BLUCORA, INC. Form 4 January 03, 2014

FORM 4

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

Check this box

if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

See Instruction

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(b).

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

1. Name and Address of Reporting Person * Allen George			2. Issuer Name and Ticker or Trading Symbol BLUCORA, INC. [BCOR]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(Last) (First)		3. Date of Earliest Transaction	(Check all applicable)		
10900 NE 8TH STREET, SUITE 800		C, SUITE	(Month/Day/Year) 01/02/2014	Director 10% Owner _X_ Officer (give title Other (specify below) Exec. VP-Corporate Development		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
BELLEVUE, WA 98004			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Ac	cauired, Disposed of, or Beneficially Owned		

` •	` '	1 abi	e I - Non-D	erivative	Secur	mes Acq	uirea, Disposea o	i, or Beneficial	y Ownea
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	01/02/2014		M	7,000	A	\$ 8.7	29,654	D	
Common Stock	01/02/2014		S(1)	7,000	D	\$ 28.49 (2)	22,654	D	
Common Stock	01/02/2014		F	2,656	D	\$ 28.73	19,998	D	
Common Stock	01/02/2014		A	6,317	A	\$0	26,315	D	

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

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SEC 1474 (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. Transactio Code (Instr. 8)	Securities Acquired Disposed	•		7. Title and Amount Underlying Securitie (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shar
Stock Option (Right to Buy)	\$ 8.7	01/02/2014		M		7,000	01/31/2012	10/25/2018	Common Stock	7,00
Stock Option (Right to Buy)	\$ 28.73	01/02/2014		A	50,118		(3)	01/02/2021	Common Stock	50,11

Reporting Owners

Reporting Owner Name / Address	Relationships							
• 0	Director	10% Owner	Officer	Other				
Allen George			Exec.					
10900 NE 8TH STREET, SUITE 800			VP-Corporate					
BELLEVUE, WA 98004			Development					

Signatures

/s/ Linda Schoemaker, as Attorney-in-Fact

01/03/2014

Date

**Signature of Reporting Person

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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan originally adopted by the reporting person on November 21, 2013.
- (2) These shares sold at prices ranging from \$28.33 to \$28.73 per share. Uppon request by the SEC staff, the issuer or any security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.

(3)

Reporting Owners 2

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The option vests according to the following schedule: 33.33% vests on January 2, 2015, and approximately 16.67% vests at the end of each six-month period thereafter, such that the option will be fully vested on January 2, 2017.

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