

Bazaarvoice Inc  
Form 4  
July 17, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Agrawal Neeraj

(Last) (First) (Middle)

C/O BATTERY VENTURES, ONE  
MARINA PARK DRIVE, SUITE  
1100

(Street)

BOSTON, MA 02210

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/15/2015

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) |         |                        |   |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------|------------------------|---|---|
|                                 |                                      |  |                                | Code  | V   | Amount   | (A) or (D)  | Price   |                        |   |   |
| Common Stock                    | 07/15/2015                           |  | S                              |   |   |  |   | \$ 5.75 | 0 <sup>(1)</sup>       | I | By Battery Ventures VIII, L.P. <sup>(2)</sup> |
| Common Stock                    |                                      |  |                                |   |   |  |   |         | 129,216 <sup>(1)</sup> | 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)

number.

**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. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Agrawal Neeraj<br>C/O BATTERY VENTURES<br>ONE MARINA PARK DRIVE, SUITE 1100<br>BOSTON, MA 02210 |               | X         |         |       |

## Signatures

/s/ Christopher Schiavo (acting as attorney-in-fact on behalf of Neeraj Agrawal) 07/17/2015

\*\*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).
- (1) The number of shares reported as indirectly and directly held by the Reporting Person reflects the change in form of beneficial ownership of 40,036 shares previously reported by the Reporting Person as indirectly held through the Reporting Person's interest in Battery Ventures VIII, L.P. ("BV VIII"). Such shares were received by virtue of a pro-rata in-kind distribution of common stock of the Issuer by BV VIII without consideration to its partners, including Battery Partners VIII, LLC ("BP VIII"), the sole general partner of BV VIII, and the further pro-rata in-kind distribution of such shares by BP VIII to its members, including the Reporting Person.
- (2) The reported securities were owned directly by BV VIII. The sole general partner of BV VIII is BP VIII. BP VIII's investment adviser is Battery Management Corp. (together with BP VIII, the "Battery Companies") The Reporting Person is a managing member and officer of the Battery Companies and may be deemed to share voting and dispositive power over the shares held by BV VIII. The Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

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.