

BOOTH SCOTT
Form 4
February 27, 2012

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 *
BOOTH SCOTT

(Last) (First) (Middle)

C/O EASTERN ADVISORS, 101
PARK AVENUE, 33RD FLOOR

(Street)

NEW YORK, NY 10178

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Bazaarvoice Inc [BV]

3. Date of Earliest Transaction
(Month/Day/Year)
02/23/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 02/23/2012 | | P | 48,567 A \$ 12 | 48,567 | I (1) (2) (8) | By EAPE Holdings II, LP (1) (2) (8) |
| Common Stock | 02/23/2012 | | P | 51,433 A \$ 12 | 51,433 | I (1) (3) (8) | By EAPEQ Holdings II, LP (1) (3) (8) |
| Common Stock | | | | | 474,588 | I (1) (4) (8) | By EA Private Investments, LLC Liquidating Trust, Eastern |

| | | | | | | |
|-----------------|--|-----------|------------------------------------|--|--|--|
| | | | | | | Advisors Capital Group, LLC, Trustee <u>(1)</u> <u>(4)</u> <u>(8)</u> |
| Common Stock | | 31,643 | I <u>(1)</u> <u>(5)</u> <u>(8)</u> | | | By Eastern Advisors Private Equity Fund, LP <u>(1)</u> <u>(5)</u> <u>(8)</u> |
| Common Stock | | 52,060 | I <u>(1)</u> <u>(6)</u> <u>(8)</u> | | | By Eastern Advisors Private Equity Fund QP, LP <u>(1)</u> <u>(6)</u> <u>(8)</u> |
| Common Stock | | 2,618,631 | I <u>(1)</u> <u>(7)</u> <u>(8)</u> | | | By EA Private Investments, LLC <u>(1)</u> <u>(7)</u> <u>(8)</u> |

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.

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(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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | Code | V (A) (D) | | | | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

| | |
|--|---|
| BOOTH SCOTT C/O EASTERN ADVISORS 101 PARK AVENUE, 33RD FLOOR NEW YORK, NY 10178 | X |
| Eastern Advisors Capital Group LLC C/O EASTERN ADVISORS 101 PARK AVENUE, 33RD FLOOR NEW YORK, NY 10178 | X |
| EA Private Investments, LLC Liquidating Trust C/O EASTERN ADVISORS 101 PARK AVENUE, 33RD FLOOR NEW YORK, NY 10178 | X |
| EA Private Investments, LLC C/O EASTERN ADVISORS 101 PARK AVENUE, 33RD FLOOR NEW YORK, NY 10178 | X |
| EAGP Advisors, LLC C/O EASTERN ADVISORS 101 PARK AVENUE, 33RD FLOOR NEW YORK, NY 10178 | X |
| EA Private Fund GP, LP C/O EASTERN ADVISORS 101 PARK AVENUE, 33RD FLOOR NEW YORK, NY 10178 | X |
| Eastern Advisors Private Equity Fund, LP C/O EASTERN ADVISORS 101 PARK AVENUE, 33RD FLOOR NEW YORK, NY 10178 | X |
| Eastern Advisors Private Equity Fund QP, LP C/O EASTERN ADVISORS 101 PARK AVENUE, 33RD FLOOR NEW YORK, NY 10178 | X |
| EAPE Holdings, LLC C/O EASTERN ADVISORS 101 PARK AVENUE, 33RD FLOOR NEW YORK, NY 10178 | X |
| EAPEQ Holdings, LLC C/O EASTERN ADVISORS 101 PARK AVENUE, 33RD FLOOR NEW YORK, NY 10178 | X |

Signatures

/s/ Scott Booth

02/26/2012

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| __Signature of Reporting Person | Date |
|--|------------|
| /s/ Scott Booth, managing member of Eastern Advisors Capital Group, LLC | 02/26/2012 |
| __Signature of Reporting Person | Date |
| /s/ Scott Booth, managing member of Eastern Advisors Capital Group, LLC, trustee of EA Private Investments, LLC Liquidating Trust | 02/26/2012 |
| __Signature of Reporting Person | Date |
| /s/ Scott Booth, managing member of Eastern Advisors Capital Group, LLC, manager of EA Private Investments, LLC | 02/26/2012 |
| __Signature of Reporting Person | Date |
| /s/ Scott Booth, managing member of EAGP Advisors LLC | 02/26/2012 |
| __Signature of Reporting Person | Date |
| /s/ Scott Booth, managing member of EAGP Advisors LLC, general partner of EA Private Fund GP, LP | 02/26/2012 |
| __Signature of Reporting Person | Date |
| /s/ Scott Booth, managing member of EAGP Advisors LLC, general partner of EA Private Fund GP, LP, general partner of Eastern Advisors Private Equity Fund, LP | 02/26/2012 |
| __Signature of Reporting Person | Date |
| /s/ Scott Booth, managing member of EAGP Advisors LLC, general partner of EA Private Fund GP, LP, general partner of Eastern Advisors Private Equity Fund QP, LP | 02/26/2012 |
| __Signature of Reporting Person | Date |
| /s/ Scott Booth, managing member of EAGP Advisors LLC, general partner of EA Private Fund GP, LP, general partner of Eastern Advisors Private Equity Fund, LP, managing member of EAPE Holdings, LLC | 02/26/2012 |
| __Signature of Reporting Person | Date |
| /s/ Scott Booth, managing member of EAGP Advisors LLC, general partner of EA Private Fund GP, LP, general partner of Eastern Advisors Private Equity Fund QP, LP, managing member of EAPEQ Holdings, LLC | 02/26/2012 |
| __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) Each of Scott Booth, EAGP Advisors LLC, EA Private Fund GP, LP, Eastern Advisors Private Equity Fund, LP, Eastern Advisors Private Equity Fund QP, LP, EAPE Holdings, LLC, EAPEQ Holdings, LLC, Eastern Advisors Capital Group, LLC, EA Private Investments, LLC Liquidating Trust, and EA Private Investments, LLC (collectively, the "Reporting Persons") disclaims beneficial ownership of the reported securities except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission that such Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- (2) The reported securities are directly owned by EAPE Holdings II, LP ("EAPE II"). EA Private Fund GP, LP, as general partner of EAPE II, EAGP Advisors LLC, as the general partner of EA Private Fund GP, LP, and Scott Booth may be deemed to have an indirect pecuniary interest in such securities due to the performance-based allocation from EAPE II and any direct or indirect partnership interests in EAPE II. Eastern Advisors Capital Group, LLC, as investment manager to EAPE II, receives an asset-based management fee from EAPE II and, therefore, has no pecuniary interest therein other than any direct or indirect partner interests in EAPE II. Scott Booth is the managing member of each of Eastern Advisors Capital Group, LLC and EAGP Advisors LLC and has voting and dispositive

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power over the shares held by EAPE II.

- (3) The reported securities are directly owned by EAPEQ Holdings II, LP ("EAPEQ II"). EA Private Fund GP, LP, as general partner of EAPEQ II, EAGP Advisors LLC, as the general partner of EA Private Fund GP, LP, and Scott Booth may be deemed to have an indirect pecuniary interest in such securities due to the performance-based allocation from EAPEQ II and any direct or indirect partnership interests in EAPEQ II. Eastern Advisors Capital Group, LLC, as investment manager to EAPEQ II, receives an asset-based management fee from EAPEQ II and, therefore, has no pecuniary interest therein other than any direct or indirect partner interests in EAPEQ II. Scott Booth is the managing member of each of Eastern Advisors Capital Group, LLC and EAGP Advisors LLC and has voting and dispositive power over the shares held by EAPEQ II.

- (4) The reported securities are directly owned by EA Private Investments, LLC Liquidating Trust ("EA Trust"). Eastern Advisors Capital Group, LLC is the trustee of EA Trust. Scott Booth is the managing member of Eastern Advisors Capital Group, LLC and has voting and dispositive power over the shares held by EA Trust. Eastern Advisors Capital Group, LLC and Scott Booth receive no compensation from EA Trust and, therefore, have no pecuniary interest in such securities other than any direct or indirect investments in EA Trust.

- (5) The reported securities are directly owned by Eastern Advisors Private Equity Fund, LP ("LP Fund"). EA Private Fund GP, LP, as general partner of LP Fund, EAGP Advisors LLC, as the general partner of EA Private Fund GP, LP, and Scott Booth may be deemed to have an indirect pecuniary interest in such securities due to the performance-based allocation from LP Fund and any direct or indirect partnership interests in LP Fund. Eastern Advisors Capital Group, LLC, as investment manager to LP Fund, receives an asset-based management fee from LP Fund and, therefore, has no pecuniary interest therein other than any direct or indirect partner interests in LP Fund. Scott Booth is the managing member of each of Eastern Advisors Capital Group, LLC and EAGP Advisors LLC and has voting and dispositive power over the shares held by LP Fund.

- (6) The reported securities are directly owned by Eastern Advisors Private Equity Fund QP, LP ("QP Fund"). EA Private Fund GP, LP, as general partner of QP Fund, EAGP Advisors LLC, as the general partner of EA Private Fund GP, LP, and Scott Booth may be deemed to have an indirect pecuniary interest in such securities due to the performance-based allocation from QP Fund and any direct or indirect partnership interests in QP Fund. Eastern Advisors Capital Group, LLC, as investment manager to QP Fund, receives an asset-based management fee from QP Fund and, therefore, has no pecuniary interest therein other than any direct or indirect partner interests in QP Fund. Scott Booth is the managing member of each of Eastern Advisors Capital Group, LLC and EAGP Advisors LLC and has voting and dispositive power over the shares held by QP Fund.

- (7) The reported securities are directly owned by EA Private Investments, LLC ("Private Investments"). Eastern Advisors Capital Group, LLC is the manager of Private Investments. Scott Booth is the managing member of Eastern Advisors Capital Group, LLC and has voting and dispositive power over the shares held by Private Investments. Eastern Advisors Capital Group, LLC, as manager to Private Investments, receives an asset-based management fee from Private Investments and, therefore, has no pecuniary interest in the securities held by Private Investments. Scott Booth has no pecuniary interest in the securities held by Private Investments for being the managing member of Eastern Advisors Capital Group, LLC, but has a pecuniary interest in the securities held by Private Investments due to a performance based allocation paid by Private Investments to EAPI Advisors LLC, an entity in which he has an investment and any direct or indirect investment in Private Investments.

- (8) The Reporting Persons may be deemed, together with EAPE Holdings II, LP and EAPEQ Holdings II, LP (collectively, the "New Group Members"), to be a Rule 13d-5 group with beneficial ownership of more than 10% of a class of equity securities of Bazaarvoice, Inc. (the "Issuer") registered under Section 12 of the Exchange Act. The New Group Members have previously filed a Form 3 with respect to their holdings of the Issuer's securities.

Remarks:

The Reporting Persons, together with EAPE Holdings II, LP and EAPEQ Holdings II, LP, may be deemed to be a Rule 13d-5 ownership of more than 10% of a class of the Issuer's equity securities registered under Section 12 of the Exchange Act.

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.