

FRISBIE RICHARD D  
Form 4  
July 23, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(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 <u>(1)</u>	By Battery Ventures VIII, L.P. <u>(1)</u>

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

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SEC 1474 (9-02)

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**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. Number of Derivative Securities Owned Following Transaction (Instr. 5)
				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 Ip 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 X  
 930 WINTER STREET, SUITE 2500  
 WALTHAM, MA 02451

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

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

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

## 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.

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