

KOMISAR RANDY  
Form 4  
March 15, 2010

**FORM 4**

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

OMB APPROVAL

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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 \*  
**KOMISAR RANDY**

(Last) (First) (Middle)

2160 GOLD STREET, P.O. BOX  
2160

(Street)

ALVISO, CA 95002-2160

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/11/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/11/2010		M		10,000	A	\$ 2.67
							249,063
Common Stock	03/11/2010		S		10,000	D	\$ 16.2094
							(1)
Common Stock	03/11/2010		M		10,000	A	\$ 8.57
							249,063
Common Stock	03/11/2010		S		10,000	D	\$ 16.2094
							(1)
	03/11/2010		M		25,000	A	\$ 5.02
							264,063

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Common Stock							
Common Stock	03/11/2010	S	25,000	D	\$ <u>16.2094</u> (1)	239,063	D
Common Stock	03/11/2010	M	25,000	A	\$ 6.02	264,063	D
Common Stock	03/11/2010	S	25,000	D	\$ <u>16.2094</u> (1)	239,063	D
Common Stock	03/11/2010	M	12,500	A	\$ 6.53	251,563	D
Common Stock	03/11/2010	S	12,500	D	\$ <u>16.2094</u> (1)	239,063	D
Common Stock	03/11/2010	M	12,500	A	\$ 5.53	251,563	D
Common Stock	03/11/2010	S	12,500	D	\$ <u>16.2094</u> (1)	239,063	D
Common Stock	03/11/2010	M	12,500	A	\$ 7.68	251,563	D
Common Stock	03/11/2010	S	12,500	D	\$ <u>16.2094</u> (1)	239,063	D
Common Stock	03/11/2010	M	10,000	A	\$ 5.5	249,063	D
Common Stock	03/11/2010	S	10,000	D	\$ <u>16.2094</u> (1)	239,063	D
Common Stock	03/11/2010	S	166,463	D	\$ 16.191	72,600	D
Common Stock	03/11/2010	G	60,000	D	\$ 0	12,600	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)

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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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am or Num of S
Non-Qualified Stock Option (right to buy)	\$ 2.67	03/11/2010		M	10,000	08/03/2002	08/03/2012	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 5.02	03/11/2010		M	25,000	08/05/2004	08/05/2014	Common Stock	25
Non-Qualified Stock Option (right to buy)	\$ 5.5	03/11/2010		M	10,000	06/20/2001	06/18/2011	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 5.53	03/11/2010		M	12,500	08/01/2008	08/01/2017	Common Stock	12
Non-Qualified Stock Option (right to buy)	\$ 6.02	03/11/2010		M	25,000	08/04/2005	08/04/2015	Common Stock	25
Non-Qualified Stock Option (right to buy)	\$ 6.53	03/11/2010		M	12,500	08/02/2007	08/02/2016	Common Stock	12
Non-Qualified Stock Option (right to buy)	\$ 7.68	03/11/2010		M	12,500	08/06/2009	08/06/2018	Common Stock	12
Non-Qualified Stock Option (right to buy)	\$ 8.57	03/11/2010		M	10,000	08/07/2003	08/07/2013	Common Stock	10

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KOMISAR RANDY 2160 GOLD STREET P.O. BOX 2160 ALVISO, CA 95002-2160	X			

## Signatures

By: Attorney-in-Fact Phyllis Meseck For: Randy  
Komisar

03/15/2010

\_\_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) Averages Sales Price - Actual sale prices range from \$16.14- \$16.34. 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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