

Edgar Filing: TIVO INC - Form SC 13G/A

TIVO INC
Form SC 13G/A
February 05, 2002

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

SCHEDULE 13G
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 2)*

TiVo, Inc.

(Name of Issuer)

Common Stock, \$.001 par value per share

(Title of Class of Securities)

888706108

(CUSIP Number)

December 31, 2001

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which
this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's
initial filing on this form with respect to the subject class of securities, and
for any subsequent amendment containing information which would alter the
disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed
to be "filed" for the purpose of Section 18 of the Securities Exchange Act of
1934 ("Act") or otherwise subject to the liabilities of that section of the Act
but shall be subject to all other provisions of the Act (however, see the
Notes).

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ITEM 1(A). NAME OF ISSUER:

TiVo, Inc.

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

894 Ross Drive, Suite 100, Sunnyvale, CA 94086.

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ITEM 2(A). NAMES OF PERSONS FILING:

New Enterprise Associates VII, Limited Partnership ("NEA VII") and NEA Presidents' Fund, L.P. ("Presidents"); NEA Partners VII, Limited Partnership ("NEA Partners VII"), which is the sole general partner of NEA VII, and NEA General Partners, L.P. ("Presidents Partners"), which is the sole general partner of Presidents; and Peter J. Barris ("Barris"), Nancy L. Dorman ("Dorman"), Ronald H. Kase ("Kase"), C. Richard Kramlich ("Kramlich"), Arthur J. Marks ("Marks"), Thomas C. McConnell ("McConnell"), Peter T. Morris ("Morris"), John M. Nehra ("Nehra"), Charles W. Newhall III ("Newhall") and Mark W. Perry ("Perry") (collectively, the "General Partners"). All of the General Partners except Marks are individual general partners of NEA Partners VII. All of the General Partners except Marks and Morris are individual general partners of Presidents Partners. The persons named in this paragraph are referred to individually herein as a "Reporting Person" and collectively as the "Reporting Persons."

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

The address of the principal business office of NEA VII, NEA Partners VII, Presidents, Presidents Partners, Dorman, Nehra, and Newhall is New Enterprise Associates, 1119 St. Paul Street, Baltimore, Maryland 21202. The address of the principal business office of Kase, Kramlich, Morris, McConnell and Perry is New Enterprise Associates, 2490 Sand Hill Road, Menlo Park, California 94025. The address of the principal business office of Barris is New Enterprise Associates, One Freedom Square, 11951 Freedom Drive, Suite 1240, Reston, Virginia 20190. The address of the principal business office of Marks is Valhalla Partners, 10836 Pleasant Hill Drive, Potomac, Maryland 20854.

ITEM 4. OWNERSHIP.

Not applicable.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Each Reporting Person has ceased to own beneficially more than five percent (5%) of the outstanding Common Stock of TiVo, Inc.

SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: February 1, 2002

NEW ENTERPRISE ASSOCIATES VII, LIMITED PARTNERSHIP

By: NEA PARTNERS VII, LIMITED PARTNERSHIP

By: _____ *

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Charles W. Newhall III
General Partner

NEA PARTNERS VII, LIMITED PARTNERSHIP

By: _____
*
Charles W. Newhall III
General Partner

NEA PRESIDENTS' FUND, L.P.

By: NEA GENERAL PARTNERS, L.P.

By: _____
*
Charles W. Newhall III
General Partner

NEA GENERAL PARTNERS, L.P.

By: _____
*
Charles W. Newhall III
General Partner

*
Peter J. Barris

*
Ronald H. Kase

*
C. Richard Kramlich

*
Arthur J. Marks

*
Thomas C. McConnell

*
Peter T. Morris

*
John M. Nehra

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*

Charles W. Newhall III

*

Mark W. Perry

*By: /s/ Nancy L. Dorman

Nancy L. Dorman, in her individual
capacity and as Attorney-in-Fact

This Schedule 13G was executed by Nancy L. Dorman pursuant to Powers of Attorney filed with the Securities and Exchange Commission on February 13, 1992 in connection with a Schedule 13G for Advanced Interventional Systems Inc. and on February 13, 1995 in connection with a Schedule 13G for Acuity Imaging, Inc. and on February 16, 1999 in connection with a Schedule 13G for Applied Imaging Corp., which Powers of Attorney are incorporated herein by reference and copies of which are attached hereto as Exhibit 2.

EXHIBIT 1

AGREEMENT

Pursuant to Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, the undersigned hereby agree that only one statement containing the information required by Schedule 13G need be filed with respect to the ownership by each of the undersigned of shares of Common Stock of TiVo, Inc.

EXECUTED this 1st day of February, 2002.

NEW ENTERPRISE ASSOCIATES VII, LIMITED PARTNERSHIP

By: NEA PARTNERS VII, LIMITED PARTNERSHIP

By: *

Charles W. Newhall III
General Partner

NEA PARTNERS VII, LIMITED PARTNERSHIP

By: *

Charles W. Newhall III
General Partner

NEA PRESIDENTS' FUND, L.P.

By: NEA GENERAL PARTNERS, L.P.

By: *

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Charles W. Newhall III
General Partner

NEA GENERAL PARTNERS, L.P.

By: *

Charles W. Newhall III
General Partner

*

Peter J. Barris

*

Ronald H. Kase

*

C. Richard Kramlich

*

Arthur J. Marks

*

Thomas C. McConnell

*

Peter T. Morris

*

John M. Nehra

*

Charles W. Newhall III

*

Mark W. Perry

*By: /s/ Nancy L. Dorman

Nancy L. Dorman, in her individual
capacity and as Attorney-in-Fact

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EXHIBIT 2

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below hereby constitutes and appoints Nancy L. Dorman and Charles W. Newhall III, and each of them, with full power to act without the other, his true and lawful attorney-in-fact, with full power of substitution, to sign any and all instruments, certificates and documents that may be necessary, desirable or appropriate to be executed on behalf of himself as an individual or in his capacity as a general partner of any partnership, pursuant to section 13 or 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and any and all regulations promulgated thereunder, and to file the same, with all exhibits thereto, and any other documents in connection therewith, with the Securities and Exchange Commission, and with any other entity when and if such is mandated by the Exchange Act or by the By-laws of the National Association of Securities Dealers, Inc., granting unto said attorney-in-fact full power and authority to do and perform each and every act and thing necessary, desirable or appropriate, fully to all intents and purposes as he might or could do in person, thereby ratifying and confirming all that said attorney-in-fact, or his substitutes, may lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 23rd day of April, 1991.

/s/ Raymond L. Bank

Raymond L. Bank

/s/ Thomas R. Baruch

Thomas R. Baruch

/s/ Cornelius C. Bond, Jr.

Cornelius C. Bond, Jr.

/s/ Frank A. Bonsal, Jr.

Frank A. Bonsal, Jr.

/s/ James A. Cole

James A. Cole

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/s/ Nancy L. Dorman

Nancy L. Dorman

/s/ Neal M. Douglas

Neal M. Douglas

/s/ John W. Glynn, Jr.

John W. Glynn, Jr.

/s/ Curran W. Harvey

Curran W. Harvey

/s/ Ronald Kase

Ronald Kase

/s/ C. Richard Kramlich

C. Richard Kramlich

/s/ Robert F. Kuhling

Robert F. Kuhling

/s/ Arthur J. Marks

Arthur J. Marks

/s/ Thomas C. McConnell

Thomas C. McConnell

/s/ Donald L. Murfin

Donald L. Murfin

/s/ H. Leland Murphy

H. Leland Murphy

/s/ John M. Nehra

John M. Nehra

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/s/ Charles W. Newhall III

Charles W. Newhall III

/s/ Terry L. Opdendyk

Terry L. Opdendyk

/s/ Barbara J. Perrier

Barbara J. Perrier

/s/ C. Vincent Prothro

C. Vincent Prothro

/s/ C. Woodrow Rea, Jr.

C. Woodrow Rea, Jr.

/s/ Howard D. Wolfe, Jr.

Howard D. Wolfe, Jr.

/s/ Nora M. Zietz

Nora M. Zietz

POWER OF ATTORNEY

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IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 1st day of January, 1994.

/s/ Peter J. Barris

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Peter J. Barris

/s/ Debra E. King

Debra E. King

/s/ Peter T. Morris

Peter. T. Morris

/s/ Hugh Y. Rienhoff, Jr.

Hugh Y. Rienhoff, Jr.

/s/ Alexander Slusky

Alexander Slusky

/s/ Louis B. Van Dyck

Louis B. Van Dyck

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below hereby constitutes and appoints Nancy L. Dorman and Charles W. Newhall III, and each of them, with full power to act without the other, his true and lawful attorney-in-fact, with full power of substitution, to sign any and all instruments, certificates and documents that may be necessary, desirable or appropriate to be executed on behalf of himself as an individual or in his capacity as a general partner of any partnership, pursuant to section 13 or 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and any and all regulations promulgated thereunder, and to file the same, with all exhibits thereto, and any other documents in connection therewith, with the Securities and Exchange Commission, and with any other entity when and if such is mandated by the Exchange Act or by the By-laws of the National Association of Securities Dealers, Inc., granting unto said attorney-in-fact full power and authority to do and perform each and every act and thing necessary, desirable or appropriate, fully to all intents and purposes as he might or could do in person, thereby ratifying and confirming all that said attorney-in-fact, or his substitutes, may lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 10th day of February, 1999.

/s/ Mark W. Perry

Mark W. Perry

/s/ Stewart Alsop II

Stewart Alsop II

