

CHOPRA NAVEEN K.
Form 3
December 28, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â CHOPRA NAVEEN K.		(Month/Day/Year)	TIVO INC [TIVO]	
(Last)	(First)	(Middle)	12/19/2012	
2160 GOLD STREET		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		(Check all applicable)		6. Individual or Joint/Group Filing(Check Applicable Line)
ALVISO,Â CAÂ 95002		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	CFO	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	200,161 ⁽¹⁾	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title	Amount or Number of		

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				Shares		(I) (Instr. 5)	
Incentive Stock Option (right to buy)	04/21/2007	03/21/2017	Common Stock <u>(2)</u>	2,500	\$ 6.18	D	Â
Incentive Stock Option (right to buy)	07/23/2010	06/22/2017	Common Stock <u>(3)</u>	30,976	\$ 7.49	D	Â
Incentive Stock Option (right to buy)	04/26/2008	03/26/2018	Common Stock <u>(2)</u>	17,165	\$ 8.94	D	Â
Non-Qualified Stock Option (right to buy)	07/23/2010	06/22/2017	Common Stock <u>(3)</u>	29,024	\$ 7.49	D	Â
Non-Qualified Stock Option (right to buy)	04/26/2008	03/26/2018	Common Stock <u>(2)</u>	17,835	\$ 8.94	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHOPRA NAVEEN K. 2160 GOLD STREET ALVISO, CA 95002	Â	Â	Â CFO	Â

Signatures

By: Attorney-in-fact Sheryl Andersen For: Naveen Kumar
Chopra

12/28/2012

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

This is comprised of 16,665 unvested Restricted Stock Units granted on 2/17/09 that will vest on 2/17/2013; 50,000 unvested Restricted Stock Units granted on 12/1/2009 that will vest on 12/1/2013; 29,996 unvested Restricted Stock Awards granted on 3/26/2010 of which

(1) 14,998 shares will vest on 3/26/2013 and 3/26/2014; 36,000 unvested Restricted Stock Awards granted on 2/22/2011 of which 12,000 will vest on 3/15/2013, 9/15/2013 and 3/15/2014; 67,500 unvested Restricted Stock Awards granted on 4/3/2012 of which 13,500 will vest on 3/15/2013, 9/15/2013, 3/15/2014, 9/15/14 and 3/15/2015

(2) This option is fully vested.

(3) This option vests in 48 equal monthly installments.

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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