

Barksdale Bryan C.
Form 3
February 23, 2012

FORM 3

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

OMB APPROVAL

OMB
Number: 3235-0104
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

**INITIAL STATEMENT OF 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 *

Â Barksdale Bryan C.

(Last) (First) (Middle)

C/O BAZAARVOICE,
INC.,Â 3900 N. CAPITAL OF
TEXAS HWY, SUITE 300

(Street)

AUSTIN,Â TXÂ 78746

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/23/2012

3. Issuer Name **and** Ticker or Trading Symbol
Bazaarvoice Inc [BV]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

___ Director ___ 10% Owner

☒ X ___ Officer ___ Other

(give title below) (specify below)

General Counsel and Secretary

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ X ___ Form filed by One Reporting
Person

___ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

SEC 1473 (7-02)

**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.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Expiration
Exercisable Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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				Shares		or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â (1)	09/16/2020	Common Stock	286,154	\$ 4.86	D	Â
Series A Preferred Stock	Â (2)	Â (2)	Common Stock	6,966	\$ (2)	D	Â
Series C Preferred Stock	Â (3)	Â (3)	Common Stock	291	\$ (3)	D	Â
Series D Preferred Stock	Â (4)	Â (4)	Common Stock	653	\$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Barksdale Bryan C. C/O BAZAARVOICE, INC. 3900 N. CAPITAL OF TEXAS HWY, SUITE 300 AUSTIN, TX 78746	Â	Â	Â General Counsel and Secretary	Â

Signatures

/s/ Bryan C.
Barksdale

02/23/2012

Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) 1/4th of the shares subject to the option vested and became exercisable on August 16, 2011 and 1/48th of the shares subject to the option vest and become exercisable on the corresponding day of each month thereafter.
- (2) The Series A Preferred Stock is convertible into Common Stock on a one-for-one basis at any time and has no expiration date. The Series A Preferred Stock will automatically convert into Common Stock immediately prior to the closing of the Issuer's initial public offering.
- (3) The Series C Preferred Stock is convertible into Common Stock on a one-for-one basis at any time and has no expiration date. The Series C Preferred Stock will automatically convert into Common Stock immediately prior to the closing of the Issuer's initial public offering.
- (4) The Series D Preferred Stock is convertible into Common Stock on a one-for-one basis at any time and has no expiration date. The Series D Preferred Stock will automatically convert into Common Stock immediately prior to the closing of the Issuer's initial public offering.

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.