

THORNTON JOHN D

Form 4

October 11, 2012

**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  
1(b).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**PACITTI CHRISTOPHER A**

(Last) (First) (Middle)

**300 WEST SIXTH STREET, SUITE  
2300**

(Street)

**AUSTIN, TX 78701**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**10/09/2012**

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)

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)
Common Stock	10/09/2012		A	(A) or (D) 9,986 (1)	\$ 0 9,986	D	
Common Stock					10,693,535	I (2)	By Austin Ventures VIII, L.P. (2)

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  
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number.**

SEC 1474  
(9-02)

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PACITTI CHRISTOPHER A 300 WEST SIXTH STREET, SUITE 2300 AUSTIN, TX 78701	X	X		
AUSTIN VENTURES VIII LP 300 WEST SIXTH STREET, SUITE 2300 AUSTIN, TX 78701		X		
AV PARTNERS VIII LP 300 WEST SIXTH STREET, SUITE 2300 AUSTIN, TX 78701		X		
ARAGONA JOSEPH C 300 WEST SIXTH STREET, SUITE 2300 AUSTIN, TX 78701		X		
DEANGELIS KENNETH P 300 WEST SIXTH STREET, SUITE 2300 AUSTIN, TX 78701		X		
THORNTON JOHN D 300 WEST SIXTH STREET, SUITE 2300 AUSTIN, TX 78701		X		

## Signatures

/s/ Bryan C. Barksdale ( As Attorney-in-Fact for Christopher A. Pacitti) 10/11/2012

\_\_\_\_Signature of Reporting Person

Date

/s/ Bryan C. Barksdale ( As Attorney-in-Fact for Austin Ventures VIII,  
L.P.) 10/11/2012

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\_\_Signature of Reporting Person

Date

/s/ Bryan C. Barksdale ( As Attorney-in-Fact for AV Partners VIII,  
L.P.)

10/11/2012

\_\_Signature of Reporting Person

Date

/s/ Bryan C. Barksdale ( As Attorney-in-Fact for Joseph C. Aragona)

10/11/2012

\_\_Signature of Reporting Person

Date

/s/ Bryan C. Barksdale ( As Attorney-in-Fact for Kenneth P.  
DeAngelis)

10/11/2012

\_\_Signature of Reporting Person

Date

/s/ Bryan C. Barksdale ( As Attorney-in-Fact for John D. Thornton)

10/11/2012

\_\_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).  
  
The grant of restricted stock was made pursuant to the Bazaarvoice, Inc. Outside Director Compensation Policy. One-fourth (1/4) of the shares vest on January 9, 2013, and an additional one-fourth (1/4) of the shares vest on the corresponding day of each three month period thereafter.  
  
The reported securities are owned directly by Austin Ventures VIII, L.P. The general partner of Austin Ventures VIII, L.P. is AV Partners VIII, L.P. Joseph C. Aragona, Kenneth P. DeAngelis, Christopher A. Pacitti and John D. Thornton are the general partners of  
(2) AV Partners VIII, L.P. and have voting and investment power over the shares held by Austin Ventures VIII, L.P. Such persons and entities disclaim beneficial ownership of the shares held by Austin Ventures VIII, L.P. except to the extent of any pecuniary interest therein.

## Remarks:

Joseph C. Aragona, Kenneth P. DeAngelis, Christopher A. Pacitti and John D. Thornton are the general partners of AV Partners VIII, L.P. which serves as the general partner of Austin Ventures VIII, L.P. Each reporting person disclaims the existence of a "group" and disclaims beneficial ownership of any securities (except to the extent of such reporting person's pecuniary interest in such securities) other than any securities reported herein as being directly owned by such reporting person, and this report shall not be deemed an admission that such reporting person is the beneficial owner of any securities for purposes of Section 16 or for any other purpose.

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.