

THORNTON JOHN D
Form 3
February 23, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â PACITTI CHRISTOPHER A		(Month/Day/Year)	Bazaarvoice Inc [BV]	
(Last)	(First)	(Middle)	02/23/2012	
300 WEST SIXTH STREET, SUITE 2300			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)	(Check all applicable)			
AUSTIN,Â TXÂ 78701		<input checked="" type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			<input type="checkbox"/> Form filed by One Reporting Person	
			<input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

(Instr. 5)

Series A Preferred Stock	Â (1)	Â (1)	Common Stock	13,096,110	\$ (1)	I (2)	By Austin Ventures VIII, L.P. (2)
Series B Preferred Stock	Â (3)	Â (3)	Common Stock	1,919,691	\$ (3)	I (2)	By Austin Ventures VIII, L.P. (2)
Series C Preferred Stock	Â (4)	Â (4)	Common Stock	546,993	\$ (4)	I (2)	By Austin Ventures VIII, L.P. (2)
Series D Preferred Stock	Â (5)	Â (5)	Common Stock	576,923	\$ (5)	I (2)	By Austin Ventures VIII, L.P. (2)

Reporting Owners

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

Signatures

/s/ Bryan C. Barksdale (as Attorney-in-Fact for Christopher A. Pacitti) 02/23/2012

**Signature of Reporting Person

Date

/s/ Bryan C. Barksdale (as Attorney-in-Fact for Austin Ventures VIII, L.P.) 02/23/2012

**Signature of Reporting Person

Date

/s/ Bryan C. Barksdale (as Attorney-in-Fact for AV Partners VIII, L.P.)	02/23/2012
**Signature of Reporting Person	Date
/s/ Bryan C. Barksdale (as Attorney-in-Fact for Joseph C. Aragona)	02/23/2012
**Signature of Reporting Person	Date
/s/ Bryan C. Barksdale (as Attorney-in-Fact for Kenneth P. DeAngelis)	02/23/2012
**Signature of Reporting Person	Date
/s/ Bryan C. Barksdale (as Attorney-in-Fact for John D. Thornton)	02/23/2012
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 Series A Preferred Stock is convertible into Common Stock on a one-for-one basis at any time and has no expiration date. The Series A Preferred Stock will automatically convert into Common Stock immediately prior to the closing of the Issuer's initial public offering.
- 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.
- (3) The Series B Preferred Stock is convertible into Common Stock on a one-for-one basis at any time and has no expiration date. The Series B Preferred Stock will automatically convert into Common Stock immediately prior to the closing of the Issuer's initial public offering.
- (4) The Series C Preferred Stock is convertible into Common Stock on a one-for-one basis at any time and has no expiration date. The Series C Preferred Stock will automatically convert into Common Stock immediately prior to the closing of the Issuer's initial public offering.
- (5) The Series D Preferred Stock is convertible into Common Stock on a one-for-one basis at any time and has no expiration date. The Series D Preferred Stock will automatically convert into Common Stock immediately prior to the closing of the Issuer's initial public offering.

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Remarks:

Joseph C. Aragona, Kenneth P. DeAngelis, Christopher A. Pacitti and John D. Thornton are the general partners of Austin Ventures VIII, L.P. which serves as the general partner of Austin Ventures VIII, L.P. Each reporting person disclaims and disclaims beneficial ownership of any securities (except to the extent of such reporting person's such securities) other than any securities reported herein as being directly owned by such reporting person. Not be deemed an admission that such reporting person is the beneficial owner of any securities for 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.