

Klugman Jeffrey L  
 Form 4  
 December 18, 2012

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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**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 \*  
 Klugman Jeffrey L

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  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/14/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

SVP Products & Revenue

ALVISO, CA 95002

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	12/14/2012		M		531 A \$ 7.24	167,026	D
Common Stock	12/14/2012		S <sup>(1)</sup>		531 D \$ 12.95	166,495	D
Common Stock	12/14/2012		M		5,829 A \$ 8.94	172,324	D
Common Stock	12/14/2012		S <sup>(1)</sup>		5,829 D \$ 12.95	166,495	D
Common Stock	12/14/2012		M		3,252 A \$ 6.18	169,747	D

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Common Stock	12/14/2012	S <sup>(1)</sup>	3,252	D	\$ 12.95	166,495	D
Common Stock	12/14/2012	M	1,447	A	\$ 6.18	167,942	D
Common Stock	12/14/2012	S <sup>(1)</sup>	1,447	D	\$ 12.95	166,495	D
Common Stock	12/14/2012	M	698	A	\$ 7.24	167,193	D
Common Stock	12/14/2012	S <sup>(1)</sup>	698	D	\$ 12.95	166,495	D
Common Stock	12/14/2012	M	43	A	\$ 6.06	166,538	D
Common Stock	12/14/2012	S <sup>(1)</sup>	43	D	\$ 12.95	166,495	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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)	8. Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 6.06	12/14/2012		M <sup>(1)</sup>	43	05/22/2005 04/22/2015	Common Stock	43
Incentive Stock Option (right to buy)	\$ 6.18	12/14/2012		M <sup>(1)</sup>	1,447	04/21/2007 03/21/2017	Common Stock	1,447
Incentive Stock Option (right to buy)	\$ 7.24	12/14/2012		M <sup>(1)</sup>	698	04/29/2006 03/29/2016	Common Stock	698

