## Form 4

**United States Securities and Exchange Commission**

Washington, D.C. 20549

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**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

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**Ray Jeff**

1. **Name and Address of Reporting Person**
   - Last Name: Ray
   - First Name: Jeff
   - Street: C/O BRIGHTCOVE INC.
   - City: BOSTON
   - State: MA
   - ZIP: 02210

2. **Issuer Name and Ticker or Trading Symbol**
   - Issuer: BRIGHTCOVE INC
   - Ticker: BCOV

3. **Date of Earliest Transaction**
   - Date: 04/28/2020

4. **If Amendment, Date of Original Filed**
   - Date: 04/29/2020

5. **Relationship of Reporting Person(s) to Issuer**
   - X Director
   - X Officer (give title below)
     - Chief Executive Officer

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 4)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>04/28/2020</td>
<td></td>
<td>A</td>
<td>A</td>
<td>200,000</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>04/28/2020</td>
<td></td>
<td>F</td>
<td>D</td>
<td>30,208</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
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</thead>
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</table>

**Explanation of Responses:**

1. These shares were acquired pursuant to a performance-based restricted stock unit award under the Brightcove Inc. 2018 Inducement Plan. Each performance-based restricted stock unit represents a contingent right to receive one share of Brightcove Inc. common stock. The performance-based restricted stock units are vested with respect to 50% of the shares on April 28, 2020 and the remaining 50% of the shares will vest on April 28, 2021.

2. Shares withheld by Issuer to cover taxes associated with settlement of restricted stock units.

**Remarks:**

/s/ Christopher Keenan, as attorney-in-fact

04/29/2020

**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).


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.