

Bazaarvoice Inc  
Form 8-K  
June 11, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of**

**The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported)**

**June 7, 2013**

**BAZAARVOICE, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction)**

**001-35433**  
**(Commission)**

**20-2908277**  
**(IRS Employer)**

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of incorporation)

File Number)

Identification No.)

**3900 N. Capital of Texas Highway, Suite 300**

**Austin, Texas 78746-3211**

(Address of principal executive offices, including zip code)

**(512) 551-6000**

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On June 7, 2013, the Compensation Committee of the Board of Directors of Bazaarvoice, Inc. (the Company ) approved the grant of an option to purchase 550,000 shares of the Company s common stock and a restricted stock unit for 250,000 shares of the Company s common stock to Gene Austin, the President of the Company. If Mr. Austin is terminated in connection with a change of control, vesting of Mr. Austin s then unvested shares under both his stock option and his restricted stock unit will accelerate and he will be entitled to receive his base salary for a period of twelve months from the date of his termination.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**BAZAARVOICE, INC.**

By: /s/ Bryan C. Barksdale  
Bryan C. Barksdale

*General Counsel and Secretary*

Date: June 10, 2013