

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

| OMB APPROVAL                                 |           |
|--|-----------|
| OMB Number:                                  | 3235-0104 |
| Estimated average burden hours per response: | 0.5       |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|  |  |   |  |
|--|--|---|--|
| 1. Name and Address of Reporting Person*<br><u>Revolution Growth UGP II, LLC</u><br><br>(Last) (First) (Middle)<br><u>1717 RHODE ISLAND AVENUE, NW, SUITE 1000</u><br><br>(Street)<br><u>WASHINGTON DC 20036</u><br><br>(City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year)<br><u>08/04/2020</u> | 3. Issuer Name and Ticker or Trading Symbol<br><u>BigCommerce Holdings, Inc. [ BIGC ]</u>   |  |
|  |  | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br><br>Officer (give title below) Other (specify below) | 5. If Amendment, Date of Original Filed (Month/Day/Year)<br><br>6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
|---------------------------------|---|--|---|

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) |                            | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|--|---|
|  | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |  |   |
| Series C Preferred Stock                   | (1)  | (1)             | Series 1 Common Stock   | 5,603,785                  | (1)  | I  | By Fund <sup>(2)</sup>                                |
| Series D Preferred Stock                   | (1)  | (1)             | Series 1 Common Stock   | 279,522                    | (1)  | I  | By Fund <sup>(2)</sup>                                |
| Series E Preferred Stock                   | (1)  | (1)             | Series 1 Common Stock   | 616,449                    | (1)  | I  | By Fund <sup>(2)</sup>                                |

**Explanation of Responses:**

- Each share of Series C Preferred Stock, Series D Preferred Stock, and Series E Preferred Stock (a) shall automatically convert into shares of Series 1 Common Stock at the applicable conversion ratio set forth in the Issuer's certificate of incorporation immediately prior to the completion of the Issuer's initial public offering of Series 1 Common Stock and (b) has no expiration date.
- (2) These securities are held directly by Revolution Growth II, LP ("Revolution II"). Revolution Growth UGP II, LLC is the general partner of Revolution Growth GP II, LP, which is the general partner of Revolution II. Revolution Growth UGP II, LLC and Revolution Growth GP II, LP may be deemed to have voting and dispositive power with respect to these shares. Each of the reporting persons disclaims beneficial ownership of the shares reported herein except to the extent of its respective pecuniary interest therein.

**Remarks:**

/s/ Steven J. Murray, its operating manager

08/04/2020

\*\* 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 5 (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.