

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* GENERAL CATALYST GROUP IV LP (Last) (First) (Middle) C/O GENERAL CATALYST PARTNERS 20 UNIVERSITY ROAD, 4TH FLOOR (Street) CAMBRIDGE MA 02138 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol BRIGHTCOVE INC [BCOV]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 02/23/2012	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/23/2012		C		1,855,927	A	(1)	2,112,146	I	See footnote ⁽⁵⁾
Common Stock	02/23/2012		C		856,230	A	(2)	2,968,376	I	See footnote ⁽⁵⁾
Common Stock	02/23/2012		C		1,078,028	A	(3)	4,046,404	I	See footnote ⁽⁵⁾
Common Stock	02/23/2012		C		374,485	A	(4)	4,420,889	I	See footnote ⁽⁵⁾
Common Stock	02/23/2012		C		67,149	A	(1)	76,419	I	See footnote ⁽⁶⁾
Common Stock	02/23/2012		C		30,980	A	(2)	107,399	I	See footnote ⁽⁶⁾
Common Stock	02/23/2012		C		39,003	A	(3)	146,402	I	See footnote ⁽⁶⁾
Common Stock	02/23/2012		C		13,548	A	(4)	159,950	I	See footnote ⁽⁶⁾
Common Stock	02/23/2012		C		20,888	A	(2)	23,428	I	See footnote ⁽⁷⁾
Common Stock	02/23/2012		C		2,600	A	(3)	26,028	I	See footnote ⁽⁷⁾
Common Stock	02/23/2012		C		1,199	A	(4)	27,227	I	See footnote ⁽⁷⁾
Common Stock	02/23/2012		C		787,270 ⁽⁸⁾	A	(2)	883,036	D	
Common Stock	02/23/2012		C		98,033 ⁽⁸⁾	A	(3)	981,069	D	
Common Stock	02/23/2012		C		45,204 ⁽⁸⁾	A	(4)	1,026,273	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)	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 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				
Series A Preferred Stock	(1)	02/23/2012		C			2,412,706	(1)	(1)	Common Stock	1,855,927	(1)	0	I	See footnote ⁽⁵⁾
Series B Preferred Stock	(2)	02/23/2012		C			1,113,100	(2)	(2)	Common Stock	856,230	(2)	0	I	See footnote ⁽⁵⁾
Series C Preferred Stock	(3)	02/23/2012		C			1,401,437	(3)	(3)	Common Stock	1,078,028	(3)	0	I	See footnote ⁽⁵⁾
Series D Preferred Stock	(4)	02/23/2012		C			862,817	(4)	(4)	Common Stock	374,485	(4)	0	I	See footnote ⁽⁵⁾
Series A Preferred Stock	(1)	02/23/2012		C			87,294	(1)	(1)	Common Stock	67,149	(1)	0	I	See footnote ⁽⁶⁾
Series B Preferred Stock	(2)	02/23/2012		C			40,274	(2)	(2)	Common Stock	30,980	(2)	0	I	See footnote ⁽⁶⁾
Series C Preferred Stock	(3)	02/23/2012		C			50,705	(3)	(3)	Common Stock	39,003	(3)	0	I	See footnote ⁽⁶⁾
Series D Preferred Stock	(4)	02/23/2012		C			31,217	(4)	(4)	Common Stock	13,548	(4)	0	I	See footnote ⁽⁶⁾
Series B Preferred Stock	(2)	02/23/2012		C			27,155	(2)	(2)	Common Stock	20,888	(2)	0	I	See footnote ⁽⁷⁾
Series C Preferred Stock	(3)	02/23/2012		C			3,381	(3)	(3)	Common Stock	2,600	(3)	0	I	See footnote ⁽⁷⁾
Series D Preferred Stock	(4)	02/23/2012		C			2,763	(4)	(4)	Common Stock	1,199	(4)	0	I	See footnote ⁽⁷⁾
Series B Preferred Stock	(2)	02/23/2012		C			1,023,452	(2)	(2)	Common Stock	787,270 ⁽⁸⁾	(2)	0	D	
Series C Preferred Stock	(3)	02/23/2012		C			127,443	(3)	(3)	Common Stock	98,033 ⁽⁸⁾	(3)	0	D	
Series D Preferred Stock	(4)	02/23/2012		C			104,152	(4)	(4)	Common Stock	45,204 ⁽⁸⁾	(4)	0	D	

1. Name and Address of Reporting Person*

GENERAL CATALYST GROUP IV LP

(Last) (First) (Middle)

C/O GENERAL CATALYST PARTNERS
20 UNIVERSITY ROAD, 4TH FLOOR

(Street)

CAMBRIDGE MA 02138

(City) (State) (Zip)

1. Name and Address of Reporting Person*

GC ENTREPRENEURS FUND IV L P

(Last) (First) (Middle)

C/O GENERAL CATALYST PARTNERS
20 UNIVERSITY ROAD, 4TH FLOOR

(Street)

CAMBRIDGE MA 02138

(City) (State) (Zip)

