATTERY VENTURES
930 WINTER STREET, SUITE 2500
WALTHAM, MA 02451

X

Signatures

/s/ Christopher Schiavo (as Attorney-in-Fact for Battery Ventures VIII,
L.P.) 07/23/2012

 **Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Battery Partners VIII,
LLC) 07/23/2012

 **Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Michael Brown) 07/23/2012

 **Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Thomas J. Crotty) 07/23/2012

 **Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Sunil Dhaliwal) 07/23/2012

 **Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Richard D. Frisbie) 07/23/2012

 **Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Kenneth P. Lawler) 07/23/2012

 **Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Roger H. Lee) 07/23/2012

 **Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for David R. Tabors) 07/23/2012

 **Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Scott R. Tobin) 07/23/2012

 **Signature of Reporting Person 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) The sole general partner of Battery Ventures VIII, L.P. is Battery Partners VIII, LLC, and its investment advisor is Battery Management Corp. (together with Battery Partners VIII, LLC, the "Battery Companies"). Neeraj Agrawal, Michael Brown, Thomas J. Crotty, Sunil Dhaliwal, Richard D. Frisbie, Kenneth P. Lawler, Roger H. Lee, R. David Tabors and Scott R. Tobin are the managing members or officers of the Battery Companies and have voting and investment power over the shares held by Battery Ventures VIII, L.P. Each of Messrs. Agrawal, Brown, Crotty, Dhaliwal, Frisbie, Lawler, Lee, Tabors and Tobin disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

Remarks:

The reporting persons are part of a 13(d) group with beneficial ownership of more than 10% of a class of the Issuer's equity securities registered under Section 12 of the Exchange Act. Due to the limited number of joint filers that can be included on one form, Battery Ventures VIII, L.P., Battery Partners VIII, LLC, Neeraj Agrawal, Michael Brown, Thomas J. Crotty, Sunil Dhaliwal, Richard D. Frisbie, Kenneth P. Lawler, Roger H. Lee, R. David Tabors and Scott R. Tobin have filed two separate forms simultaneously, both of which relate to the same transactions involving the securities of the Issuer beneficially owned by such reporting persons.

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.