

ROBERTS MARK ANDREW
Form 4
January 06, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
ROBERTS MARK ANDREW

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2160 GOLD STREET, P.O. BOX
2160

3. Date of Earliest Transaction (Month/Day/Year)
01/04/2010

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
SVP Consumer Products & Operat

(Street)
ALVISO, CA 95002-2160

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	Price	
Common Stock	01/04/2010		M		1,240	A \$ 7.24	94,340 D
Common Stock	01/04/2010		S ⁽¹⁾		1,240	D \$ 10.3	93,100 D
Common Stock	01/04/2010		M		3,000	A \$ 6.18	96,100 D
Common Stock	01/04/2010		S ⁽¹⁾		3,000	D \$ 10.536	93,100 D
						(2)	
Common Stock	01/04/2010		M		617	A \$ 7.24	93,717 D

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Common Stock	01/04/2010	S ⁽¹⁾	617	D	\$ 10.3	93,100	D
Common Stock	01/04/2010	M	311	A	\$ 7.24	93,411	D
Common Stock	01/04/2010	S ⁽¹⁾	311	D	\$ 10.3	93,100	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)

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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 7.24	01/04/2010		M ⁽¹⁾	617	04/29/2006 03/29/2016	Common Stock	61	
Non-Qualified Stock Option (right to buy)	\$ 6.18	01/04/2010		M ⁽¹⁾	3,000	04/21/2007 03/21/2017	Common Stock	3,000	
Non-Qualified Stock Option (right to buy)	\$ 7.24	01/04/2010		M ⁽¹⁾	1,240	04/29/2006 03/29/2016	Common Stock	1,240	
Non-Qualified Stock Option (right to buy)	\$ 7.24	01/04/2010		M ⁽¹⁾	311	04/29/2006 03/29/2016	Common Stock	311	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

ROBERTS MARK ANDREW
2160 GOLD STREET
P.O. BOX 2160
ALVISO, CA 95002-2160

SVP Consumer Products & Operat

Signatures

By: Attorney-in-Fact Phyllis Mesec For: Mark
Roberts

01/06/2010

__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) This was an automatic disposition of shares pursuant to a 10b5-1 plan, as defined under the Securities Exchange Act of 1934, as amended.
- (2) Averages Sales Price - Actual sale prices range from \$10.19 - \$10.644 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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