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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported): March 23, 2017**

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**BRIGHTCOVE INC.**  
(Exact name of registrant as specified in its charter)

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**DELAWARE**  
(State or other jurisdiction  
of incorporation)

**001-35429**  
(Commission  
File Number)

**20-1579162**  
(I.R.S. Employer  
Identification No.)

**290 Congress Street, Boston, MA**  
(Address of principal executive offices)

**02210**  
(Zip Code)

**Registrant's telephone number, including area code (888) 882-1880**

**Not Applicable**  
(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 7.01. Regulation FD Disclosure.**

Brightcove Inc. (the “Company”) is furnishing an investor presentation, attached as Exhibit 99.1 to this Current Report on Form 8-K, which the Company intends to use from time to time in meetings with investors and others. The investor presentation will also be available on the Company’s website at [www.brightcove.com](http://www.brightcove.com). The Company intends to use the investor relations portion of its website as a means of disclosing material non-public information and for complying with disclosure obligations under Regulation FD.

The information in this Form 8-K (including Exhibit 99.1) shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

The following exhibit relating to Item 7.01 shall be deemed furnished, and not filed:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Brightcove Inc. Investor Presentation March 2017.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**BRIGHTCOVE INC.**

Date: March 23, 2017

By: /s/ Kevin Rhodes  
Kevin Rhodes  
Chief Financial Officer

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## Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Brightcove Inc. Investor Presentation March 2017.



# Investor Relations Presentation

March 2017

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# Safe Harbor Statement

These slides and the accompanying oral presentation contain certain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, including statements related to our predictions about industry and market trends, our position to execute on our growth strategy, and our ability to expand our leadership position and market opportunity. These forward-looking statements include, but are not limited to, plans, objectives, expectations and intentions and other statements contained in this press release that are not historical facts and statements identified by words such as "expects," "anticipates," "intends," "plans," "believes," "seeks," "estimates" or words of similar meaning. These forward-looking statements reflect our current views about our plans, intentions, expectations, strategies and prospects, which are based on the information currently available to us and on assumptions we have made. Although we believe that our plans, intentions, expectations, strategies and prospects as reflected in or suggested by those forward-looking statements are reasonable, we can give no assurance that the plans, intentions, expectations or strategies will be attained or achieved. Furthermore, actual results may differ materially from those described in the forward-looking statements and will be affected by a variety of risks and factors that are beyond our control including, without limitation: our history of losses; our limited operating history; expectations regarding the widespread adoption of customer demand for our products; our ability to expand the sales of our products to customers located outside the U.S.; keeping up with the rapid technological change required to remain competitive in our industry; our ability to retain existing customers; our ability to manage our growth effectively and successfully recruit additional highly-qualified personnel; foreign currency fluctuations; and the price volatility of our common stock; and other risks set forth under the caption "Risk Factors" in our most recently filed Annual Report on Form 10-K. We assume no obligation to update any forward-looking statements contained in this document as a result of new information, future events or otherwise.

# Brightcove at a Glance

HEADQUARTERS  
**BOSTON,**  
MASSACHUSETTS



## PRODUCTS

brightcove  
**VIDEOCLOUD**

brightcove  
**GALLERY**

brightcove  
**AUDIENCE**

brightcove  
**OTT FLOW**  
powered by ACQUIS

brightcove  
**ZENCODER**

brightcove  
**ONCE**

brightcove  
**LIFT**

brightcove  
**PERFORM**

brightcove  
**SOCIAL**



**2,007** premium customers

**~4,600** total customers

**~5 Years** customer life

**\$150.3M** 2016 revenue

**~23%** 2010-16 revenue CAGR

**\$5.7M** 2016 EBITDA

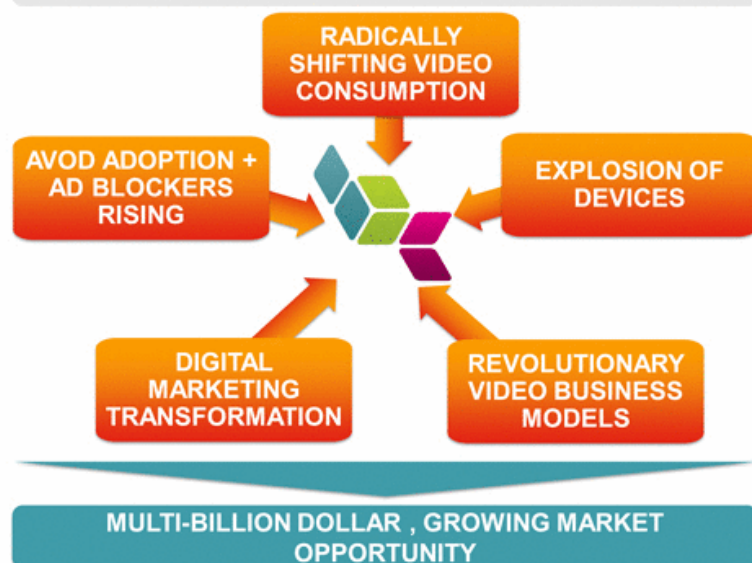
**490** employees

**2.7bn** monthly video streams



## The Case for Brightcove: Investment Highlights

STRONG SECULAR INDUSTRY DRIVERS...



... WITH BRIGHTCOVE UNIQUELY POSITIONED TO CAPITALIZE

- ▶ **Leadership position** in delivering and monetizing video content
- ▶ Created category and **~2X larger than independent competitors**
- ▶ Strong, long-standing relationships with **marquee customers** globally
- ▶ Accelerating **engineering velocity** and innovation
- ▶ **World class team**





# Large Opportunities in Media and Digital Marketing...

## KEY INDUSTRY DEVELOPMENTS

### MEDIA

- **Media sector undergoing fundamental transformation**
- Increasing **video traffic on the Internet**
- Transition from **broadcast to OTT**
- **Accelerating consumer choice** and device fragmentation

### DIGITAL MARKETING/ENTERPRISE

- **Rise of digital/content marketing, automation** and the consolidation of the "Marketing Cloud"
- CMO and marketing teams **control a larger percentage of tech spend**
- **Analytics, web customer experience, email marketing and social marketing** represent the key pillars to date

*Brightcove is Uniquely Positioned to Benefit From Compelling Industry Developments*



- ✓ *Leading market position and innovative technology platform*
- ✓ *Unmatched blue chip customer base*
- ✓ *Highly differentiated product and service offering*
- ✓ *Clear opportunity to further add scale*



# Marquee Customers

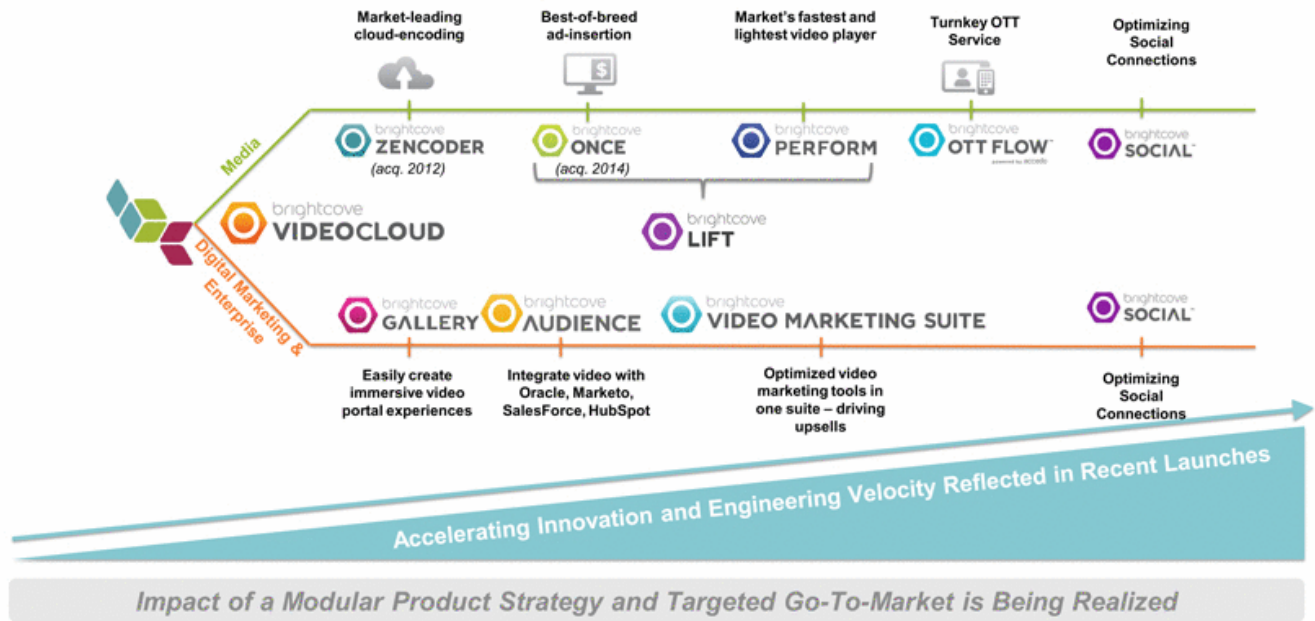
## MEDIA



## DIGITAL MARKETING/ENTERPRISE

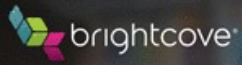


# Deep technology and industry expertise



# Our Video Platform – most flexible and comprehensive in the industry



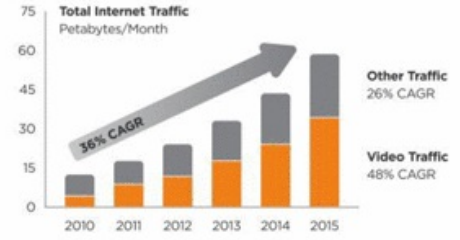
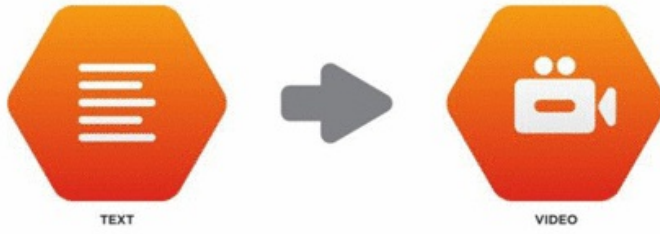


# Media Business

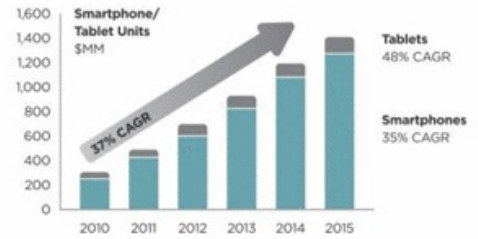


# Video Is Rapidly Evolving

## Video Content is Taking over the Internet <sup>(1)</sup>



## Digital Consumption Is Shifting from PCs to Consumer Devices <sup>(2)</sup>



(1) Cisco Visual Networking Index: Forecast and Methodology, 2010–2015  
 (2) IDC; Wall Street Research



## Brightcove Media Manifesto

- Dramatically improve the user experience broadcasters and publishers can deliver to their viewers
- Increase the revenue potential from online video businesses up to 50%
- Reduce the total cost of operations and delivery of online video up to 50%

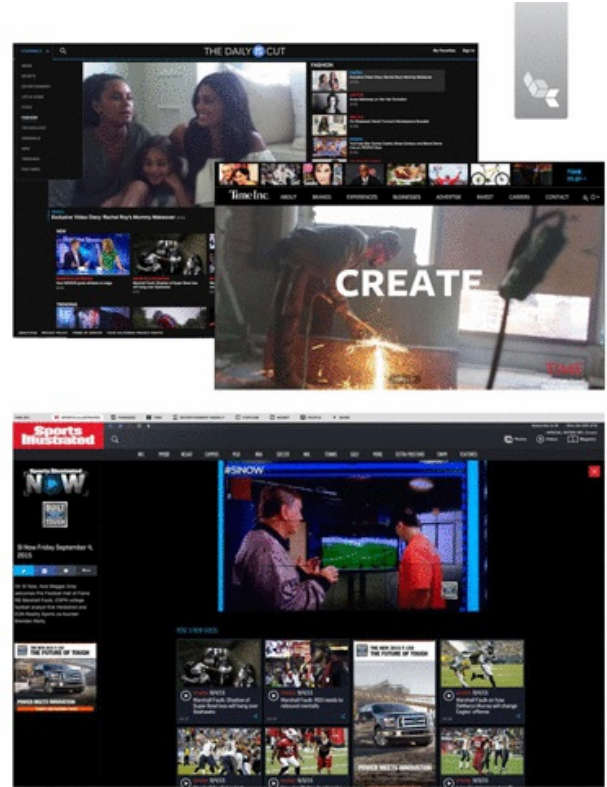




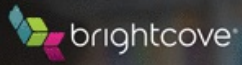
## Transforming One of the World's Most Prestigious Publishers into a Digital Media Powerhouse

Create best-of-breed standalone digital "channels" for its leading brands (Sports Illustrated, Fortune, People, etc.)

- SI Now, a new Sports Illustrated daily live web show (desktop). Incredible results: > 1 billion video views in the past year and 78% growth in monthly unique visits YOY.
- Daily Cut, a centralized web destination for aggregating the best video content across the company's brands. The app lives on the web, iOS/Android phones, and connected TVs via consoles like Amazon Fire TV and Roku.
- Brightcove-supported videos helped Time Inc. reach a digital subscriber base of 107 million unique viewers per month, surpassing its traditional print audience of 102 million subscribers.







# Marketing & Enterprise Business



## Why We Win in the Marketing/Enterprise Segment

Brightcove's Video Marketing Suite Goes Far Beyond the Basics Offered by Competitive Systems to Help Marketers Succeed with Video

- Leverages the functionality, performance, scalability, platform integrations of Brightcove Media technology investments
- Extended by easy-to-use marketing-specific applications designed by marketers for marketers
  - Brightcove Gallery: Fastest, easiest delivery of beautiful, customized video portals for live and on-demand
  - Brightcove Audience: 1-click integration with Marketing Automation systems to drive business impact
  - Social media integrations: YouTube, Twitter, Facebook...
- World-class customer care





### Customized video portals, live events and microsities.

Allows you to easily create beautiful video portals with best practices for SEO, responsive design and social sharing in minutes.

- Responsive across desktop, mobile, and tablet
- Optimized for search and social
- Page level calls-to-action
- Publicly accessible or password/IP restricted





## External Marketing World-wide

Global platform to distribute digital marketing video content to drive awareness and engagement with prospective buyers

- Broad external marketing

Awareness: brand marketing

<http://www.ford.com/cars/fusion/gallery/videos-and-demos>

Conversion: product marketing

<http://www.ford.com/trucks/f150/2014/features>

Owner Loyalty: vehicle features & how-tos

<http://owner.ford.com/how-tos/video/how-to-and-info-videos.html?make=Ford&model=Escape&year=2013>

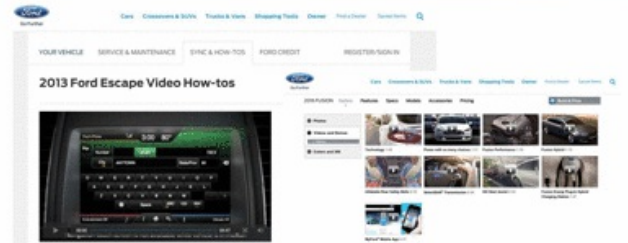
- Products Used: Video Cloud, custom player based on HTML5 Brightcove Player



### ALL NEW F-150 MEETS TOUGH SCIENCE

We're taking a close look at the science behind the new F-150

- The Ultimate Game Changer - We run the new F-150 through an obstacle course worthy of some of football's top running backs.
- All in Steel - The Projectile Test - Fly athletes dish out punishment. Watch as they unleash test balls, sledge shots and more into the bed of the F-150.
- Racing Up A Mountain - Can a smaller engine actually be more powerful? We go engine vs. engine. And lumberjack vs. lumberjack.



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## Financial Highlights

CONSISTENT REVENUE GROWTH

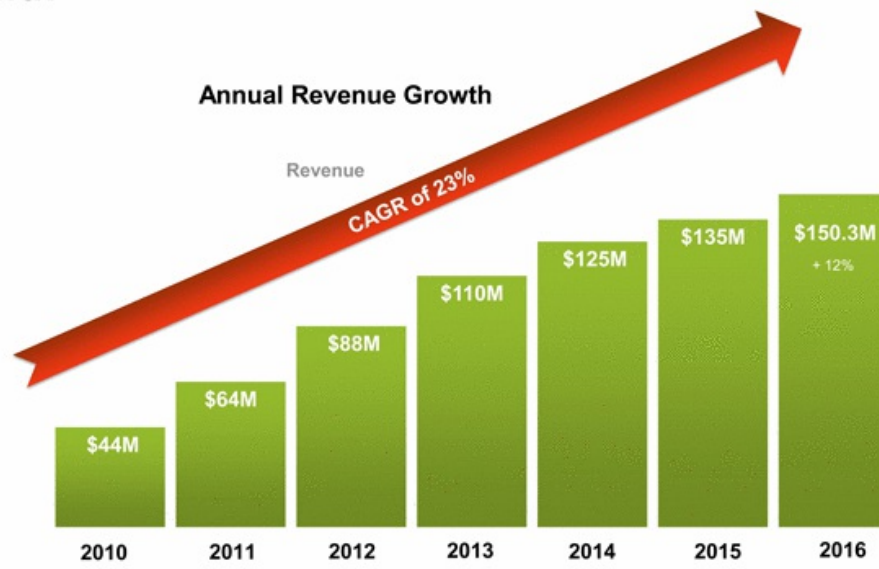
HIGH REVENUE VISIBILITY & PREDICTABILITY

HIGH RENEWAL RATE

GLOBAL DIVERSE REVENUE BASE

SCALABLE BUSINESS MODEL

# Revenue Growth

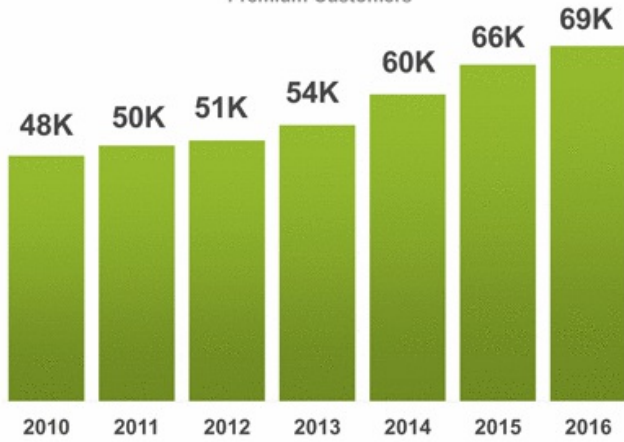


## High-level Revenue Visibility

### REVENUE PER PREMIUM CUSTOMER

Average annual subscription revenue from a premium customer

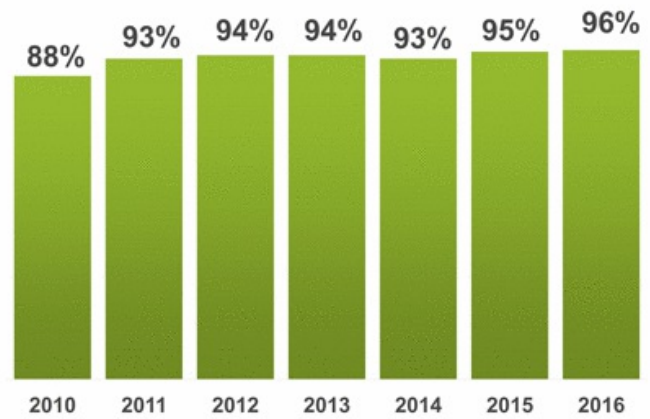
Premium Customers



### RECURRING DOLLAR RETENTION RATE

% Renewal of Existing Subscription Revenue

Premium Customers

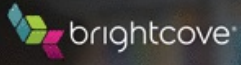




## Strong Balance Sheet

(\$ in millions)	Dec 31, 2015	Dec 31, 2016
Cash and Cash Equivalents	\$27.6	\$36.8
<b>Total Assets</b>	<b>\$127.7</b>	<b>\$136.4</b>
Deferred Revenue	\$29.9	\$34.7
Total Debt	\$0.0	\$0.3
<b>Total Liabilities</b>	<b>\$49.5</b>	<b>\$58.3</b>
<b>Total Stockholders' Equity</b>	<b>\$78.1</b>	<b>\$78.2</b>





# Recent updates



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## Recent updates

From time to time, our Board of Directors, together with our management team and with the assistance of our advisors, reviews and considers various strategic and other opportunities available to the Company to enhance stockholder value. These reviews have included discussions as to whether the continued execution of the Company's strategy as a standalone company (including possible operational and capital structure changes) or the possible sale of the Company to, or combination of the Company with, a third party offered the best avenue to enhance stockholder value, and the potential benefits and risks of any such course of action.

In September, 2015 our Board of Directors formed a committee (the "Strategic Review Committee") of independent directors to assist with a review of the Company's strategic alternatives, and Chet Kapoor was appointed a member of the Strategic Review Committee. The Strategic Review Committee selected two nationally recognized investment banks to assist with the review of strategic alternatives. During this process the Strategic Review Committee had discussions with numerous potential buyers considering various strategic and other opportunities available to the Company to enhance stockholder value. After a thorough review of various strategic and other opportunities available to the Company in the summer of 2016, the Strategic Review Committee concluded its activities.

Since that time, the Company has continued to actively consider all strategic opportunities to enhance stockholder value, including discussions of various transactions with financial sponsors. The Company is focused on executing its strategic plan to generate more revenue growth and believes this is a way to maximize stockholder value.

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## Recent updates

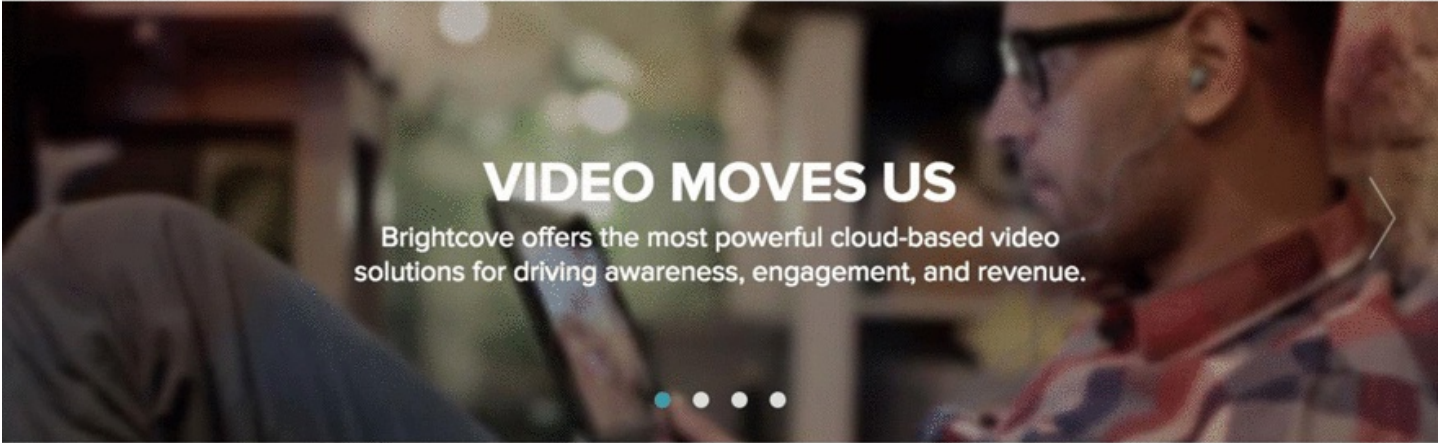
Following the Company's 2016 annual meeting of stockholders, our Nominating and Corporate Governance Committee of our Board of Directors (the "Nominating Committee"), of which Chet Kapoor was a member, unanimously agreed to identify two new potential Board candidates, one with experience in digital marketing and another with experience in video technology and software development

Throughout 2016 and 2017, the Nominating Committee focused on identifying new Board members who possessed these skills and with whom they have personal and professional experience. As part of this process, the Nominating Committee identified Diane Hessian as a potential candidate because of her extensive experience in digital marketing.

During February 2017, the Nominating Committee continued its work to identify potential new director candidates, including considering candidates proposed by Tenzing Global. In this search, the Nominating Committee continued to follow the Company's longstanding approach of reviewing the skill set of existing directors, identifying future Company needs, and identifying the qualifications and skill set that new board members would bring to the Board.

The Nominating Committee conducted interviews with several potential director candidates, including Ms. Hessian and the Tenzing candidates, and spoke to references for these candidates. Unlike Ms. Hessian, neither of the Tenzing candidates had experience in either digital marketing or video technology software development or any of the industries in which the Company operates.

Given Ms. Hessian's decades of experience in digital marketing and understanding of the markets in which the Company operates, our Board of Directors determined that she possessed the skill set sought by the Company and would provide valuable insight as the Company focused on creating value for stockholders.



# VIDEO MOVES US

Brightcove offers the most powerful cloud-based video solutions for driving awareness, engagement, and revenue.

