

TIVO INC  
Form 8-K  
June 02, 2014

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

FORM 8-K

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CURRENT REPORT  
Pursuant to Section 13 OR 15(d) of  
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) May 28, 2014

TIVO INC.  
(Exact name of registrant as specified in its charter)

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| Delaware<br>(State or other jurisdiction<br>of incorporation) | 000-27141<br>(Commission<br>File Number) | 77-0463167<br>(IRS Employer<br>Identification No.) |
|---|--|--|

|   |                     |
|---|---------------------|
| 2160 Gold Street,<br>San Jose, California<br>(Address of principal executive offices) | 95002<br>(Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code (408)519-9100  
(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On May 28, 2014, Heidi Roizen, a member of the Board of Directors of TiVo Inc. and the Board's Compensation Committee, notified us that she will not be standing for re-election when her term as director ends at this year's annual meeting of TiVo stockholders. The Board has passed a resolution closing Ms. Roizen's Board seat, effective upon the date of this year's annual meeting of TiVo stockholders.

(a)

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TIVO INC.

Date: June 2, 2014

By:

/s/ Matt Zinn

Matt Zinn

SVP General Counsel, Corporate

Secretary & Chief Privacy Officer