
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

BigCommerce Holdings, Inc.

(Name of Issuer)

Series 1 common stock, \$0.0001 par value per share

(Title of Class of Securities)

08975P108

(CUSIP Number)

12/31/2024

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)
-
-

SCHEDULE 13G

CUSIP No. 08975P108

Names of Reporting Persons

1

Lynrock Lake LP

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

Number of Shares 5 Sole Voting Power

Beneficially 5,188,398.00
Owned by Shared Voting Power
Each 6
Reporting 0.00
Person Sole Dispositive Power
With: 7
5,188,398.00
Shared Dispositive
8 Power
0.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person

5,188,398.00

10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

Percent of class represented by amount in row (9)

11 6.6 %

12 Type of Reporting Person (See Instructions)

IA, PN

SCHEDULE 13G

CUSIP No. 08975P108

1 Names of Reporting Persons

LYNROCK LAKE PARTNERS LLC

Check the appropriate box if a member of a Group (see instructions)

2 (a)

(b)

3 Sec Use Only

4 Citizenship or Place of Organization

DELAWARE

Sole Voting Power

5

5,188,398.00

Number of Shares Beneficially Owned by Each Reporting Person With:

Shared Voting Power

6

0.00

Sole Dispositive Power

7

5,188,398.00

Shared Dispositive

8 Power

0.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person

5,188,398.00

10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

11 Percent of class represented by amount in row (9)

6.6 %
Type of Reporting Person (See Instructions)

12

OO, HC

SCHEDULE 13G

CUSIP No. 08975P108

Names of Reporting Persons

1

Paul Cynthia

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

UNITED STATES

Sole Voting Power

5

5,188,398.00

Number of
Shares

Shared Voting Power

Beneficially

6

0.00

Owned by
Each

Sole Dispositive Power

Reporting
Person

7

5,188,398.00

With:

Shared Dispositive

8

Power

0.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

5,188,398.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

Percent of class represented by amount in row (9)

11

6.6 %

Type of Reporting Person (See Instructions)

12

IN, HC

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

BigCommerce Holdings, Inc.

Address of issuer's principal executive offices:

(b)

11305 Four Points Drive, Building II, Suite 100, Austin, Texas, 78726

Item 2.

(a)

Name of person filing:

This Schedule 13G is being filed by (i) Lynrock Lake LP, (ii) Lynrock Lake Partners LLC, and (iii) Cynthia Paul (collectively, the "Reporting Persons").

Address or principal business office or, if none, residence:

(b)

The principal business address of the Reporting Persons is 2 International Drive, Suite 130, Rye Brook, NY 10573.
Citizenship:

(c)

(i) Lynrock Lake LP is a Delaware limited partnership, (ii) Lynrock Lake Partners LLC is a Delaware limited liability company, and (iii) Cynthia Paul is an individual and is a citizen of the United States.

Title of class of securities:

(d)

Series 1 common stock, \$0.0001 par value per share

CUSIP No.:

(e)

08975P108

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a)

Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);

(b)

Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);

(c)

Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);

(d)

Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);

(e)

An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);

(f)

An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);

(g)

A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);

(h)

A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i)

A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j)

A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

(k)

Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

(a)

Amount beneficially owned as of December 31, 2024: Lynrock Lake LP - 5,188,398 Lynrock Lake Partners LLC - 5,188,398 Cynthia Paul - 5,188,398

Percent of class:

Percent of class as of December 31, 2024: Lynrock Lake LP - 6.6% Lynrock Lake Partners LLC - 6.6% Cynthia Paul - 6.6% Based on 78,379,980 shares of Series 1 common stock, \$0.0001 par value per share ("Common Stock"), of BigCommerce Holdings, Inc. (the "Issuer") outstanding as of November 5, 2024, as reported in the Issuer's Form 10-Q filed with the Securities and Exchange Commission on November 7, 2024. As of December 31, 2024, Lynrock Lake Master Fund LP ("Lynrock Lake Master") directly held 5,188,398 shares of the Issuer's Common Stock.

(b)

Lynrock Lake LP (the "Investment Manager") is the investment manager of Lynrock Lake Master, and pursuant to an investment management agreement, the Investment Manager has been delegated full voting and investment power over securities of the Issuer held by Lynrock Lake Master. Cynthia Paul, the Chief Investment Officer of the Investment Manager and Sole Member of Lynrock Lake Partners LLC, the general partner of the Investment Manager, may be deemed to exercise voting and investment power over securities of the Issuer held by Lynrock Lake Master. %

(c)

Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

As of December 31, 2024, the Reporting Persons had sole power to vote or to direct the vote of 5,188,398 shares of Common Stock.

(ii) Shared power to vote or to direct the vote:

As of December 31, 2024, the Reporting Persons had shared power to vote or to direct the vote of 0 shares of Common Stock.

(iii) Sole power to dispose or to direct the disposition of:

As of December 31, 2024, the Reporting Persons had sole power to dispose or to direct the disposition of 5,188,398 shares of Common Stock.

(iv) Shared power to dispose or to direct the disposition of:

As of December 31, 2024, the Reporting Persons had shared power to dispose or to direct the disposition of 0 shares of Common Stock.

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than 5 percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

As disclosed in Item 4 of this Schedule 13G, as of December 31, 2024, Lynrock Lake Master directly held 5,188,398 shares of the Issuer's Common Stock. Certain feeder funds that invest in Lynrock Lake Master may have the right to receive dividends from, or the proceeds from the sale of, the securities directly held by Lynrock Lake Master.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Lynrock Lake LP

Signature: /s/ Cynthia Paul

Name/Title: Cynthia Paul / Sole Member of Lynrock Lake Partners LLC, its general partner

Date: 02/14/2025

LYNROCK LAKE PARTNERS LLC

Signature: /s/ Cynthia Paul

Name/Title: Cynthia Paul / Sole Member

Date: 02/14/2025

Paul Cynthia

Signature: /s/ Cynthia Paul

Name/Title: Cynthia Paul / Self

Date: 02/14/2025

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them of a Statement on Schedule 13G, dated February 14, 2025 (including amendments thereto) with respect to the Series 1 common stock, \$0.0001 par value per share, of BigCommerce Holdings, Inc. This Joint Filing Agreement shall be filed as an Exhibit to such Statement. The undersigned acknowledge that each shall be responsible for the timely filing of any amendments to such joint filing and for the completeness and accuracy of the information concerning him or it contained herein and therein, but shall not be responsible for the completeness and accuracy of the information concerning the other.

LYNROCK LAKE LP

By: Lynrock Lake Partners LLC,
its general partner

By: /s/ Cynthia Paul
Name: Cynthia Paul
Title: Sole Member

LYNROCK LAKE PARTNERS LLC

By: /s/ Cynthia Paul
Name: Cynthia Paul
Title: Sole Member

/s/ Cynthia Paul
CYNTHIA PAUL