

HOAG JAY C  
Form 3  
July 19, 2011

# 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 \*

Â HOAG JAY C  
(Last) (First) (Middle)

C/O TECHNOLOGY  
CROSSOVER  
VENTURES,Â 528 RAMONA  
STREET

(Street)

PALO ALTO,Â CAÂ 94301

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)  
07/19/2011

3. Issuer Name **and** Ticker or Trading Symbol  
ZILLOW INC [Z]

4. Relationship of Reporting  
Person(s) to Issuer

5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☒ 10% Owner

☐ Officer ☒ Other

(give title below) (specify below)

May be part of 13(g) group

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 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)

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

SEC 1473 (7-02)

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information contained in this form are not  
required to respond unless the form displays a  
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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 (1)	Â (1)	Class A Common Stock	2,202,081	\$ 0	I	TCV V, L.P. (2)
Series A Preferred Stock	Â (1)	Â (1)	Class A Common Stock	42,358	\$ 0	I	TCV Member Fund, L.P. (3)
Series B Preferred Stock	Â (1)	Â (1)	Class A Common Stock	330,167	\$ 0	I	TCV V, L.P. (2)
Series B Preferred Stock	Â (1)	Â (1)	Class A Common Stock	6,498	\$ 0	I	TCV Member Fund, L.P. (3)
Series C Preferred Stock	Â (1)	Â (1)	Class A Common Stock	1,468,520	\$ 0	I	TCV V, L.P. (2)
Series C Preferred Stock	Â (1)	Â (1)	Class A Common Stock	28,856	\$ 0	I	TCV Member Fund, L.P. (3)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOAG JAY C C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO,Â CAÂ 94301	Â X	Â X	Â	May be part of 13(g) group
KIMBALL RICK C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO,Â CAÂ 94301	Â	Â X	Â	May be part of 13(g) group
DREW JOHN C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO,Â CAÂ 94301	Â	Â X	Â	May be part of 13(g) group
REYNOLDS JON Q JR C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO,Â CAÂ 94301	Â	Â X	Â	May be part of 13(g) group
GRIFFITH WILLIAM C/O TECHNOLOGY CROSSOVER VENTURES	Â	Â X	Â	May be part of 13(g) group

528 RAMONA STREET  
PALO ALTO, CA 94301

TECHNOLOGY CROSSOVER MANAGEMENT V LLC  
C/O TECHNOLOGY CROSSOVER VENTURES  
528 RAMONA STREET  
PALO ALTO, CA 94301

May be part of 13(g) group

TCV V LP  
C/O TECHNOLOGY CROSSOVER VENTURES  
528 RAMONA STREET  
PALO ALTO, CA 94301

May be part of 13(g) group

TCV MEMBER FUND L P  
C/O TECHNOLOGY CROSSOVER VENTURES  
528 RAMONA STREET  
PALO ALTO, CA 94301

May be part of 13(g) group

## Signatures

Frederic D. Fenton, Authorized signatory for Jay C. Hoag 07/19/2011

Signature of Reporting Person Date

Frederic D. Fenton, Authorized signatory for Richard H. Kimball 07/19/2011

Signature of Reporting Person Date

Frederic D. Fenton, Authorized signatory for John L. Drew 07/19/2011

Signature of Reporting Person Date

Frederic D. Fenton, Authorized signatory for Jon Q. Reynolds, Jr. 07/19/2011

Signature of Reporting Person Date

Frederic D. Fenton, Authorized signatory for William J.G. Griffith IV 07/19/2011

Signature of Reporting Person Date

Frederic D. Fenton, Authorized signatory for Technology Crossover Management V, L.L.C. 07/19/2011

Signature of Reporting Person Date

Frederic D. Fenton, Authorized signatory for TCV V, L.P. 07/19/2011

Signature of Reporting Person Date

Frederic D. Fenton, Authorized signatory for TCV Member Fund, L.P. 07/19/2011

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).

Preferred Stock is convertible at the holder's election into Class A Common Stock at the then effective conversion rate, currently 3.38-to-1, and has no expiration date. In addition, Preferred Stock automatically converts into Class A Common Stock at the then

(1) effective conversion rate (i) with the approval of holders of at least 70% of the outstanding shares of Preferred Stock or (ii) upon the effectiveness of the issuer's registration statement on Form S-1 under the Securities Act of 1933, filed in connection with the issuer's initial public offering.

(2) These shares are directly held by TCV V, L.P. Each of Jay C. Hoag, Richard H. Kimball, John L. Drew, Jon Q. Reynolds, Jr., and William J.G. Griffith IV (collectively the "TCM Members") are Class A Members of Technology Crossover Management V, L.L.C.

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("TCM V"), which is the sole general partner of TCV V, L.P. The TCM Members and TCM V may be deemed to beneficially own the shares held by TCV V, L.P., but the TCM Members and TCM V disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.

- (3) These shares are directly held by TCV Member Fund, L.P. Each of the TCM Members are Class A Members of TCM V, which is a general partner of TCV Member Fund, L.P., and limited partners of TCV Member Fund, L.P. The TCM Members and TCM V may be deemed to beneficially own the shares held by TCV Member Fund, L.P., but the TCM Members and TCM V disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.

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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