

Brunelle Anna
Form 4
July 02, 2009

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Brunelle Anna

(Last) (First) (Middle)
2160 GOLD STREET
(Street)

ALVISO, CA 95002

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TIVO INC [TIVO]

3. Date of Earliest Transaction (Month/Day/Year)
07/01/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Chief Financial Officer

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 Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
| | | | Code | V | Amount | Price | | |
| Common Stock | 07/01/2009 | | M | | 417 | \$ 5.42 | 75,417 | D |
| Common Stock | 07/01/2009 | | M | | 2,500 | \$ 6.18 | 77,917 | D |
| Common Stock | 07/01/2009 | | M | | 937 | \$ 6.71 | 78,854 | D |
| Common Stock | 07/01/2009 | | M | | 938 | \$ 6.51 | 79,792 | D |
| Common Stock | 07/01/2009 | | S ⁽¹⁾ | | 2,917 | \$ 10.7123 | 76,875 | D |
| | | | | | | <u>(2)</u> | | |

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| | | | | | | | |
|--------------|------------|-------------|-----|---|----------|--------|---|
| Common Stock | 07/01/2009 | <u>S(1)</u> | 938 | D | \$ 10.51 | 75,937 | D |
| Common Stock | 07/01/2009 | <u>S(1)</u> | 937 | D | \$ 10.71 | 75,000 | D |

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

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(9-02)

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. Transaction Code (Instr. 8) | 5. Number of 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 5.42 | 07/01/2009 | | <u>M(1)</u> | 417 | 04/06/2006 04/06/2015 | Common Stock | 417 |
| Stock Option (right to buy) | \$ 6.18 | 07/01/2009 | | <u>M(1)</u> | 2,500 | 04/21/2007 03/21/2017 | Common Stock | 2,500 |
| Stock Option (right to buy) | \$ 6.51 | 07/01/2009 | | <u>M(1)</u> | 938 | 07/19/2006 06/19/2016 | Common Stock | 938 |
| Stock Option (right to buy) | \$ 6.71 | 07/01/2009 | | <u>M(1)</u> | 937 | 04/20/2006 03/20/2016 | Common Stock | 937 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Brunelle Anna
2160 GOLD STREET
ALVISO, CA 95002

Chief Financial Officer

Signatures

Sheryl Andersen, attorney in fact for :Anna
Brunelle

07/02/2009

__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) Averages Sales Price - Actual sales prices ranged from \$10.51 - \$10.8711. The reporting person will provide, upon request, full information regarding the number of shares sold at each separate price.

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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