REYNOLDS JON Q JR

Form 5

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February 13, 2013

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FORM	15							OMB A	PPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION									3235-0362		
Check this no longer s		W	Washington, D.C. 20549					Number: Expires:	January 31,		
to Section Form 4 or 5 obligatio may contir	16. Form ANN ons nue.		ATEMENT OF CHANGES IN BEN OWNERSHIP OF SECURITIES				EFICIAL	Estimated burden hou response	ırs per		
See Instruction 1(b). Form 3 Hore Reported Form 4 Transaction Reported	Filed purs			ng Compa	any Ac	et of	1935 or Section	n			
1. Name and A REYNOLDS	ddress of Reporting F S JON Q JR	Symbo	2. Issuer Name and Ticker or Trading Symbol ZILLOW INC [Z]				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)			3. Statement for Issuer's Fiscal Year Ended				(Check all applicable)				
	(Month/Day/Year)						Director	X 10% Owner			
12/31/2012Officer (give below)								titleX Other (specify below)			
VENTURES, 528 RAMONA STREET May be part of a 13(g) group											
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Reporting (check applicable line)				
							(chec	ж аррисаоте пис	,		
PALO ALT	O, CA 94301						_X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person				
(City)	(State)	(Zip) Ta	ble I - Non-Der	ivative Se	curities	Acqu	iired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)		2. Transaction Date 2A. Deemed 3. 4. Securities Month/Day/Year) Execution Date, if any Code Disposed of (D) (Month/Day/Year) (Instr. 8) (A) or		d (A) or d of (D) 4 and 5 (A)		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Amount	(D)	Price	(msu. 3 and 4)				
Class A Common Stock	12/18/2012	Â	G <u>(1)</u>	2,611	D	\$ 0	0	I	The Reynolds Family Trust (2)		
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,943,729	I	TCV V, L.P. (3)		

Â Â 57,162

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Class A Common Stock

TCV Member Fund, L.P.

(4)

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 2270 (9-02)

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)		ate	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D Se Be O En Is Fi (In
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Relationships					
Director	10% Owner	Officer	Other		
Â	ÂX	Â	May be part of a 13(g) group		
	Director \hat{A}		Director 10% Owner Officer		

Signatures

Frederic D. Fenton, Authorized Signatory for Jon Q. Reynolds

02/13/2013

**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).
- Bona fide gift of shares.
- Jon Q. Reynolds is a trustee of Reynolds Family Trust and may be deemed to beneficially own certain securities held by Reynolds Family Trust. Mr. Reynolds disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(3)

Reporting Owners 2

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These shares are directly held by TCV V, L.P. ("TCV V"). Mr. Reynolds and three other individuals (collectively the "TCM Members") are Class A Members of Technology Crossover Management V, L.L.C. ("TCM V"), which is the sole general partner of TCV V. The TCM Members and TCM V may be deemed to beneficially own the shares held by TCV V, but the TCM Members and TCM V disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.

These shares are directly held by TCV Member Fund, L.P. ("Member Fund"). Each of the TCM Members are (i) Class A Members of TCM V, which is a general partner of Member Fund, and (ii) limited partners of Member Fund. The TCM Members and TCM V may be deemed to beneficially own the shares held by Member Fund, but the TCM Members and TCM V disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.