

Mackay Todd C  
 Form 3  
 December 27, 2018

**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 <b>and</b> Ticker or Trading Symbol	
Mackay Todd C		(Month/Day/Year)	BLUCORA, INC. [BCOR]	
(Last)	(First)	(Middle)	12/24/2018	
6333 N. STATE HWY			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
161, 6TH FLOOR				
(Street)			(Check all applicable)	
IRVING, TX 75038			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			Interim CEO HD Vest	<input type="checkbox"/> Form filed by More than One Reporting Person

**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	15,377 <sup>(1)</sup>	D	

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)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
Stock Option (Right to Buy)	Â (2)	06/17/2022	Common Stock 37,058 \$ 16.32	D Â
Stock Option (Right to Buy)	Â (3)	12/17/2022	Common Stock 10,141 \$ 10.67	D Â
Stock Option (Right to Buy)	Â (4)	07/01/2024	Common Stock 5,977 \$ 21.2	D Â
Stock Option (Right to Buy)	Â (5)	12/31/2024	Common Stock 14,479 \$ 22.1	D Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mackay Todd C 6333 N. STATE HWY 161 6TH FLOOR IRVING, TX 75038	Â	Â	Â Interim CEO HD Vest	Â

## Signatures

/s/ Wendy Walton, as Attorney-in-Fact for Todd C. Mackay 12/27/2018

\_\_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).
- (1) Includes shares and restricted stock units ("RSUs").
- (2) The option vests according to the following schedule: 33.33% vested on May 18, 2016, and approximately 16.67% vested at the end of each six-month period thereafter, such that the option was fully vested on May 18, 2018.  
The option vests according to the following schedule: 16.67% vested on June 17, 2016, 33.33% vested on December 17, 2016, 25% vested on June 17, 2017, and 8.33% vested at the end of each six-month period thereafter, such that the option was fully vested on June 17, 2018.
- (3) The option vests according to the following schedule: 33.33% vested on July 1, 2018, and approximately 16.67% will vest at the end of each six-month period thereafter, such that the option will be fully vested on July 1, 2020.
- (4) The option vests according to the following schedule: 33.33% will vest on December 31, 2018, and approximately 16.67% will vest at the end of each six-month period thereafter, such that the option will be fully vested on December 31, 2020.
- (5)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.