

KOMISAR RANDY

Form 4

March 15, 2010

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KOMISAR RANDY

(Last) (First) (Middle)

2160 GOLD STREET, P.O. BOX
2160

(Street)

ALVISO, CA 95002-2160

(City) (State) (Zip)

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

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

03/11/2010

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)

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/11/2010		M	10,000	A \$ 2.67	249,063	D
Common Stock	03/11/2010		S	10,000	D \$ (1) 16.2094	239,063	D
Common Stock	03/11/2010		M	10,000	A \$ 8.57	249,063	D
Common Stock	03/11/2010		S	10,000	D \$ (1) 16.2094	239,063	D
	03/11/2010		M	25,000	A \$ 5.02	264,063	D

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Common Stock							
Common Stock	03/11/2010	S	25,000	D	\$ 16.2094 (1)	239,063	D
Common Stock	03/11/2010	M	25,000	A	\$ 6.02	264,063	D
Common Stock	03/11/2010	S	25,000	D	\$ 16.2094 (1)	239,063	D
Common Stock	03/11/2010	M	12,500	A	\$ 6.53	251,563	D
Common Stock	03/11/2010	S	12,500	D	\$ 16.2094 (1)	239,063	D
Common Stock	03/11/2010	M	12,500	A	\$ 5.53	251,563	D
Common Stock	03/11/2010	S	12,500	D	\$ 16.2094 (1)	239,063	D
Common Stock	03/11/2010	M	12,500	A	\$ 7.68	251,563	D
Common Stock	03/11/2010	S	12,500	D	\$ 16.2094 (1)	239,063	D
Common Stock	03/11/2010	M	10,000	A	\$ 5.5	249,063	D
Common Stock	03/11/2010	S	10,000	D	\$ 16.2094 (1)	239,063	D
Common Stock	03/11/2010	S	166,463	D	\$ 16.191	72,600	D
Common Stock	03/11/2010	G	60,000	D	\$ 0	12,600	D

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

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SEC 1474
(9-02)

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

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 2.67	03/11/2010		M		10,000		08/03/2002	08/03/2012	Common Stock	10,000
Non-Qualified Stock Option (right to buy)	\$ 5.02	03/11/2010		M		25,000		08/05/2004	08/05/2014	Common Stock	25,000
Non-Qualified Stock Option (right to buy)	\$ 5.5	03/11/2010		M		10,000		06/20/2001	06/18/2011	Common Stock	10,000
Non-Qualified Stock Option (right to buy)	\$ 5.53	03/11/2010		M		12,500		08/01/2008	08/01/2017	Common Stock	12,500
Non-Qualified Stock Option (right to buy)	\$ 6.02	03/11/2010		M		25,000		08/04/2005	08/04/2015	Common Stock	25,000
Non-Qualified Stock Option (right to buy)	\$ 6.53	03/11/2010		M		12,500		08/02/2007	08/02/2016	Common Stock	12,500
Non-Qualified Stock Option (right to buy)	\$ 7.68	03/11/2010		M		12,500		08/06/2009	08/06/2018	Common Stock	12,500
Non-Qualified Stock Option (right to buy)	\$ 8.57	03/11/2010		M		10,000		08/07/2003	08/07/2013	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KOMISAR RANDY 2160 GOLD STREET P.O. BOX 2160 ALVISO, CA 95002-2160	X

Signatures

By: Attorney-in-Fact Phyllis Mesec For: Randy
Komisar

03/15/2010

__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) Averages Sales Price - Actual sale prices range from \$16.14- \$16.34. 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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