Check this box if no longer subject to Section 16. SECURITIES											YC	HOAG JA
FORM 4       OMB AUTITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB Number:       3235-02         Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Banuary 3         Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1940       Stimated Autors of the Securities Exchange Act of 1934, section 17(a) of the Investment Company Act of 1940											21 2012	
CORNUA 4UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549OMB Number: 3235-02Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See InstructionSTATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESOMB 												•
Washington, D.C. 20549       Number:       3235-024         Check this box       if no longer       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF       Expires:       January 3         Section 16.       SECURITIES       SECURITIES       Expires:       20         Form 4 or       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,       Expires:       20         Filed pursuant to Section 16(a) of the Public Utility Holding Company Act of 1935 or Section       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section       0         See Instruction       30(h) of the Investment Company Act of 1940       1940       1940		E COMMISSION	NGE (	CHAI	AND EXC	ES A	RITIF	S SECU	STATES	UNITED	M 4	FOR
if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See InstructionSTATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESExpires:20 20Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 30(h) of the Investment Company Act of 1935 or SectionEstimated average burden hours per responseC												
subject to Section 16. Form 4 or Form 5 obligations may continue. See InstructionSTATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESEstimated average burden hours per responseStratement of Changes in Beneficial Ownership of Section 16. Form 5 obligations may continue. See InstructionStratement of Changes in Beneficial Ownership of SECURITIESEstimated average burden hours per responseStratement of Changes in Beneficial Ownership of Section 16. obligations may continue. See InstructionFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934, 30(h) of the Investment Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940	Expires: January 31, 2005											
Form 4 or Form 5 obligations may continue. See Instruction Form 5 obligations may continue. See Instruction Form 5 obligations May continue. See Instruction Form 5 Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940	EMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF	WNERSHIP OF	LOW	CIA				F CHA	MENT O	STATE	ct to	subject
Form 5 obligations may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940	builden hours per				RITIES	JUI	SEC					
<i>See</i> Instruction 30(h) of the Investment Company Act of 1935 of Section 30(h)		nge Act of 1934,	xchang	ies Ez	he Securiti	of th	16(a) o	Section	rsuant to S	Filed pu	5	Form 5
See Instruction 30(h) of the Investment Company Act of 1940	• • • •				•		•			Section 17		
1(b).	30(h) of the Investment Company Act of 1940	940	t of 194	y Act	t Company	nent	nvestn	of the I	30(h)			See Ins
												1(b).
(Print or Type Responses)										ses)	pe Respons	(Print or Typ
1. Name and Address of Reporting Person *2. Issuer Name and Ticker or Trading5. Relationship of Reporting Person(s) to		•	ıg	Fradin	<b>d</b> Ticker or '	e an	er Name	2. Issu	Person <sup>*</sup>	of Reporting		
HOAG JAY C Symbol Issuer	Symbol	Issuer						•			AY C	HOAG JA
ZILLOW INC [Z] (Check all applicable)	ZILLOW INC [Z] (Check all applicable)	(Chec)			Z]	C [2	W IN	ZILLC				
(Last) (First) (Middle) 3. Date of Earliest Transaction		V D'			Transaction				Middle)	First) (	(F	(Last)
(Month/Day/Year)       _X_Director       _X_10% Owner         C/O TECHNOLOGY CROSSOVER       02/16/2012      Officer (give title       _X_Other (specify						ar)	-		SOVER	OGY CROS	HNOLC	C/O TECI
VENTURES, 528 RAMONA below) below) May be part of 13(g) group	NA below) below)	· · ·					2012	02/10/1				
STREET	ing of part of 15(g) group	ing of p										STREET
(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check	4. If Amendment, Date Original6. Individual or Joint/Group Filing(Check	6. Individual or Jo			ate Original	nt, D	endmer	4. If Am		treet)	(S	
Filed(Month/Day/Year) Applicable Line) Form filed by One Reporting Person		* * ·			ar)	/Yea	onth/Day	Filed(Mo				
PALO ALTO, CA 94301 Form filed by More than One Reporting Person Person	_X_Form filed by More than One Reporting	_X_ Form filed by M								A 94301	LTO, CA	PALO AL
$(C;t_{r})$ $(C;t_{r})$ $(T;r)$	(7:		:+:00 1 00		Dominations	[o <b>n</b> ]	Lat N	Та	(Zip)	state)	(S	(City)
Table 1 - Non-Derivative Securities Acquired, Disposed of, or Denenciarly Owned	Table 1 - Non-Derivative Securities Acquired, Disposed of, or Denenciarly Owned		-			on-I			-			
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed3.4. Securities Acquired Disposed of (D)5. Amount of Securities6.7. Nature of Indirect1.Title of Security(Month/Day/Year)Execution Date, if Execution Date, ifTransaction(A) or Disposed of (D)SecuritiesOwnershipIndirect	•		•	-		actio						
(Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial		•	)	and 5)	(Instr. 3, 4	0)			•	-		(Instr. 3)
(Month/Day/Year) (Instr. 8) Following or Indirect (D) Ownership Following or Indirect (Instr. 4)						8)	(Instr.	ay/ Year)	(Month/Da			
$(A) \qquad \begin{array}{c} \text{Reported} & (I) \\ \text{Transaction(s)} & (Instr. 4) \end{array}$				(A)								
Or (Inst. 4)	or (Instr. 3 and 4)	(Instr. 3 and 4)		or		<b>X</b> 7	<b>C</b> 1					
Code V Amount (D) Price (Hour 9 and 1) Class A		36	Price	(D)	Amount	v	Code					Class A
Common $02/16/2012$ J <sup>(1)</sup> $650,000$ D         \$ 0 $3,596,029$ I         TCV V, L.I           (2)         <	$J_{(1)}^{(1)}$ 650,000 D \$0 3,596,029 I TCV V, L.P.	3,596,029 I	\$0	D	650,000		<b>J</b> (1)			/2012	02/16	
Stock												Stock
Class A TCV	TCV											Class A
Common         02/16/2012         J <sup>(3)</sup> 12,622         D         \$ 0         69,828         I         Member		69,828 I	\$0	D	12,622		J <u>(3)</u>			/2012	02/16	
Stock Fund, L.P.	Fund, L.P. (4)											Stock
	Hoag Family											Class A
Common 02/16/2012 I(5) 2.817 A \$ 0. 2.817 I Trust U/A	(J)	2,817 I	\$0	А	2,817		J(5)			/2012	02/16	
Stock J X X V X Dtd 8/2/94	Dta 8/2/94											Stock

Class A Common Stock	02/17/2012	J <u>(6)</u>	337	А	\$ 0	3,154	Ι	Hoag Family Trust U/A Dtd 8/2/94 (11)
Class A Common Stock	02/16/2012	J <u>(7)</u>	939	А	\$ 0	939	Ι	Hamilton Investments Limited Partnership (12)
Class A Common Stock	02/16/2012	J <u>(8)</u>	2,237	А	\$ 0	2,237	I	The Richard and Kathryn Kimball Family Trust UTA dated 2/23/94 (13)
Class A Common Stock	02/16/2012	J <u>(9)</u>	1,303	А	\$ 0	1,303	Ι	The Drew Family Trust dated 10/5/2004 (14)
Class A Common Stock	02/21/2012	S	1,303	D	\$ 31.5	0	I	The Drew Famly Trust dated 10/5/2004 (14)
Class A Common Stock	02/16/2012	J <u>(10)</u>	1,303	A	\$ 0	1,303	Ι	The Reynolds Family Trust (15)

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

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 control number.

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title	e of 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Deriva	tive Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Amount of	Derivative	Deriv
Securit	y or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu
(Instr.	3) Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	5	(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr
					(Instr. 3,				

4, and 5	5)	
		г

				Date Exercisable	Expiration Date	Title	~
Code	v	(A)	(D)				of Shares

Amount

# **Reporting Owners**

Reporting Owner Name / Address	Relationships			
The Post and Contract of the C	Director	10% Owner	Officer	Other
HOAG JAY C C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	Х	Х		May be part of 13(g) group
KIMBALL RICK C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301		Х		May be part of 13(g) group
DREW JOHN C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301		Х		May be part of 13(g) group
REYNOLDS JON Q JR C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301		Х		May be part of 13(g) group
TECHNOLOGY CROSSOVER MANAGEMENT V LLC C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301		Х		May be part of 13(g) group
TCV V LP C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301		Х		May be part of 13(g) group
TCV MEMBER FUND L P C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301		Х		May be part of 13(g) group
Signatures				
Frederic D. Fenton, Authorized signatory for Jay C. Hoag				02/21/2012
**Signature of Reporting Person				Date
Frederic D. Fenton, Authorized signatory for Richard H. k	Kimball			02/21/2012

**Signature of Reporting Person	Date
Frederic D. Fenton, Authorized signatory for John L. Drew	02/21/2012
**Signature of Reporting Person	Date
Frederic D. Fenton, Authorized signatory for Jon Q. Reynolds, Jr.	02/21/2012
**Signature of Reporting Person	Date
Frederic D. Fenton, Authorized signatory for Technology Crossover Management V, L.L.C.	02/21/2012
L.L.C.	
<u>**</u> Signature of Reporting Person	Date
	Date 02/21/2012
**Signature of Reporting Person	
<u>**</u> Signature of Reporting Person Frederic D. Fenton, Authorized signatory for TCV V, L.P.	02/21/2012
<u>**</u> Signature of Reporting Person Frederic D. Fenton, Authorized signatory for TCV V, L.P. <u>**</u> Signature of Reporting Person	02/21/2012 Date

\* 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).
- (1) In kind pro-rata distribution from TCV V, L.P. ("TCV V") to its partners, without consideration.

These shares are directly held by TCV V. Each of Jay C. Hoag, Richard H. Kimball, John L. Drew, and Jon Q. Reynolds, Jr. (collectively the "TCM Members") are Class A Members of Technology Crossover Management V, L.L.C. ("TCM V"), which is the

- (2) (concervery the TCW Members ) are class A Members of reciniology crossover Management V, E.E.C. (TCW V), which is the sole general partner of TCV V. The TCM Members and TCM V may be deemed to beneficially own the shares held by TCV V, but the TCM Members and TCM V disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.
- (3) In kind pro-rata distribution from TCV Member Fund, L.P. ("Member Fund") to its partners, without consideration.

These shares are directly held by Member Fund. Each of the TCM Members are (i) Class A Members of TCM V, which is a general partner of Member Fund, and (ii) limited partners of Member Fund. The TCM Members and TCM V may be deemed to beneficially

- (4) particle of Member Fund, and (ii) initial particles of Members and TCM V disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.
- (5) Acquisition by The Hoag Family Trust U/A Dtd 8/2/94 pursuant to an in kind pro-rata distribution by Member Fund to its partners, without consideration.
- (6) Acquisition by The Hoag Family Trust U/A Dtd 8/2/94 pursuant to an in kind pro-rata distribution by Benchmark Founders' Fund V, L.P. to its partners, without consideration.
- (7) Acquisition by Hamilton Investments Limited Partnership pursuant to an in kind pro-rata distribution by Member Fund to its partners, without consideration.
- (8) Acquisition by The Richard and Kathryn Kimball Family Trust UTA dated 2/23/94 pursuant to an in kind pro-rata distribution by Member Fund to its partners, without consideration.
- (9) Acquisition by The Drew Family Trust dated 10/5/2004 pursuant to an in kind pro-rata distribution by Member Fund to its partners, without consideration.
- (10) Acquisition by The Reynolds Family Trust pursuant to an in kind pro-rata distribution by Member Fund to its partners, without consideration.
- (11) Mr. Hoag is a trustee of The Hoag Family Trust U/A Dtd 8/2/94. Mr. Hoag disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (12) Mr. Hoag is the sole general partner and a limited partner of Hamilton Investments Limited Partnership. Mr. Hoag disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (13) Mr. Kimball is a trustee of The Richard and Kathryn Kimball Family Trust UTA dated 2/23/94. Mr. Kimball disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (14) Mr. Drew is a trustee of The Drew Family Trust dated 10/5/2004. Mr. Drew disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

(15) Mr. Reynolds is a trustee of The Reynolds Family Trust. Mr. Reynolds disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.