

ROBERTS MARK ANDREW

Form 4

June 20, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ROBERTS MARK ANDREW

(Last) (First) (Middle)

TIVO INC, 2160 GOLD STREET

(Street)

ALVISO, CA 95002

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

TIVO INC [tivo]

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

06/17/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Sr. V.P. of Engineering

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock	06/17/2005		M	14,583 A \$ 3.9	14,583	D	
Common Stock	06/17/2005		M	4,687 A \$ 4.14	19,270	D	
Common Stock	06/17/2005		M	25,000 A \$ 5.43	44,270	D	
Common Stock	06/17/2005		M	12,676 A \$ 5.46	56,946	D	
Common Stock	06/17/2005		S	19,270 D \$ 6.9637	37,676	D	

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Common Stock	06/17/2005	S	10,000	D	\$ 6.744	27,676	D
Common Stock	06/17/2005	S	12,676	D	\$ 6.9715	15,000	D
Common Stock	06/17/2005	S	15,000	D	\$ 6.9675	0	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. 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 3.9	06/17/2005		M	14,583	05/07/2002 05/07/2012	Common Stock 14,583
Stock Option (right to buy)	\$ 4.14	06/17/2005		M	4,687	03/02/2005 03/02/2015	Common Stock 4,687
Stock Option (right to buy)	\$ 5.43	06/17/2005		M	25,000	04/24/2003 04/24/2013	Common Stock 25,000
Stock Option (right to buy)	\$ 5.46	06/17/2005		M	12,676	01/23/2003 01/23/2013	Common Stock 12,676

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

ROBERTS MARK ANDREW
TIVO INC
2160 GOLD STREET
ALVISO, CA 95002

Sr. V.P. of Engineering

Signatures

Phyllis Mesec, Attorney-in Fact For: Mark
Roberts

06/20/2005

__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).

Remarks:

The stock transactions listed on this Form 4 are effective pursuant to a Rule 10b5-1 Trading Plan adopted by the reporting person.

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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