

Bazaarvoice Inc
Form SC 13G
February 14, 2013

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

Bazaarvoice, Inc.

(Name of Issuer)

Common Stock, \$0.0001 Par Value

(Title of Class of Securities)

073271108

(CUSIP Number)

December 31, 2012

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)
- ☐ Rule 13d-1(c)
- ☒ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

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CUSIP No. 073271108

Schedule 13G

1	Name of Reporting Person: I.R.S. Identification No. of Above Person (Entities Only): Battery Ventures VIII, L.P. (BV8)
2	Check the Appropriate Box if a Member of a Group* (a) ☐ o (b) ☒ x
3	SEC Use Only
4	Citizenship or Place of Organization Delaware
5	Sole Voting Power 5,817,151 shares, except that Battery Partners VIII, LLC (BP8 LLC), the sole general partner of BV8, and its investment advisor Battery Management Corp. (together with BP8 LLC, the Battery Companies), may be deemed to have sole power to vote these shares; Neeraj Agrawal (Agrawal), a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; Michael Brown (Brown), a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; Thomas J. Crotty (Crotty), a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; Richard D. Frisbie (Frisbie), a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; Kenneth P. Lawler (Lawler), a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; Roger H. Lee (Lee), a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; R. David Tabors (Tabors), a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; and Scott R. Tobin (Tobin), a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares.
Number of Shares Beneficially Owned by Each Reporting Person With	6 Shared Voting Power See response to row 5
7	Sole Dispositive Power 5,817,151 shares, except that the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Agrawal, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Brown, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Crotty, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Frisbie, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Lawler, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Lee, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Tabors, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; and Tobin, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares.
8	Shared Dispositive Power See response to row 7

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- 9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,817,151 shares
- 10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* ☐
- 11 Percent of Class Represented by Amount in Row 9
8.1%
- 12 Type of Reporting Person*
PN

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CUSIP No. 073271108

Schedule 13G

1	Name of Reporting Person: I.R.S. Identification No. of Above Person (Entities Only): Battery Partners VIII, LLC
2	Check the Appropriate Box if a Member of a Group* (a) ☐ o (b) ☒ x
3	SEC Use Only
4	Citizenship or Place of Organization Delaware
5	Sole Voting Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8, except that Agrawal, a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; Brown, a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; Crotty, a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; Frisbie, a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; Lawler, a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; Lee, a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; Tabors, a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares; and Tobin, a managing member or officer of the Battery Companies, may be deemed to have shared power to vote these shares.
Number of Shares Beneficially Owned by Each Reporting Person With	6 Shared Voting Power See response to row 5
7	Sole Dispositive Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8, except that Agrawal, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Brown, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Crotty, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Frisbie, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Lawler, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Lee, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; Tabors, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares; and Tobin, a managing member or officer of the Battery Companies, may be deemed to have sole dispositive power with respect to these shares.
8	Shared Dispositive Power See response to row 7
9	Aggregate Amount Beneficially Owned by Each Reporting Person 5,817,151 shares

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- 10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* ☐
- 11 Percent of Class Represented by Amount in Row 9
8.1%
- 12 Type of Reporting Person*
OO

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Schedule 13G

1	Name of Reporting Person: I.R.S. Identification No. of Above Person (Entities Only): Neeraj Agrawal	
2	Check the Appropriate Box if a Member of a Group* (a) ☐ o (b) ☒ x	
3	SEC Use Only	
4	Citizenship or Place of Organization USA	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Agrawal is a managing member or officer of the Battery Companies, and may be deemed to have shared power to vote these shares.
	6	Shared Voting Power See response to row 5
	7	Sole Dispositive Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Agrawal is a managing member or officer of the Battery Companies, and may be deemed to have shared dispositive power with respect to these shares.
	8	Shared Dispositive Power See response to row 7
9	Aggregate Amount Beneficially Owned by Each Reporting Person 5,817,151 shares	
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* ☐ o	
11	Percent of Class Represented by Amount in Row 9 8.1%	
12	Type of Reporting Person* IN	

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Schedule 13G

1	Name of Reporting Person: I.R.S. Identification No. of Above Person (Entities Only): Michael Brown	
2	Check the Appropriate Box if a Member of a Group* (a) ☐ o (b) ☒ x	
3	SEC Use Only	
4	Citizenship or Place of Organization USA	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Brown is a managing member or officer of the Battery Companies, and may be deemed to have shared power to vote these shares.
	6	Shared Voting Power See response to row 5
	7	Sole Dispositive Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Brown is a managing member or officer of the Battery Companies, and may be deemed to have shared dispositive power with respect to these shares.
	8	Shared Dispositive Power See response to row 7
9	Aggregate Amount Beneficially Owned by Each Reporting Person 5,817,151 shares	
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* ☐ o	
11	Percent of Class Represented by Amount in Row 9 8.1%	
12	Type of Reporting Person* IN	

CUSIP No. 073271108

Schedule 13G

1	Name of Reporting Person: I.R.S. Identification No. of Above Person (Entities Only): Thomas J. Crotty
2	Check the Appropriate Box if a Member of a Group* (a) ☐ (b) ☒
3	SEC Use Only
4	Citizenship or Place of Organization USA
Number of Shares Beneficially Owned by Each Reporting Person With	5 Sole Voting Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Crotty is a managing member or officer of the Battery Companies, and may be deemed to have shared power to vote these shares.
	6 Shared Voting Power See response to row 5
	7 Sole Dispositive Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Crotty is a managing member or officer of the Battery Companies, and may be deemed to have shared dispositive power with respect to these shares.
	8 Shared Dispositive Power See response to row 7
9	Aggregate Amount Beneficially Owned by Each Reporting Person 5,817,151 shares
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* ☐
11	Percent of Class Represented by Amount in Row 9 8.1%
12	Type of Reporting Person* IN

CUSIP No. 073271108

Schedule 13G

1	Name of Reporting Person: I.R.S. Identification No. of Above Person (Entities Only):	
	Richard D. Frisbie	
2	Check the Appropriate Box if a Member of a Group*	
	(a)	☐
	(b)	☒
3	SEC Use Only	
4	Citizenship or Place of Organization USA	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Frisbie is a managing member or officer of the Battery Companies, and may be deemed to have shared power to vote these shares.
	6	Shared Voting Power See response to row 5
	7	Sole Dispositive Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Frisbie is a managing member or officer of the Battery Companies, and may be deemed to have shared dispositive power with respect to these shares.
	8	Shared Dispositive Power See response to row 7
9	Aggregate Amount Beneficially Owned by Each Reporting Person 5,817,151 shares	
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* ☐	
11	Percent of Class Represented by Amount in Row 9 8.1%	
12	Type of Reporting Person* IN	

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Schedule 13G

1	Name of Reporting Person: I.R.S. Identification No. of Above Person (Entities Only):	
	Kenneth P. Lawler	
2	Check the Appropriate Box if a Member of a Group*	
	(a)	☐
	(b)	☒
3	SEC Use Only	
4	Citizenship or Place of Organization USA	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Lawler is a managing member or officer of the Battery Companies, and may be deemed to have shared power to vote these shares.
	6	Shared Voting Power See response to row 5
	7	Sole Dispositive Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Lawler is a managing member or officer of the Battery Companies, and may be deemed to have shared dispositive power with respect to these shares.
	8	Shared Dispositive Power See response to row 7
	9	Aggregate Amount Beneficially Owned by Each Reporting Person 5,817,151 shares
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* ☐	
11	Percent of Class Represented by Amount in Row 9 8.1%	
12	Type of Reporting Person* IN	

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Schedule 13G

1	Name of Reporting Person: I.R.S. Identification No. of Above Person (Entities Only): Roger H. Lee	
2	Check the Appropriate Box if a Member of a Group* (a) ☐ (b) ☒	
3	SEC Use Only	
4	Citizenship or Place of Organization USA	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Lee is a managing member or officer of the Battery Companies, and may be deemed to have shared power to vote these shares.
	6	Shared Voting Power See response to row 5
	7	Sole Dispositive Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Lee is a managing member or officer of the Battery Companies, and may be deemed to have shared dispositive power with respect to these shares.
	8	Shared Dispositive Power See response to row 7
9	Aggregate Amount Beneficially Owned by Each Reporting Person 5,817,151 shares	
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* ☐	
11	Percent of Class Represented by Amount in Row 9 8.1%	
12	Type of Reporting Person* IN	

CUSIP No. 073271108

Schedule 13G

1	Name of Reporting Person: I.R.S. Identification No. of Above Person (Entities Only):	
	R. David Tabors	
2	Check the Appropriate Box if a Member of a Group*	
	(a) ☐	
	(b) ☒	
3	SEC Use Only	
4	Citizenship or Place of Organization USA	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Tabors is a managing member or officer of the Battery Companies, and may be deemed to have shared power to vote these shares.
	6	Shared Voting Power See response to row 5
	7	Sole Dispositive Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Tabors is a managing member or officer of the Battery Companies, and may be deemed to have shared dispositive power with respect to these shares.
	8	Shared Dispositive Power See response to row 7
	9	Aggregate Amount Beneficially Owned by Each Reporting Person 5,817,151 shares
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* ☐	
11	Percent of Class Represented by Amount in Row 9 8.1%	
12	Type of Reporting Person* IN	

CUSIP No. 073271108

Schedule 13G

1	Name of Reporting Person: I.R.S. Identification No. of Above Person (Entities Only): Scott R. Tobin
2	Check the Appropriate Box if a Member of a Group* (a) ☐ (b) ☒
3	SEC Use Only
4	Citizenship or Place of Organization USA
Number of Shares Beneficially Owned by Each Reporting Person With	5 Sole Voting Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Tobin is a managing member or officer of the Battery Companies, and may be deemed to have shared power to vote these shares.
	6 Shared Voting Power See response to row 5
	7 Sole Dispositive Power 5,817,151 shares, of which all 5,817,151 are directly owned by BV8. Tobin is a managing member or officer of the Battery Companies, and may be deemed to have shared dispositive power with respect to these shares.
	8 Shared Dispositive Power See response to row 7
9	Aggregate Amount Beneficially Owned by Each Reporting Person 5,817,151 shares
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* ☐
11	Percent of Class Represented by Amount in Row 9 8.1%
12	Type of Reporting Person* IN

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Schedule 13G

Item 1(a).

Name of Issuer:
Bazaarvoice, Inc.

Item 1(b).

Address of Issuer's Principal Executive Offices:
3900 N. Capital of Texas Highway, Suite 300

Austin, Texas 78746-3211

Item 2(a).

Name of Person Filing:
Battery Ventures VIII, L.P. (BV8), Battery Partners VIII, LLC (BP8 LLC), Neeraj Agrawal (Agrawal), Michael Brown (Brown), Thomas J. Crotty (Crotty), Richard D. Frisbie (Frisbie), Kenneth P. Lawler (Lawler), Roger H. Lee (Lee), R. David Tabors (Tabors) and Scott R. Tobin (Tobin). The foregoing entities and individuals are collectively referred to as the Reporting Persons.

Item 2(b).

Messrs. Agrawal, Brown, Crotty, Frisbie, Lawler, Lee, Tabors and Tobin are the sole managing members of BP8 LLC, the sole general partner of BV8, and/or the officers of Battery Management Corp., the investment advisor to BP8 LLC.
Address of Principal Business Office or, if none, Residence:
Battery Ventures

930 Winter Street, Suite 2500

Item 2(c).

Waltham, MA 02451

Citizenship:

Agrawal, Brown, Crotty, Frisbie, Lawler, Lee, Tabors and Tobin are United States citizens. BV8 is a limited partnership organized under the laws of the State of Delaware. BP8 LLC is a limited liability company organized under the laws of the State of Delaware.

Item 2(d).

Title of Class of Securities:

Common Stock, \$0.0001 par value per share.

Item 2(e).

CUSIP Number:
073271108

Item 3.

Not Applicable

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Schedule 13G

Item 4. Ownership

The approximate percentages of Common Stock reported as beneficially owned by the Reporting Persons is based upon 71,452,435 shares of Common Stock outstanding as of November 23, 2012, as reported in the Issuer's Form 10-Q for the quarterly period ended October 31, 2012, filed on December 5, 2012.

The following information with respect to the ownership of the ordinary shares of the issuer by the Reporting Persons filing this Statement is provided as of December 31, 2012:

- (a) Amount beneficially owned:
 - See Row 9 of cover page for each Reporting Person.
- (b) Percent of class:
 - See Row 11 of cover page for each Reporting Person.
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote:
 - See Row 5 of cover page for each Reporting Person.
 - (ii) Shared power to vote or to direct the vote:
 - See Row 6 of cover page for each Reporting Person.
 - (iii) Sole power to dispose or to direct the disposition of:
 - See Row 7 of cover page for each Reporting Person.
 - (iv) Shared power to dispose or to direct the disposition of:
 - See Row 8 of cover page for each Reporting Person.

Item 5. Ownership of Five Percent or Less of a Class
Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person
Under certain circumstances set forth in the limited partnership agreement of BV8, the general and limited partners may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the Issuer owned by BV8.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company
Not applicable.

Item 8. Identification and Classification of Members of the Group
Not applicable.

Item 9. Notice of Dissolution of Group
Not applicable.

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Item 10.

Certification
Not applicable.

SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2013

BATTERY VENTURES VIII, L.P.

By: Battery Partners VIII, LLC

By: *
Managing Member

BATTERY PARTNERS VIII, LLC

By: *
Managing Member

NEERAJ AGRAWAL

By: *
Neeraj Agrawal

MICHAEL BROWN

By: *
Michael Brown

THOMAS J. CROTTY

By: *
Thomas J. Crotty

RICHARD D. FRISBIE

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By:

*

Richard D. Frisbie

CUSIP No. 073271108

Schedule 13G

KENNETH P. LAWLER

By: *

Kenneth P. Lawler

ROGER H. LEE

By: *

Roger H. Lee

R. DAVID TABORS

By: *

R. David Tabors

SCOTT R. TOBIN

By: *

Scott R. Tobin

*By: /s/ Christopher Schiavo
Name: Christopher Schiavo
Attorney-in-Fact

This Schedule 13G was executed pursuant to a Power of Attorney. Note that copies of the applicable Powers of Attorney are already on file with the appropriate agencies.

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Schedule 13G

EXHIBIT I

Pursuant to Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, the undersigned hereby agree that only one statement containing the information required on Schedule 13G need be filed with respect to ownership by each of the undersigned of shares of Common Stock of Bazaarvoice, Inc.

This Agreement may be executed in any number of counterparts, each of which shall be deemed an original.

Dated: February 14, 2013

BATTERY VENTURES VIII, L.P.

By: Battery Partners VIII, LLC

By: *
Managing Member

BATTERY PARTNERS VIII, LLC

By: *
Managing Member

NEERAJ AGRAWAL

By: *
Neeraj Agrawal

MICHAEL BROWN

By: *
Michael Brown

THOMAS J. CROTTY

By: *
Thomas J. Crotty

RICHARD D. FRISBIE

By:

*

Richard D. Frisbie

CUSIP No. 073271108

Schedule 13G

KENNETH P. LAWLER

By: *

Kenneth P. Lawler

ROGER H. LEE

By: *

Roger H. Lee

R. DAVID TABORS

By: *

R. David Tabors

SCOTT R. TOBIN

By: *

Scott R. Tobin

*By: /s/ Christopher Schiavo
Name: Christopher Schiavo
Attorney-in-Fact

This Schedule 13G was executed pursuant to a Power of Attorney. Note that copies of the applicable Powers of Attorney are already on file with the appropriate agencies.