

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

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>EGGERTON LISA</u> (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 <u>BigCommerce Holdings, Inc. [BIGC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Marketing Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) 02/25/2021	
	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			
Series 1 Common Stock	02/25/2021		M ⁽¹⁾		16,000	A	\$2.7	83,602	D	
Series 1 Common Stock	02/25/2021		s ⁽²⁾		10,700	D	\$64.1743 ⁽³⁾	72,902	D	
Series 1 Common Stock	02/25/2021		s ⁽²⁾		2,800	D	\$65.8901 ⁽⁴⁾	70,102	D	
Series 1 Common Stock	02/25/2021		s ⁽²⁾		1,100	D	\$66.8692 ⁽⁵⁾	69,002	D	
Series 1 Common Stock	02/25/2021		s ⁽²⁾		800	D	\$68.2687 ⁽⁶⁾	68,202	D	
Series 1 Common Stock	02/25/2021		s ⁽²⁾		300	D	\$69.2567 ⁽⁷⁾	67,902	D	
Series 1 Common Stock	02/25/2021		s ⁽²⁾		300	D	\$70.24 ⁽⁸⁾	67,602 ⁽⁹⁾	D	
Series 1 Common Stock	02/25/2021		M ⁽¹⁾		9,365	A	\$2.7	9,365	I ⁽¹⁰⁾	By Ex-Spouse
Series 1 Common Stock	02/25/2021		s ⁽²⁾		2,250	D	\$62.0824 ⁽¹¹⁾	7,115	I ⁽¹⁰⁾	By Ex-Spouse
Series 1 Common Stock	02/25/2021		s ⁽²⁾		2,354	D	\$62.9291 ⁽¹²⁾	4,761	I ⁽¹⁰⁾	By Ex-Spouse
Series 1 Common Stock	02/25/2021		s ⁽²⁾		1,200	D	\$63.9732 ⁽¹³⁾	3,561	I ⁽¹⁰⁾	By Ex-Spouse
Series 1 Common Stock	02/25/2021		s ⁽²⁾		747	D	\$65.019 ⁽¹⁴⁾	2,814	I ⁽¹⁰⁾	By Ex-Spouse
Series 1 Common Stock	02/25/2021		s ⁽²⁾		1,700	D	\$66.1029 ⁽¹⁵⁾	1,114	I ⁽¹⁰⁾	By Ex-Spouse
Series 1 Common Stock	02/25/2021		s ⁽²⁾		414	D	\$67.083 ⁽¹⁶⁾	700	I ⁽¹⁰⁾	By Ex-Spouse
Series 1 Common Stock	02/25/2021		s ⁽²⁾		400	D	\$68.2075 ⁽¹⁷⁾	300	I ⁽¹⁰⁾	By Ex-Spouse
Series 1 Common Stock	02/25/2021		s ⁽²⁾		100	D	\$69.24 ⁽¹⁸⁾	200	I ⁽¹⁰⁾	By Ex-Spouse
Series 1 Common Stock	02/25/2021		s ⁽²⁾		200	D	\$70.27 ⁽¹⁹⁾	0.00	I ⁽¹⁰⁾	By Ex-Spouse

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					

**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
Incentive Stock Option (Right to buy)	\$2.7	02/25/2021		M ⁽¹⁾			9,365	09/20/2018 ⁽²⁰⁾	09/20/2028	Series 1 Common Stock	9,365	\$2.7	4,157	I ⁽¹⁰⁾	By Ex-Spouse
Non-Qualified Stock Option (Right to Buy)	\$2.7	02/25/2021		M ⁽¹⁾			16,000	(20)	09/20/2028	Series 1 Common Stock	16,000	\$0.00	106,334	D	
Non-Qualified Stock Option	\$2.7							(20)	09/20/2028	Series 1 Common Stock	92,731		92,731	I ⁽¹⁰⁾	By Ex-Spouse

Explanation of Responses:

- The stock option exercise was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 30, 2020.
- This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 30, 2020.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$64.00 to \$64.9999, 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.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$65.36 to \$66.3599, 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.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.43 to \$67.4299, 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.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$67.95 to \$68.9499, 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.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$69.14 to \$70.1399, 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.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$70.18 to \$71.1799, 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 8 to this Form 4.
- Includes 56,488 Restricted Stock Units which are subject to forfeiture until they vest.
- 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.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.44 to \$62.4399, 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.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$62.50 to \$63.4999, 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 12 to this Form 4.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.56 to \$64.5599, 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 13 to this Form 4.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$64.63 to \$65.6299, 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 14 to this Form 4.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$65.72 to \$66.7199, 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 15 to this Form 4.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.76 to \$67.7599, 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 16 to this Form 4.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$67.90 to \$68.8999, 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 17 to this Form 4.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$69.24 to \$70.2399, 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 18 to this Form 4.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$70.25 to \$71.2499, 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 19 to this Form 4.
- Option was immediately exercisable on the date of grant.

Remarks:

/s/ Jeff Mengoli, Attorney-in-Fact for Lisa Eggerton 03/01/2021

** 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.

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