Bazaarvoice Inc Form 4 December 11, 2013

if no longer

subject to

Section 16.

Form 4 or

Form 5

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

OMB

Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

AUSTIN, TX 78746

1. Name and Address of Reporting Person * Connery Kelly E.

> (First) (Middle)

3900 N. CAPITAL OF TEXAS HIGHWAY, SUITE 300

(Street)

Filed(Month/Day/Year)

2. Issuer Name and Ticker or Trading Symbol

Bazaarvoice Inc [BV]

3. Date of Earliest Transaction (Month/Day/Year)

12/09/2013

4. If Amendment, Date Original

OMB APPROVAL

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner Other (specify X_ Officer (give title below)

below)

Chief Revenue Officer

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	Transaction(A) or Disposed of			5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	(A) or	5)	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Ilisti. 3 and 4)		
Common Stock	12/09/2013		A	25,000 (1)	A	\$0	115,000	D	
Common Stock	12/09/2013		A	40,000 (2)	A	\$0	155,000	D	

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 7.5	12/09/2013		A	150,000	<u>(3)</u>	12/09/2023	Common Stock	150,000

Reporting Owners

Relationships Reporting Owner Name / Address

Officer Other Director 10% Owner

Connery Kelly E. 3900 N. CAPITAL OF TEXAS HIGHWAY **SUITE 300**

Chief Revenue Officer

Signatures

AUSTIN, TX 78746

/s/ Bryan C. Barksdale (as Attorney-in-Fact for Kelly E. Connery)

12/11/2013

**Signature of Reporting Person

Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(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 restricted stock units vest in four (4) equal yearly installments, with the first such installment vesting effective December 20, 2014.
- One half of the shares underlying the Restricted Stock Unit shall be subject to vesting following the completion of Fiscal Year 2015 based (2) on performance criteria to be determined by the board. One half of the shares underlying the Restricted Stock Unit shall be subject to vesting following the completion of Fiscal Year 2016 based on performance criteria to be determined by the board.
- 1/4th of the shares subject to the option vest and become exercisable on December 9, 2014, and 1/48th of the shares subject to the option vest and become exercisable on the corresponding day of each month thereafter.

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.

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