

VOELKER JAMES
Form 4
October 09, 2012

FORM 4

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

OMB APPROVAL

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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 *
VOELKER JAMES

(Last) (First) (Middle)

601 108TH AVENUE NE, SUITE 1200

(Street)

BELLEVUE, WA 98004

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BLUCORA, INC. [BCOR]

3. Date of Earliest Transaction (Month/Day/Year)
10/04/2012

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 10/04/2012 | | M | | 21,187 | A | \$ 9.2 30,187 |
| Common Stock | 10/04/2012 | | S ⁽²⁾ | | 21,187 | D | \$ 18.25 9,000 ⁽³⁾ |
| Common Stock | 10/05/2012 | | M | | 33,000 | A | \$ 9.2 42,000 |
| Common Stock | 10/05/2012 | | S ⁽²⁾ | | 33,000 | D | \$ 17.93 9,000 ⁽⁴⁾ |
| | 10/08/2012 | | M | | 15,000 | A | \$ 9.2 24,000 |

Common
Stock

Common Stock 10/08/2012 S⁽²⁾ 15,000 D \$ 17.8⁽⁵⁾ 9,000 D

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

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(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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 9.2 | 10/04/2012 | | M | 21,187 | ⁽¹⁾ 12/21/2012 | Common Stock | 21,187 |
| Stock Option (Right to Buy) | \$ 9.2 | 10/05/2012 | | M | 33,000 | ⁽¹⁾ 12/21/2012 | Common Stock | 33,000 |
| Stock Option (Right to Buy) | \$ 9.2 | 10/08/2012 | | M | 15,000 | ⁽¹⁾ 12/21/2012 | Common Stock | 15,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| VOELKER JAMES 601 108TH AVENUE NE, SUITE 1200 BELLEVUE, WA 98004 | X | | | |

Signatures

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

10/08/2012

__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 initial grant of a stock option for 600,000 shares of common stock vested as follows: 120,000 shares subject to the option vested on

- (1) December 21, 2002; 240,000 shares subject to the option vested on December 21, 2003; and the remaining 240,000 shares subject to the option vested monthly thereafter for the next 36 months, such that the option was fully vested on December 21, 2006.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan originally adopted by the reporting person on February 28, 2012, and amended on May 30, 2012.
- (3) These shares sold at prices ranging from \$18.07 to \$18.49 per share. Upon 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.
- (4) These shares sold at prices ranging from \$17.69 to \$18.40 per share. Upon 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.
- (5) These shares sold at prices ranging from \$17.66 to \$17.90 per share. Upon 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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