

TIVO INC
Form 3
April 19, 2006

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

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 West Stuart | | (Month/Day/Year) | TIVO INC [tivo] | |
| (Last) | (First) | (Middle) | 04/17/2006 | |
| C/O TIVO INC,Â 2160 GOLD STREET | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| AVLISO,Â CAÂ 95002 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | Acting CFO | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input 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) |
|---------------------------------|---|--|---|
| Common Stock | 33,196 ⁽¹⁾ | D | Â |

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) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

Edgar Filing: TIVO INC - Form 3

| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|-----------------------------|------------------|-----------------|--------------|----------------------------|--|----------------------------|---|
| Stock Option (right to buy) | Â (2) | 05/07/2012 | Common Stock | 15,000 (9) \$ 3.9 | | D | Â |
| Stock Option (right to buy) | Â (3) | 01/28/2013 | Common Stock | 30,000 (10) \$ 5.07 | | D | Â |
| Stock Option (right to buy) | Â (4) | 04/24/2013 | Common Stock | 20,000 (11) \$ 5.43 | | D | Â |
| Stock Option (right to buy) | Â (5) | 05/03/2014 | Common Stock | 25,000 (12) \$ 7.18 | | D | Â |
| Stock Option (right to buy) | Â (6) | 01/14/2015 | Common Stock | 15,000 (13) \$ 4.44 | | D | Â |
| Stock Option (right to buy) | Â (7) | 03/02/2015 | Common Stock | 50,000 (14) \$ 4.14 | | D | Â |
| Stock Option (right to buy) | Â (8) | 03/29/2016 | Common Stock | 30,000 (15) \$ 7.24 | | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------|-------|
| | Director | 10% Owner | Officer | Other |
| West Stuart C/O TIVO INC 2160 GOLD STREET AVLISO, CA 95002 | Â | Â | Â Acting CFO | Â |

Signatures

Sheryl Andersen, Attorney-in-Fact For: 04/19/2006
Stuart West

__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) Included in these shares are 29,833 shares of unvested restricted stock, of which 25,000 shares shall vest on 10/6/2006 and 4,833 shall vest on 3/20/2007.
- (2) These shares were granted on 5/7/2002 and vest 1/48 per month for 48 months.
- (3) These shares were granted on 1/28/2003 and vest 1/48 per month for 48 months.
- (4) These shares were granted on 4/24/2003 and vest 1/48 per month for 48 months.
- (5) These shares were granted on 5/3/2004 and vest 1/48 per month for 48 months.
- (6) These shares were granted on 1/14/2005 and vest 1/24 per month for 24 months.
- (7) These shares were granted on 3/2/2005 and vest 1/48 per month for 48 months.

Edgar Filing: TIVO INC - Form 3

- (8) These shares were granted on 3/29/2006 and vest 1/48 per month for 48 months.
- (9) These shares consist of 14,687 shares that are vested and exercisable and 313 shares that have not yet vested.
- (10) These shares consist of 23,750 shares that are vested and exercisable and 6,250 shares that have not yet vested.
- (11) These shares consist of 14,582 shares that are vested and exercisable and 5,418 shares that have not yet vested.
- (12) These shares consist of 11,977 shares that are vested and exercisable and 13,023 shares that have not yet vested.
- (13) These shares consist of 9,375 shares that are vested and exercisable and 5,625 shares that have not yet vested.
- (14) These shares consist of 13,541 shares that are vested and exercisable and 36,459 shares that have not yet vested.
- (15) These shares consist of 30,000 shares that have not yet vested.

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.