SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

 \Box

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 OMB Number: 3235-0287 Estimated average burden

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person [*] Clarke Donald E			2. Issuer Name and Ticker or Trading Symbol BigCommerce Holdings, Inc. [BIGC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
Clarke DU				X	Director	10% Owner						
P				-	Officer (give title	Other (specify						
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/11/2022		below)	below)						
C/O BIGCOMMERCE HOLDINGS, INC.			03/11/2022									
11305 FOUR POINTS DR, BLDG II, 3RD FLOOR												
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	<i>i</i> idual or Joint/Group Fili	ng (Check Applicable						
(Street)				X	Form filed by One Re	porting Person						
AUSTIN	TX	78726			Form filed by More th Person	an One Reporting						
(City)	(State)	(Zip)										

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. Transa Code (8)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)					
Series 1 Common Stock	03/04/2022		G ⁽¹⁾	v	77,820	D	\$0.00	74,383	D				
Series 1 Common Stock	03/04/2022		G ⁽¹⁾	v	77,820	A	\$0.00	77,820	Ι	By Spouse			
Series 1 Common Stock	03/04/2022		G ⁽²⁾	v	68,090	D	\$0.00	6,293	D				
Series 1 Common Stock	03/04/2022		G ⁽²⁾	v	68,090	A	\$0.00	68,090	Ι	By Donald E Clarke Irrevocable Trust			
Series 1 Common Stock	03/11/2022		A		444	A	\$0.00	6,737	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. Transa Code (8)		of		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				

Explanation of Responses:

1. This transaction involved a gift of securities by the reporting person to his wife, who shares the reporting person's household.

2. On March 4, 2022, the reporting person transferred 68,090 shares of BIGC common stock to a family trust of which the reporting person's spouse is trustee. Members of the reporting person's immediate family are the sole beneficiaries of the trust.

Remarks:

<u>/s /Jeff Mengoli, Attorney-in-</u> <u>Fact for Donald E. Clarke</u> 03/15

03/15/2022

** 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.