SEC Form 4

FORM 4

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

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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Mengoli Jeff	BigCommerce Holdings, Inc. [BIGC]	

1. Name and Address of Reporting Person*

Mengoli Jeff

(Last)	(First)	(Middle)

11305 FOUR POINTS DRIVE
BUILDING II, THIRD FLOOR

(Street)

AUSTIN	TX	78726

(City)	(State)	(Zip)

2. Issuer Name **and** Ticker or Trading Symbol
BigCommerce Holdings, Inc. [BIGC]

3. Date of Earliest Transaction (Month/Day/Year)
08/16/2021

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

	Director		10% Owner
X	Officer (give title below)		Other (specify below)

Chief Legal Officer/Secretary

6. Individual or Joint/Group Filing (Check Applicable Line)

X 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Series 1 Common Stock	08/16/2021		M[1]		3,000	A	$3.03	125,409	D	
Series 1 Common Stock	08/16/2021		M[2]		2,000	A	$3.03	127,409	D	
Series 1 Common Stock	08/16/2021		S[3]		1,597	D	$58.9174[4]	125,812	D	
Series 1 Common Stock	08/16/2021		S[3]		300	D	$59.9833[5]	125,512	D	
Series 1 Common Stock	08/16/2021		S[3]		803	D	$61.057[6]	124,709	D	
Series 1 Common Stock	08/16/2021		S[3]		300	D	$62.1467[7]	124,409	D	
Series 1 Common Stock	08/16/2021		S[8]		1,194	D	$58.9931[9]	123,215	D	
Series 1 Common Stock	08/16/2021		S[8]		506	D	$61.1663[10]	122,709	D	
Series 1 Common Stock	08/16/2021		S[8]		300	D	$62.1433[11]	122,409	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				
Non-Qualified Stock Option (Right to Buy)	$3.03	08/16/2021		M[1]			3,000	11/30/2018[12]	11/30/2028	Series 1 Common Stock	3,000	$0.00	61,000	D	
Non-Qualified Stock Option (Right to Buy)	$3.03	08/16/2021		M[2]			2,000	11/30/2018[12]	11/30/2028	Series 1 Common Stock	2,000	$0.00	59,000	D	

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. The stock option exercise was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 10, 2021.

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

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $58.69 to $59.6899, 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 $59.75 to $60.7499, 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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $60.77 to $61.7699, 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 6 to this Form 4.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $62.03 to $63.0299, 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. This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 10, 2021.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $58.68 to $59.6799, 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 $60.77 to $61.7699, 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 $62.02 to $63.0199, 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.

Remarks:

Jeff Mengoli	08/18/2021
** 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.