

Edgar Filing: TA ADVENT VIII PL - Form SC 13G

TA ADVENT VIII PL  
Form SC 13G  
February 14, 2002

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OMB APPROVAL  
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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. \_\_\_\_\_) \*

BSQUARE Corporation

-----  
(Name of Issuer)

Common Stock Par Value \$.01

-----  
(Title of Class of Securities)

117776U 10 2

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(CUSIP Number)

Check the following box if a fee is being paid with this statement [ ]. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

\*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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PAGE 2

1	NAME OF REPORTING PERSON	S.S. OR I.R.S IDENTIFICATION NO.	OF ABOVE PERSON
	TA/Advent VIII L.P.		04-3334380
	Advent Atlantic & Pacific III L.P.		04-3299318
	TA Executives Fund LLC		04-3398534
	TA Investors LLC		04-3395404
	TA Associates Inc.		04-3205751

2 CHECK THE BOX IF A MEMBER OF A GROUP\*

(a) /X/

(b) / /

3 SEC USE ONLY

4	CITIZENSHIP OR PLACE OF ORGANIZATION	
	TA/Advent VIII L.P.	Delaware
	Advent Atlantic & Pacific III L.P.	Delaware
	TA Executives Fund LLC	Delaware
	TA Investors LLC	Delaware
	TA Associates Inc.	Delaware

	5 SOLE VOTING POWER	
NUMBER OF	TA/Advent VIII L.P.	3,722,076
	Advent Atlantic & Pacific III L.P.	1,073,990
	TA Executives Fund LLC	105,237
SHARES	TA Investors LLC	114,497
	TA Associates Inc.	3,424

6 SHARED VOTING POWER

BENEFICIALLY N/A

OWNED BY

EACH 7 SOLE DISPOSITIVE POWER

	8 SHARED DISPOSITIVE POWER	
REPORTING	TA/Advent VIII L.P.	3,722,076
	Advent Atlantic & Pacific III L.P.	1,073,990
	TA Executives Fund LLC	105,237
	TA Investors LLC	114,497
	TA Associates Inc.	3,424

WITH N/A

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

	TA/Advent VIII L.P.	3,722,076
	Advent Atlantic & Pacific III L.P.	1,073,990

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TA Executives Fund LLC	105,237
TA Investors LLC	114,497
TA Associates Inc.	3,424

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

TA/Advent VIII L.P.	10.79%
Advent Atlantic & Pacific III L.P.	3.11%
TA Executives Fund LLC	0.31%
TA Investors LLC	0.33%
TA Associates Inc.	0.01%

12 TYPE OF REPORTING PERSON

Each entity is a Limited Partnership, except TA Associates Inc. which is a corporation

SEE INSTRUCTION BEFORE FILLING OUT!

ATTACHMENT TO FORM 13G

PAGE 3

ITEM 1 (a) NAME OF ISSUER: BSQUARE Corporation

ITEM 1 (b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:  
3633 136th Place SE  
Seattle, WA 98006

ITEM 2 (a) NAME OF PERSON FILING:  
TA/Advent VIII L.P.  
Advent Atlantic & Pacific III L.P.  
TA Executives Fund LLC  
TA Investors LLC.  
TA Associates Inc.

ITEM 2 (b) ADDRESS OF PRINCIPAL BUSINESS OFFICE:  
c/o TA Associates  
125 High Street, Suite 2500  
Boston, MA 02110

ITEM 2 (c) CITIZENSHIP: Not Applicable

ITEM 2 (d) TITLE AND CLASS OF SECURITIES: Common

ITEM 2 (e) CUSIP NUMBER: 11776U 10 2

ITEM 3 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b) OR 13d-2(b), CHECK WHETHER THE PERSON FILING IS A: Not Applicable

ITEM 4 OWNERSHIP

ITEM 4 (a) AMOUNT BENEFICIALLY OWNED:	COMMON STOCK
	-----
TA/Advent VIII L.P.	3,722,076
Advent Atlantic & Pacific III L.P.	1,073,990
TA Executives Fund LLC	105,237
TA Investors LLC	114,497
TA Associates Inc.	3,424

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ITEM 4 (b)	PERCENT OF CLASS	PERCENTAGE
		-----
	TA/Advent VIII L.P.	10.79%
	Advent Atlantic & Pacific III L.P	3.11%
	TA Executives Fund LLC	0.31%
	TA Investors LLC	0.33%
	TA Associates Inc.	0.01%
ITEM 4 (c)	NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:	
	(i) SOLE POWER TO VOTE OR DIRECT THE VOTE:	COMMON STOCK
	TA/Advent VIII L.P.	3,722,076
	Advent Atlantic & Pacific III L.P	1,073,990
	TA Executives Fund LLC	105,237
	TA Investors LLC	114,497
	TA Associates Inc.	3,424
	(ii) SHARED POWER TO VOTE OR DIRECT THE VOTE:	N/A
	(iii) SOLE POWER TO DISPOSE OR DIRECT THE DISPOSITION:	COMMON STOCK
	TA/Advent VIII L.P.	3,722,076
	Advent Atlantic & Pacific III L.P	1,073,990
	TA Executives Fund LLC	105,237
	TA Investors LLC	114,497
	TA Associates Inc.	3,424
	(iv) SHARED POWER TO DISPOSE OR DIRECT THE DISPOSITION	N/A

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- 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: Not Applicable
- ITEM 7 IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY THAT ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY: Not Applicable
- ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP: This schedule 13G is filed pursuant to Rule 13d-1(c). For the agreement of group members to a joint filing, see below.
- ITEM 9 NOTICE OF DISSOLUTION OF GROUP: Not Applicable
- ITEM 10 CERTIFICATION: Not Applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

2/14/02

-----  
Date

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/s/ Thomas P. Alber

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Signature

Chief Financial Officer

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Name/Title