TIVO INC Form 4 December 05, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

| ROBERTS | MARK AND | REW | Ţ | Symbol TIVO I | NC [tive | ol | | | | Issuer | | | |
|--------------------------------------|-----------------------------------|------|--|--|-------------------------------|-----|----------------------------------|-----------------------------|---|--|--|---|--|
| (Last) | (First) | (Mi | iddle) | 3. Date of Earliest Transaction (Check all applicable) | | | | | | | | | |
| TIVO INC, 2160 GOLD STREET | | | (Month/Day/Year) 12/03/2007 | | | | | | Director 10% OwnerX Officer (give title Other (specify below) | | | | |
| | (Street) 4. If | | | 4. If Ame | . If Amendment, Date Original | | | | | 6. Individual or Joint/Group Filing(Check | | | |
| ALVISO C | NA 05002 | | | Filed(Mor | nth/Day/Ye | ear |) | | | Applicable Line) _X_ Form filed by C Form filed by M | one Reporting Perfore than One Rep | | |
| ALVISO, C | A 93002 | | | | | | | | Person | | | | |
| (City) | (State) | (2 | Zip) | Tabl | le I - Non | -D | erivative | Secui | rities Acqu | ired, Disposed of | , or Beneficiall | y Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction 1 (Month/Day/Yo | ear) | 2A. Deen Executior any (Month/D | Date, if | Code (Instr. 8 |) | 4. Security (A) or Di (Instr. 3, | spose 4 and (A) or | d of (D) 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 | 12/03/2007 | | | | M | v | Amount 1,562 | (D) | Price \$ 4.14 | 57,938 | D | | |
| Common Stock | 12/03/2007 | | | | S <u>(1)</u> | | 1,562 | D | \$ 7.7507 (2) | 56,376 | D | | |
| Common Stock | 12/04/2007 | | | | M | | 9,376 | A | \$ 5.43 | 65,752 | D | | |
| Common Stock | 12/04/2007 | | | | S <u>(1)</u> | | 9,376 | D | \$ 7.93 | 56,376 | 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)

| 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. Transactio Code (Instr. 8) | Transaction Derivative Code Securities | | 6. Date Exerci- Expiration Dat (Month/Day/Y | e | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|--|-------|---|--------------------|---|--|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (right to buy) | \$ 4.14 | 12/03/2007 | | M(1) | | 1,562 | 04/02/2005 | 03/02/2015 | Common Stock | 1,562 |
| Stock Option (Right to buy) | \$ 5.43 | 12/04/2007 | | M <u>(1)</u> | | 9,376 | 05/24/2003 | 04/24/2013 | Common Stock | 9,376 |

Reporting Owners

| Panarting Owner Name / | A ddwaaa | Relationships |
|------------------------|----------|---------------|
| | | |

Director 10% Owner Officer Other

ROBERTS MARK ANDREW

TIVO INC

2160 GOLD STREET

SVP Consumer Products & Ops

ALVISO, CA 95002

Signatures

Phyllis Mesec, Attorney-in-Fact for:Mark Roberts 12/05/2007

**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)

Reporting Owners 2

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This was an automatic disposition of shares pusuant to a 10b5-1 plan, as defined under the Securities and Exchange Act of 1934, as amended.

(2) Average Sales Price - Actual sales prices ranged from \$7.40 - \$7.86.

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