SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL						
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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

1. Name and Address of Reporting Person* <u>EGGERTON LISA</u>	2. Issuer Name and Ticker or Trading Symbol BigCommerce Holdings, Inc. [BIGC]					(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			
(Last) (First) (11305 FOUR POINTS DRIVE BUILDING II, THIRD FLOOR	3. Date of Earliest Transaction (Month/Day/Year) 07/19/2021					X	X Officer (give title Other (specify below) below) Chief Marketing Officer			
(Street) AUSTIN TX 7 (City) (State) (4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Indiv Line) X	-,			
Tab	le I - Non-Deriva	tive Securities A	Acquir	ed, I	Disposed	of, or E	Beneficially (Owned		
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Ye	Execution Date,	3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired (D) (Insti	d (A) or 7. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Series 1 Common Stock	07/19/202	1	M ⁽¹⁾		2,000	A	\$2.7	71,294	D	
Series 1 Common Stock	07/19/202	1	S ⁽²⁾		500	D	\$58.676 ⁽³⁾	70,794	D	
Series 1 Common Stock	07/19/202	1	S ⁽²⁾		433	D	\$60.4311 ⁽⁴⁾	70,361	D	
Series 1 Common Stock	07/19/202	1	S ⁽²⁾		1,067	D	\$61.6777 ⁽⁵⁾	69,294	D	
Series 1 Common Stock	07/19/202	1	M ⁽¹⁾		9,365	A	\$2.7	9,365	I(6)	By Ex- Spouse
Series 1 Common Stock	07/19/202	1	S ⁽²⁾		2,000	D	\$58.548 ⁽⁷⁾	7,365	I ⁽⁸⁾	By Ex- Spouse
Series 1 Common Stock	07/19/202	1	S ⁽²⁾		1,100	D	\$59.8297 ⁽⁹⁾	6,265	I ⁽⁸⁾	By Ex- Spouse
Series 1 Common Stock	07/19/202	1	S ⁽²⁾		1,800	D	\$61.1267(10)	4,465	I ⁽⁸⁾	By Ex- Spouse
Series 1 Common Stock	07/19/202	1	S ⁽²⁾		4,465	D	\$61.8133(11)	0.00	I ⁽⁸⁾	By Ex- Spouse

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date 3A. Deemed Execution Date, 1. Title of 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 11. Nature 10. Z. Conversion Transaction Derivative Derivative derivative Ownership of Expiration Date Amount of of Indirect Securities Underlying Derivative Security Security (Instr. 3) or Exercise Price of if any (Month/Day/Year Code (Instr. 8) Derivative Securities Security (Instr. 5) Securities Beneficially Form: Direct (D) (Month/Day/Year) (Month/Day/Year) Beneficial Ownership Acquired (A) or Disposed of (D) (Instr. 3, 4 Derivative Owned or Indirect (Instr. 4) Security (Instr. 3 and 4) Following (I) (Instr. 4) Reported Transaction(s) (Instr. 4) and 5) Amount Number Expiration Date of Shares v (A) (D) Exercisable Date Title Code Non Qualified Series 1 Stock **M**⁽¹⁾ \$2.7 07/19/2021 09/20/2018⁽¹²⁾ 2.000 \$0.00 82.334 2.000 09/20/2028 D Commo Option Stock (Right to Buy) Non Qualified Series 1 Stock **M**⁽¹⁾ By Ex-I⁽¹³⁾ \$2.7 07/19/2021 9.365 09/20/2018⁽¹²⁾ 09/20/2028 9,365 \$0.00 47,184 Commor Option Spouse Stock (Right to Buv)

Explanation of Responses:

1. The stock option exercise was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 30, 2020.

2. This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 30, 2020.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$58.46 to \$59.4599, inclusive. The reporting person undertakes to provide to BigCommerce Holdings, Inc., any security holder of BigCommerce Holdings, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price with the ranges set forth in Footnote 3 to this Form 4.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$59.96 to \$60.9599, inclusive. The reporting person undertakes to provide to BigCommerce Holdings, Inc., any security holder of BigCommerce Holdings, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price with the ranges set forth in Footnote 4 to this Form 4.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.26 to \$62.2599, inclusive. The reporting person undertakes to provide to BigCommerce Holdings, Inc., any security holder of BigCommerce Holdings, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at

each separate price with the ranges set forth in Footnote 5 to this Form 4.

6. The shares were acquired pursuant to an option exercise at the direction of, and are held for the benefit of, the reporting person's former spouse pursuant to a divorce decree. The reporting person disclaims beneficial ownership of these shares

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$58.07 to \$59.0699, inclusive. The reporting person undertakes to provide to BigCommerce Holdings, Inc., any security holder of BigCommerce Holdings, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price with the ranges set forth in Footnote 7 to this Form 4.

8. The shares underlying this sale are held in the name of the reporting person for the benefit of the reporting persons ex-spouse pursuant to a divorce decree.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$59.40 to \$60.3999, inclusive. The reporting person undertakes to provide to BigCommerce Holdings, Inc., any security holder of BigCommerce Holdings, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price with the ranges set forth in Footnote 9 to this Form 4.

10. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$60.41 to \$61.4099, inclusive. The reporting person undertakes to provide to BigCommerce Holdings, Inc., any security holder of BigCommerce Holdings, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price with the ranges set forth in Footnote 10 to this Form 4.

11. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.42 to \$62.4199, inclusive. The reporting person undertakes to provide to BigCommerce Holdings, Inc., any security holder of BigCommerce Holdings, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price with the ranges set forth in Footnote 11 to this Form 4.

12. Option was immediately exercisable on the date of grant.

13. Options, which, pursuant to the terms of the Issuers equity incentive plan, are not transferable pursuant to a divorce decree, are held in the name of the reporting person for the benefit of the reporting persons ex-spouse pursuant to a divorce decree.

Remarks:

<u>/s /Jeff Mengoli, Attorney-in-</u> <u>Fact for Lisa Eggerton</u> 07/21/2021

** Signature of Reporting Person Date

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

 \ast 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.