

ROBERTS MARK ANDREW
Form 4
June 20, 2005

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 *
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
 Officer (give title below) _____ Other (specify below)
Sr. V.P. of Engineering

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
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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(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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