

Klugman Jeffrey L  
 Form 4  
 April 07, 2010

**FORM 4**

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

OMB APPROVAL

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**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 \*  
**Klugman Jeffrey L**

(Last) (First) (Middle)  
 2160 GOLD STREET, P.O. BOX  
 2160  
 (Street)

ALVISO, CA 95002-2160

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**TIVO INC [TIVO]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**04/06/2010**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**SVP, GM Service Provider Div**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	04/06/2010		M		12,248	A	\$ 8.94
							136,747
Common Stock	04/06/2010		S <sup>(1)</sup>		12,248	D	\$ 17.2262
							<u>(2)</u>
Common Stock	04/06/2010		M		4,514	A	\$ 7.24
							129,013
Common Stock	04/06/2010		S <sup>(1)</sup>		4,514	D	\$ 17.2262
							<u>(2)</u>
	04/06/2010		M		499	A	\$ 6.18
							124,998

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Common Stock							
Common Stock	04/06/2010	<u>S<sup>(1)</sup></u>	499	D	\$ 17.2262 <u>(2)</u>	124,499	D
Common Stock	04/06/2010	M	364	A	\$ 6.06	124,863	D
Common Stock	04/06/2010	<u>S<sup>(1)</sup></u>	364	D	\$ 17.2262 <u>(2)</u>	124,499	D
Common Stock	04/06/2010	M	4,584	A	\$ 7.24	129,083	D
Common Stock	04/06/2010	<u>S<sup>(1)</sup></u>	4,584	D	\$ 17.2262 <u>(2)</u>	124,499	D
Common Stock	04/06/2010	M	12,100	A	\$ 6.18	136,599	D
Common Stock	04/06/2010	<u>S<sup>(1)</sup></u>	12,100	D	\$ 17.2262 <u>(2)</u>	124,499	D
Common Stock	04/07/2010	M	5,250	A	\$ 8.94	129,749	D
Common Stock	04/07/2010	<u>S<sup>(1)</sup></u>	5,250	D	\$ 17.97	124,499	D
Common Stock	04/07/2010	M	1,935	A	\$ 7.24	126,434	D
Common Stock	04/07/2010	<u>S<sup>(1)</sup></u>	1,935	D	\$ 17.97	124,499	D
Common Stock	04/07/2010	M	214	A	\$ 6.18	124,713	D
Common Stock	04/07/2010	<u>S<sup>(1)</sup></u>	214	D	\$ 17.97	124,499	D
Common Stock	04/07/2010	M	156	A	\$ 6.06	124,655	D
Common Stock	04/07/2010	<u>S<sup>(1)</sup></u>	156	D	\$ 17.97	124,499	D
Common Stock	04/07/2010	M	1,965	A	\$ 7.24	126,464	D
Common Stock	04/07/2010	<u>S<sup>(1)</sup></u>	1,965	D	\$ 17.97	124,499	D
Common Stock	04/07/2010	M	5,186	A	\$ 6.18	129,685	D

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Common Stock 04/07/2010 S<sup>(1)</sup> 5,186 D \$ 17.97 124,499 D

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

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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 Security (Instr. 3 and 4)	Amount or Number of Shares
					V	(A)	(D)	Date Exercisable	Expiration Date		
Incentive Stock Option (right to buy)	\$ 6.06	04/06/2010		M <sup>(1)</sup>		364		05/22/2005	04/22/2015	Common Stock	3
Incentive Stock Option (right to buy)	\$ 6.06	04/07/2010		M <sup>(1)</sup>		156		05/22/2005	04/22/2015	Common Stock	1
Incentive Stock Option (right to buy)	\$ 6.18	04/06/2010		M <sup>(1)</sup>		499		04/21/2007	03/21/2017	Common Stock	4
Incentive Stock Option (right to buy)	\$ 6.18	04/07/2010		M <sup>(1)</sup>		214		04/21/2007	03/21/2017	Common Stock	2
Incentive Stock Option (right to buy)	\$ 7.24	04/06/2010		M <sup>(1)</sup>		4,514		04/29/2006	03/29/2016	Common Stock	4
Incentive Stock Option (right to buy)	\$ 7.24	04/07/2010		M <sup>(1)</sup>		1,935		04/29/2006	03/29/2016	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 6.18	04/06/2010		M <sup>(1)</sup>		12,100		04/21/2007	03/21/2017	Common Stock	12
Non-Qualified Stock Option (right to buy)	\$ 6.18	04/07/2010		M <sup>(1)</sup>		5,186		04/21/2007	03/21/2017	Common Stock	5

