

Edgar Filing: TIVO INC - Form SC 13G/A

TIVO INC
Form SC 13G/A
November 04, 2003

SEC 1745 Potential persons who are to respond to the collection of information contained in this form are not (02-02) required to respond unless the form displays a currently valid OMB control number.

OMB APPROVAL

OMB Number: 3235-0145
Expires: December 31, 2005
Estimated average burden
hours per response.....11

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G/A

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. 2)*

TiVo, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

888706108

(CUSIP Number)

September 30, 2003

(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

Edgar Filing: TIVO INC - Form SC 13G/A

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).

Page 1 of 17 pages

CUSIP No. 888706108

Page 2 of 17 Pages

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Institutional Venture Partners VII, L.P

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

California

	5	SOLE VOTING POWER	
			2,264,990
NUMBER OF	6	SHARED VOTING POWER	
SHARES			0
BENEFICIALLY	7	SOLE DISPOSITIVE POWER	
OWNED BY			2,264,990
EACH	8	SHARED DISPOSITIVE POWER	
REPORTING			0
PERSON			
WITH			

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,264,990

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%

12 TYPE OF REPORTING PERSON*

PN

Edgar Filing: TIVO INC - Form SC 13G/A

CUSIP No. 888706108

Page 3 of 17 Pages

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Institutional Venture Management VII, L.P

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

California

	5	SOLE VOTING POWER	
			31,746
NUMBER OF	6	SHARED VOTING POWER	
SHARES			0
BENEFICIALLY	7	SOLE DISPOSITIVE POWER	
OWNED BY			31,746
EACH	8	SHARED DISPOSITIVE POWER	
REPORTING			0
PERSON			
WITH			

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

31,746

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0

12 TYPE OF REPORTING PERSON*

PN

CUSIP No. 888706108

Page 4 of 17 Pages

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

IVP Founders Fund I, L.P

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

Edgar Filing: TIVO INC - Form SC 13G/A

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

California

5 SOLE VOTING POWER

91,819

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

6 SHARED VOTING POWER

0

7 SOLE DISPOSITIVE POWER

91,819

8 SHARED DISPOSITIVE POWER

0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

91,819

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.1%

12 TYPE OF REPORTING PERSON*

PN

CUSIP No. 888706108

Page 5 of 17 Pages

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Samuel D. Colella

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Edgar Filing: TIVO INC - Form SC 13G/A

United States

	5	SOLE VOTING POWER	
			37,072
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER	
			2,388,555
	7	SOLE DISPOSITIVE POWER	
			37,072
	8	SHARED DISPOSITIVE POWER	
			2,388,555
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
			2,425,627
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*		
			<input type="checkbox"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
			3.6%
12	TYPE OF REPORTING PERSON*		
			IN

CUSIP No. 888706108

Page 6 of 17 Pages

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
			Reid W. Dennis
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		
		(a)	<input type="checkbox"/>
		(b)	<input checked="" type="checkbox"/>
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION		
			United States
	5	SOLE VOTING POWER	
			45,165
NUMBER OF	6	SHARED VOTING POWER	

Edgar Filing: TIVO INC - Form SC 13G/A

SHARES		
BENEFICIALLY		2,388,555
OWNED BY		-----
EACH	7	SOLE DISPOSITIVE POWER
REPORTING		
PERSON		45,165
WITH		-----
	8	SHARED DISPOSITIVE POWER
		2,388,555

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,433,720

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
3.6%

12 TYPE OF REPORTING PERSON*
IN

CUSIP No. 888706108 Page 7 of 17 Pages

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Mary Jane Elmore

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
United States

	5	SOLE VOTING POWER
		100

NUMBER OF	6	SHARED VOTING POWER
SHARES		
BENEFICIALLY		2,388,555
OWNED BY		-----

EACH	7	SOLE DISPOSITIVE POWER
REPORTING		
PERSON		100
WITH		-----
	8	SHARED DISPOSITIVE POWER

Edgar Filing: TIVO INC - Form SC 13G/A

2,388,555

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,388,655

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%

12 TYPE OF REPORTING PERSON*

IN

CUSIP No. 888706108

Page 8 of 17 Pages

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Norman A. Fogelsong

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5 SOLE VOTING POWER

26,506

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

6 SHARED VOTING POWER

2,388,555

EACH
REPORTING
PERSON
WITH

7 SOLE DISPOSITIVE POWER

26,506

8 SHARED DISPOSITIVE POWER

2,388,555

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,415,061

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

Edgar Filing: TIVO INC - Form SC 13G/A

|_ |

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%

12 TYPE OF REPORTING PERSON*

IN

CUSIP No. 888706108

Page 9 of 17 Pages

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Ruthann Quindlen

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) |_ |

(b) |X |

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5 SOLE VOTING POWER

0

6 SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

2,388,555

EACH
REPORTING
PERSON
WITH

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

2,388,555

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,388,555

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

|_ |

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%

12 TYPE OF REPORTING PERSON*

Edgar Filing: TIVO INC - Form SC 13G/A

IN

CUSIP No. 888706108

Page 10 of 17 Pages

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

L. James Strand

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5 SOLE VOTING POWER

19,956

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

6 SHARED VOTING POWER

2,388,555

7 SOLE DISPOSITIVE POWER

19,956

8 SHARED DISPOSITIVE POWER

2,388,555

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,408,511

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%

12 TYPE OF REPORTING PERSON*

IN

CUSIP No. 888706108

Page 11 of 17 Pages

Edgar Filing: TIVO INC - Form SC 13G/A

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

William P. Tai

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

	5	SOLE VOTING POWER	
			24,906
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER	
			2,296,736
	7	SOLE DISPOSITIVE POWER	
			24,906
	8	SHARED DISPOSITIVE POWER	
			2,296,736

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,321,642

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%

12 TYPE OF REPORTING PERSON*

IN

CUSIP No. 888706108

Page 12 of 17 Pages

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

T. Peter Thomas

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

Edgar Filing: TIVO INC - Form SC 13G/A

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

	5	SOLE VOTING POWER	
			0
NUMBER OF SHARES	6	SHARED VOTING POWER	
BENEFICIALLY OWNED BY			2,388,555
EACH	7	SOLE DISPOSITIVE POWER	
REPORTING PERSON			0
WITH	8	SHARED DISPOSITIVE POWER	
			2,388,555

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,388,555

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%

12 TYPE OF REPORTING PERSON*

IN

CUSIP No. 888706108

Page 13 of 17 Pages

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Geoffrey Y. Yang

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

Edgar Filing: TIVO INC - Form SC 13G/A

	5	SOLE VOTING POWER	90,925
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER	2,388,555
	7	SOLE DISPOSITIVE POWER	90,925
	8	SHARED DISPOSITIVE POWER	2,388,555
	9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	2,479,480
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*		
			<input type="checkbox"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
			3.6%
12	TYPE OF REPORTING PERSON*		
			IN

Page 14 of 17 Pages

Item 1.

- (a) Name of Issuer: TiVo, Inc. ("TSTN")
- (b) Address of Issuer's Principal Executive Offices:
2160 Gold Street
Alviso, CA 95002-2160

Item 2.

- (a) Name of Persons Filing:
Institutional Venture Partners VII, L.P. ("IVP")
Institutional Venture Management VII, L.P. ("IVM")
IVP Founders Fund I, L.P. ("FFI")
Samuel D. Colella ("SDC")
Reid W. Dennis ("RWD")
Mary Jane Elmore ("MJE")
Norman A. Fogelsong ("NAF")
Ruthann Quindlen ("RAQ")
L. James Strand ("LJS")
William P. Tai ("WPT")
T. Peter Thomas ("TPT")
Geoffrey Y. Yang ("GY")

IVM is the General Partner of IVP. SDC, RWD, MJE, NAF, RAQ, LJS, WPT, TPT, & GY are General Partners of IVM.

Edgar Filing: TIVO INC - Form SC 13G/A

- (b) Address of Principal Business Office or, if None, Residence:
3000 Sand Hill Road
Building 2, Suite 290
Menlo Park, CA 94025
- (c) Citizenship:
IVP & IVM & FFI: California
SDC, RWD, MJE, NAF, RAQ, LJS, WPT, TPT, GYY: United States
- (d) Title of Class of Securities:
Common Stock
- (e) CUSIP Number:
888706108

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

Not applicable

Item 4. Ownership

See Rows 5 through 11 of cover pages

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following |X|.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Under certain circumstances set forth in IVP and IVM's Limited Partnership Agreements, the General Partners and Limited Partners of each of such funds have the right to receive dividends from, or the proceeds from the sale of, the Common Stock of Issuer owned by each such fund.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

Not applicable

Page 15 of 17 Pages

Item 8. Identification and Classification of Members of the Group

Not applicable

Item 9. Notice of Dissolution of Group

Not applicable

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having

Edgar Filing: TIVO INC - Form SC 13G/A

such purpose or effect.

EXHIBITS

A: Joint Filing Statement

Page 16 of 17 Pages

SIGNATURE

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.

Date: October 31, 2003

INSTITUTIONAL VENTURE PARTNERS VII, L.P.

By its General Partner, Institutional Venture Management VII, LP

INSTITUTIONAL VENTURE MANAGEMENT VII, LP

IVP FOUNDERS FUND I, L.P.

By its General Partner, Institutional Venture Management VI, L.P.

Geoffrey Y. Yang, General Partner

Geoffrey Y. Yang

Samuel D. Colella
Reid W. Dennis
Mary Jane Elmore
Norman A. Fogelsong
Ruthann Quindlen
L. James Strand
William P. Tai
T. Peter Thomas

Nancy E. McCroskey, Authorized Signer

Page 17 of 17 Pages

EXHIBIT A

JOINT FILING STATEMENT

Pursuant to Rule 13d-1(f)(1), we, the undersigned, hereby express our agreement that the attached Schedule 13G is filed on behalf of each of us.

Date: October 31, 2003

INSTITUTIONAL VENTURE PARTNERS VII, L.P.

Edgar Filing: TIVO INC - Form SC 13G/A

By its General Partner, Institutional Venture Management VII, LP

INSTITUTIONAL VENTURE MANAGEMENT VII, LP

IVP FOUNDERS FUND I, L.P.

By its General Partner, Institutional Venture Management VI, L.P.

Geoffrey Y. Yang, General Partner

Geoffrey Y. Yang

Samuel D. Colella
Reid W. Dennis
Mary Jane Elmore
Norman A. Fogelsong
Ruthann Quindlen
L. James Strand
William P. Tai
T. Peter Thomas

Nancy E. McCroskey, Authorized Signer