

Bazaarvoice Inc
Form SC 13G/A
February 13, 2014

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13G

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d)
AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)

(Amendment No. 1)*

Bazaarvoice, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

073271108
(CUSIP Number)

December 31, 2013
(Date of Event Which Requires Filing of this Statement)

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

<input type="checkbox"/>	Rule 13d-1(b)
<input type="checkbox"/>	Rule 13d-1(c)
<input checked="" type="checkbox"/>	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

disclosures provided in a prior cover page.

The information required on 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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Exhibit Index on Page 12

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NAME OF REPORTING

1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Austin Ventures VIII, L.P. ("AV VIII")

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) £ (b) S

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF

SHARES

SOLE VOTING POWER

BENEFICIALLY

10,693,535 shares, except that AV Partners VIII, L.P. ("AVP VIII"), the general partner of AV VIII, may be deemed to have sole power to vote these shares, and Joseph C. Aragona ("Aragona"), Kenneth P. DeAngelis ("DeAngelis"), Christopher A. Pacitti ("Pacitti") and John D. Thornton ("Thornton"), the general partners of AVP VIII, may be deemed to have shared power to vote these shares.

OWNED BY

EACH

REPORTING

PERSON

WITH

6 SHARED VOTING POWER

See response to row 5.

7 SOLE DISPOSITIVE POWER

10,693,535 shares, except that AVP VIII, the general partner of AV VIII, may be deemed to have sole power to dispose of these shares, and Aragona, DeAngelis, Pacitti and Thornton, the general partners of AVP VIII, may be deemed to have shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,693,535

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES £

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14.1%

12 TYPE OF REPORTING PERSON

PN

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NAME OF REPORTING
 1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 AV Partners VIII, L.P.
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2
 (a) £ (b) S

3 SEC USE ONLY
 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

NUMBER OF
 SHARES
 BENEFICIALLY OWNED BY
 EACH
 REPORTING
 PERSON
 WITH

SOLE VOTING POWER
 5 10,693,535 shares, all of which are directly owned by AV VIII. AVP VIII, the general partner of AV VIII, may be deemed to have the sole power to vote these shares, and Aragona, DeAngelis, Pacitti and Thornton, the general partners of AVP VIII, may be deemed to have shared power to vote these shares.

6 SHARED VOTING POWER
 See response to row 5.

7 SHARED DISPOSITIVE POWER
 10,693,535 shares, all of which are directly owned by AV VIII. AVP VIII, the general partner of AV VIII, may be deemed to have the sole power to dispose of these shares, and Aragona, DeAngelis, Pacitti and Thornton, the general partners of AVP VIII, may be deemed to have shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER
 See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
 REPORTING PERSON 10,693,535

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES £

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 14.1%

12 TYPE OF REPORTING PERSON PN

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NAME OF REPORTING
 1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Joseph C. Aragona
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2
 (a) £ (b) \$

3 SEC USE ONLY
 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 U.S. Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 SOLE VOTING POWER -0- 6 SHARED VOTING POWER 10,693,535 shares, all of which are directly owned by AV VIII. Aragona is a general partner of AVP VIII, the general partner of AV VIII, and may be deemed to have shared power to vote these shares. 7 SOLE DISPOSITIVE POWER -0- 8 SHARED DISPOSITIVE POWER 10,693,535 shares, all of which are directly owned by AV VIII. Aragona is a general partner of AVP VIII, the general partner of AV VIII, and may be deemed to have shared power to dispose of these shares.
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	10,693,535
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	£
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	14.1%
12 TYPE OF REPORTING PERSON	IN

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NAME OF REPORTING
 1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Kenneth P. DeAngelis
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2
 (a) £ (b) S

3 SEC USE ONLY
 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 U.S. Citizen

NUMBER OF 5 SOLE VOTING POWER
 SHARES -0-
 BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
 6 SHARED VOTING POWER
 10,693,535 shares, all of which are directly owned by AV VIII. DeAngelis is a general partner of AVP VIII, the general partner of AV VIII, and may be deemed to have shared power to vote these shares.
 7 SOLE DISPOSITIVE POWER
 -0-
 8 SHARED DISPOSITIVE POWER
 10,693,535 shares, all of which are directly owned by AV VIII. DeAngelis is a general partner of AVP VIII, the general partner of AV VIII, and may be deemed to have shared power to dispose of these shares.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 10,693,535
 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES £
 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 14.1%
 12 TYPE OF REPORTING PERSON IN

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NAME OF REPORTING
 1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Christopher A. Pacitti
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2
 (a) £ (b) S

3 SEC USE ONLY
 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 U.S. Citizen

NUMBER OF 5 SOLE VOTING POWER
 SHARES 25,273 shares
 BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
 6 SHARED VOTING POWER
 10,693,535 shares, all of which are directly owned by AV VIII. Pacitti is a general partner of AVP VIII, the general partner of AV VIII, and may be deemed to have shared power to vote these shares.

7 SOLE DISPOSITIVE POWER
 25,273 shares
 8 SHARED DISPOSITIVE POWER
 10,693,535 shares, all of which are directly owned by AV VIII. Pacitti is a general partner of AVP VIII, the general partner of AV VIII, and may be deemed to have shared power to dispose of these shares.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 10,718,808

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES £

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 14.1%

12 TYPE OF REPORTING PERSON IN

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NAME OF REPORTING
 1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 John D. Thornton
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2
 (a) £ (b) \$

3 SEC USE ONLY
 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 U.S. Citizen

NUMBER OF 5 SOLE VOTING POWER
 SHARES -0-
 BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
 6 SHARED VOTING POWER
 10,693,535 shares, all of which are directly owned by AV VIII. Thornton is a general partner of AVP VIII, the general partner of AV VIII, and may be deemed to have shared power to vote these shares.
 7 SOLE DISPOSITIVE POWER
 -0-
 8 SHARED DISPOSITIVE POWER
 10,693,535 shares, all of which are directly owned by AV VIII. Thornton is a general partner of AVP VIII, the general partner of AV VIII, and may be deemed to have shared power to dispose of these shares.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 10,693,535
 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES £
 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 14.1%
 12 TYPE OF REPORTING PERSON IN

CUSIP # 073271108 Page 8 of 12

This Amendment No. 1 amends the Statement on Schedule 13G previously filed by Austin Ventures VIII, L.P., a Delaware limited partnership, AV Partners VIII, L.P., a Delaware limited partnership, Joseph C. Aragona, Kenneth P. DeAngelis, Christopher A. Pacitti and John D. Thornton. The foregoing entities and individuals are collectively referred to as the "Reporting Persons." Only those items as to which there has been a change are included in this Amendment No. 1.

ITEM 4. OWNERSHIP

The following information with respect to the ownership of the Common Stock of the issuer by the person filing this Statement is provided as of December 31, 2013.

(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.

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SIGNATURES

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

Dated: February 12, 2014

AUSTIN VENTURES VIII, L.P. /s/ Kevin Kunz
By AV Partners VIII, L.P., Signature
Its General Partner

Kevin Kunz
Chief Financial Officer/Attorney-In-Fact

AV PARTNERS VIII, L.P. /s/ Kevin Kunz
Signature

Kevin Kunz
Chief Financial Officer/Attorney-In-Fact

JOSEPH C. ARAGONA /s/ Kevin Kunz
Signature

Kevin Kunz
Chief Financial Officer/Attorney-In-Fact

KENNETH P. DeANGELIS /s/ Kevin Kunz
Signature

Kevin Kunz
Chief Financial Officer/Attorney-In-Fact

CHRISTOPHER A. PACITTI /s/ Kevin Kunz
Signature

Kevin Kunz
Chief Financial Officer/Attorney-In-Fact

JOHN D. THORNTON /s/ Kevin Kunz
Signature

Kevin Kunz
Chief Financial Officer/Attorney-In-Fact

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EXHIBIT INDEX

Exhibit	Found on Sequentially Numbered Page
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Exhibit B: Power of Attorney	12

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exhibit A

Agreement of Joint Filing

The Reporting Persons hereby agree that a single Schedule 13G (or any amendment thereto) relating to the common stock of the Issuer shall be filed on behalf of each of the Reporting Persons. Note that copies of the applicable Agreement of Joint Filing are already on file with the appropriate agencies.

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EXHIBIT B

Power of Attorney

Kevin Kunz has signed this Schedule 13G as Attorney-in-Fact. Note that copies of the applicable Power of Attorney are already on file with the appropriate agencies.