

FRISBIE RICHARD 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Battery Ventures VIII lp</p> <p>(Last) (First) (Middle)</p> <p>C/O BATTERY VENTURES,Â 930 WINTER STREET, SUITE 2500</p> <p>(Street)</p> <p>WALTHAM,Â MAÂ 02451</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/23/2012</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Bazaarvoice Inc [BV]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p>____ Director    <input checked="" type="checkbox"/> 10% Owner                  ____ Officer    ____ Other                  (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p>____ Form filed by One Reporting Person  <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p>
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**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)
Common Stock	4,535,885	I <sup>(1)</sup>	By Battery Ventures VIII, L.P. <sup>(1)</sup>

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

SEC 1473 (7-02)

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**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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series A Preferred Stock	Â (2)	Â (2)	Common Stock	50,000	\$ (2)	I (1)	By Battery Ventures VIII, L.P. (1)
Series C Preferred Stock	Â (3)	Â (3)	Common Stock	3,309,306	\$ (3)	I (1)	By Battery Ventures VIII, L.P. (1)
Series D Preferred Stock	Â (4)	Â (4)	Common Stock	884,615	\$ (4)	I (1)	By Battery Ventures VIII, L.P. (1)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Battery Ventures VIII lp C/O BATTERY VENTURES 930 WINTER STREET, SUITE 2500 WALTHAM,Â MAÂ 02451	Â	Â X	Â	Â
Battery Partners VIII, LLC C/O BATTERY VENTURES 930 WINTER STREET, SUITE 2500 WALTHAM,Â MAÂ 02451	Â	Â X	Â	Â
BROWN MICHAEL MAURICE C/O BATTERY VENTURES 930 WINTER STREET, SUITE 2500 WALTHAM,Â MAÂ 02451	Â	Â X	Â	Â
CROTTY THOMAS J C/O BATTERY VENTURES 930 WINTER STREET, SUITE 2500 WALTHAM,Â MAÂ 02451	Â	Â X	Â	Â
DHALIWAL SUNIL C/O BATTERY VENTURES 930 WINTER STREET, SUITE 2500 WALTHAM,Â MAÂ 02451	Â	Â X	Â	Â
FRISBIE RICHARD D C/O BATTERY VENTURES 930 WINTER STREET, SUITE 2500 WALTHAM,Â MAÂ 02451	Â	Â X	Â	Â
LAWLER KENNETH P C/O BATTERY VENTURES 930 WINTER STREET, SUITE 2500	Â	Â X	Â	Â

WALTHAM, MA 02451

Lee Roger H

C/O BATTERY VENTURES                    Â            Â X            Â            Â  
 930 WINTER STREET, SUITE 2500  
 WALTHAM, MA 02451

TABORS R DAVID

C/O BATTERY VENTURES                    Â            Â X            Â            Â  
 930 WINTER STREET, SUITE 2500  
 WALTHAM, MA 02451

TOBIN SCOTT R

C/O BATTERY VENTURES                    Â            Â X            Â            Â  
 930 WINTER STREET, SUITE 2500  
 WALTHAM, MA 02451

## Signatures

/s/ Christopher Schiavo (as Attorney-in-Fact for Battery Ventures VIII, L.P.) 02/23/2012

\_\_Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Battery Partners VIII, LLC) 02/23/2012

\_\_Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Michael Brown) 02/23/2012

\_\_Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Thomas J. Crotty) 02/23/2012

\_\_Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Sunil Dhaliwal) 02/23/2012

\_\_Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Richard D. Frisbie) 02/23/2012

\_\_Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Kenneth P. Lawler) 02/23/2012

\_\_Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Roger H. Lee) 02/23/2012

\_\_Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for R. David Tabors) 02/23/2012

\_\_Signature of Reporting Person Date

/s/ Christopher Schiavo (as Attorney-in-Fact for Scott R. Tobin) 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)

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The reported securities are owned directly by Battery Ventures VIII, L.P. The sole general partner of Battery Ventures VIII, L.P. is Battery Partners VIII, LLC. Neeraj Agrawal, Michael Brown, Thomas J. Crotty, Sunil Dhaliwal, Richard D. Frisbie, Kenneth P. Lawler, Roger H. Lee, R. David Tabors and Scott R. Tobin are the managing members of Battery Partners VIII, LLC and have voting and investment power over the shares held by Battery Ventures VIII, L.P. Each of Messrs. Agrawal, Brown, Crotty, Dhaliwal, Frisbie, Lawler, Lee, Tabors and Tobin disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

- (2) 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.

- (3) 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.

- (4) 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:

The reporting persons are part of a 13(d) group with beneficial ownership of more than 10% of registered under Section 12 of the Exchange Act. Due to the limited number of joint filers that Ventures VIII, L.P., Battery Partners VIII, LLC, Neeraj Agrawal, Michael Brown, Thomas J. Crotty, Kenneth P. Lawler, Roger H. Lee, R. David Tabors and Scott R. Tobin have filed two separate relate to the same securities of the Issuer beneficially owned by such reporting persons.

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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