TIVO INC Form 4 January 04, 2008

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

may continue. See Instruction

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

1(b).

Stock

Stock

Common

01/02/2008

(Print or Type Responses)

1. Name and AZinn Matth	Address of Reporting ew	Symbol	r Name and Ticker or Trading NC [tivo]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Y Officer (give title Other (specify below)			
(Last) 2160 GOLI		Middle) 3. Date o	f Earliest Transaction Day/Year)				
	(Street)		endment, Date Original nth/Day/Year)	SVP/General Counsel/CPO 6. Individual or Joint/Group Filing(Check Applicable Line)			
ALVISO, (City)		(Zip) Tob		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Tau	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price	5. Amount of Securities Ownership Indirect Beneficially Owned (D) or Ownership Indirect (I) (Instr. 4) Reported (Instr. 4) Transaction(s) (Instr. 3 and 4)			
Stock	01/02/2008		M 1,041 A \$ 4.14	55,825 D			

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

 $S^{(1)}$

1.041

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

54,784

D

\$

(2)

D

8.0594

Edgar Filing: TIVO INC - Form 4

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 iomf Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and 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 Option (right to buy)	\$ 4.14	01/02/2008		M <u>(1)</u>		1,041	04/02/2005	03/02/2015	Common Stock	1,041

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Zinn Matthew

2160 GOLD STREET SVP/General Counsel/CPO

ALVISO, CA 95002

Signatures

Phyllis Mesec, Attorney-in-Fact for: 01/04/2008 Matthew Zinn

**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) This was an automatic disposition of shares pursuant to a 10b5-1 plan, as defined under the Securities and Exchange Act of 1934, as amended.
- (2) Average Sales Price Actual sales prices ranged from \$7.83-\$8.24.

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.

Reporting Owners 2