SEC Form 4

FORM 4

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

asnington, D.C. 20549

OMB APPROVAL
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Estimated average burden hours per response: 0.5

| Instruction 1(b). | | pursuant to Section 16(a) of the Securities Exchange Act of 1934 | | nours per response: 0.5 | | | | |
|--|----------|---|---|---|----------|-----------------------|--|--|
| | | or Section 30(h) of the Investment Company Act of 1940 | | | | | | |
| 1. Name and Address of Reporting Perso Besemer Deborah M. | on* | 2. Issuer Name and Ticker or Trading Symbol BRIGHTCOVE INC [BCOV] | (Check a | onship of F all applicab Director | , | | | |
| | | | X | | va titla | | | |
| (Last) (First) C/O BRIGHTCOVE INC. | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 05/18/2021 | | Officer (giv below) | ve une | Other (specify below) | | |
| 290 CONGRESS STREET, 4TH | FLOOR | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| | | 4. If Amendment, Date of Original Flied (Month/Day fear) | Line) | Juai of John | | | | |
| (Street) | | | X | Form filed by One Reporting Person | | | | |
| BOSTON MA | 02210 | | | Form filed by More than One Reporting Person | | | | |
| (City) (State) | (Zip) | | | | | | | |

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. Transa Code (8) | | 4. Securities Disposed Of 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|---|------------------------------|---|------------------------------------|---------------|--------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| Common Stock | 05/18/2021 | | Α | | 9,090(1) | Α | \$0.00 | 133,521 | D | |

| 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) | | Transaction of Code (Instr. De 3) Se (A (A Dis of | | osed) r. 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. These shares were acquired pursuant to a restricted stock unit award under the Brightcove Inc. 2021 Stock Incentive Plan. Each restricted stock unit represents a contingent right to receive one share of Brightcove Inc. common stock. The restricted stock units vest in full on May 11, 2022.

Remarks:

<u>/s/ Christopher Keenan, as</u> <u>attorney-in-fact</u>

05/19/2021

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

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