BENCHMARK CAPITAL PARTNERS IV LP Form SC 13G/A February 11, 2011

SECURITIES	AND	EXCHANGE	COMMIS	NOI22
SECUMITES	Δ	LACHANGE		

Washington, D.C. 20549

Schedule 13G

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)

(Amendment No. 1)*
OpenTable, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

68372A104

(CUSIP Number)

December 31, 2010

(Date of Event Which Requires Filing of this Statement)

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

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

^{*}The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

Page of 18 Pages Exhibit Index Contained on Page 17

CUSIP NO. 6	58372A104	13 G	ł	Page 2 of 18
S H	Benchmark Capital Part Tax ID Number:	G ICATION NO. OF ABO ners IV, L.P. ("BCP IV" RIATE BOX IF A MEM)	
) o (b) x
3	SEC USE ONLY			
N BE OWNED BY	Delaware NUMBER OF SHARES ENEFICIALLY Y EACH REPORTING PERSON WITH	CE OF ORGANIZATIO 5 6 7 8 NT BENEFICIALLY OF	SOLE VOTING POWER 1,152,773 shares, except that Benchmar Management Co. IV, L.L.C. ("BCMC I partner of BCP IV, may be deemed to h power to vote these shares, and Alexand ("Balkanski"), Bruce W. Dunlevie ("Du William Gurley ("Gurley"), Kevin R. H Robert C. Kagle ("Kagle") and Steven I ("Spurlock"), the members of BCMC IV deemed to have shared power to vote th SHARED VOTING POWER See response to row 5. SOLE DISPOSITIVE POWER 1,152,773 shares, except that BCMC IV partner of BCP IV, may be deemed to h power to dispose of these shares, and Banderie, Gurley, Harvey, Kagle and Symembers of BCMC IV, may be deemed shared power to dispose of these shares. SHARED DISPOSITIVE POWER See response to row 7.	V"), the general ave sole dre Balkanski unlevie"), J. farvey ("Harvey"), M. Spurlock V, may be ese shares. I, the general ave sole alkanski, purlock, the to have
	REPORTING PERSON		WNED BY EACH	1,152,773
	CHECK BOX IF THE A EXCLUDES CERTAIN	AGGREGATE AMOUN SHARES*	T IN ROW (9)	
11 I	PERCENT OF CLASS	REPRESENTED BY A	MOUNT IN ROW 9	O
10 5	TVDE OE DEDODTRIO	C DED CONI*		5.0%
12	TYPE OF REPORTINO	I LEVOON		PN

CUSIP NO. 68372A104	13 (G Pag	ge 3 of 18
Benchmark Founders' l Tax ID Number:	IG ICATION NO. OF ABC Fund IV, L.P. ("BFF IV" PRIATE BOX IF A MEN)	(b) x
3 SEC USE ONLY		(a) 0	(b) A
4 CITIZENSHIP OR PLA Delaware	ACE OF ORGANIZATIO	SOLE VOTING POWER 330,562 shares, except that BCMC IV, the generation of BFF IV, may be deemed to have so	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6 7	to vote these shares, and Balkanski, Dunlevie Harvey, Kagle and Spurlock, the members of BCMC IV, may be deemed to have shared po vote these shares. SHARED VOTING POWER See response to row 5. SOLE DISPOSITIVE POWER 330,562 shares, except that BCMC IV, the ge partner of BFF IV, may be deemed to have so to dispose of these shares, and Balkanski, Du Gurley, Harvey, Kagle and Spurlock, the mer	e, Gurley, cower to eneral ole power nlevie,
	8	BCMC IV, may be deemed to have shared podispose of these shares. SHARED DISPOSITIVE POWER	
9 AGGREGATE AMOU REPORTING PERSON	NT BENEFICIALLY O	See response to row 7. WNED BY EACH	
10 CHECK BOX IF THE EXCLUDES CERTAIN	AGGREGATE AMOUN N SHARES*	IT IN ROW (9)	330,562
11 PERCENT OF CLASS	REPRESENTED BY A	MOUNT IN ROW 9	0
12 TYPE OF REPORTING	G PERSON*		1.4%
			PN

CUSIP NO	. 68372A104		13 G	Page 4 of 18
2	NAME OF REPORTIN SS OR I.R.S. IDENTIF Benchmark Founders' F Tax ID Number: CHECK THE APPROP	ICATION NO. OF Fund IV-A, L.P. ("F		
3	SEC USE ONLY			(a) o (b) x
OWNED	CITIZENSHIP OR PLA Delaware NUMBER OF SHARES BENEFICIALLY BY EACH REPORTING PERSON WITH	5678	SOLE VOTING POWER 43,113 shares, except that BCMC IV partner of BFF IV-A, may be deeme power to vote these shares, and Balk Gurley, Harvey, Kagle and Spurlock BCMC IV, may be deemed to have svote these shares. SHARED VOTING POWER See response to row 5. SOLE DISPOSITIVE POWER 43,113 shares, except that BCMC IV partner of BFF IV-A may be deemed power to dispose of these shares, and Dunlevie, Gurley, Harvey, Kagle and members of BCMC IV, may be deer shared power to dispose of these shared shared power to dispose of these shared shared power to dispose of these shared power to row 7.	d to have sole tanski, Dunlevie, the members of shared power to T, the general to have sole d Balkanski, d Spurlock, the med to have
9	REPORTING PERSON		LY OWNED BY EACH	42 112
10	CHECK BOX IF THE A		MOUNT IN ROW (9)	43,113
11	PERCENT OF CLASS	REPRESENTED I	BY AMOUNT IN ROW 9	o 0.2%
12	TYPE OF REPORTING	G PERSON*		PN

CUSIP NO	o. 68372A104		13 G	Page 5 of 18
2	NAME OF REPORTING SS OR I.R.S. IDENTIFI Benchmark Founders' F Tax ID Number: CHECK THE APPROP	CATION NO. OF und IV-B, L.P. ("B		(a) o (b) x
3	SEC USE ONLY			
4	CITIZENSHIP OR PLA Delaware	CE OF ORGANIZ	ZATION	
	NUMBER OF SHARES BENEFICIALLY BY EACH REPORTING PERSON WITH	5678	SOLE VOTING POWER 12,835 shares, except that BCMC I partner of BFF IV-B, may be deemed power to vote these shares, and Bal Gurley, Harvey, Kagle and Spurloc BCMC IV, may be deemed to have vote these shares. SHARED VOTING POWER See response to row 5. SOLE DISPOSITIVE POWER 12,835 shares, except that BCMC I partner of BFF IV-B, may be deemed power to dispose of these shares, ar Dunlevie, Gurley, Harvey, Kagle at members of BCMC IV, may be deem shared power to dispose of these shared power to row 7.	ed to have sole kanski, Dunlevie, k, the members of shared power to V, the general ed to have sole and Balkanski, and Spurlock, the emed to have
9	AGGREGATE AMOUN		*	
10	CHECK BOX IF THE A	AGGREGATE AM	OUNT IN ROW (9)	12,835
11	PERCENT OF CLASS	REPRESENTED F	BY AMOUNT IN ROW 9	0
			2 2	0.1%
12	TYPE OF REPORTING	TEKSUN*		PN

CUSIP NO. 68372A104	13 G	Page 6 of 18
Benchmark Founders' Tax ID Number:	IG ICATION NO. OF ABOVE PERSON Fund IV-X, L.P. ("BFF IV-X") PRIATE BOX IF A MEMBER OF A C	
4 CITIZENSHIP OR PLA Delaware	ACE OF ORGANIZATION	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	106,764 sh partner of I power to vo Gurley, Ha BCMC IV, vote these states of SHARED See respons 7 SOLE DIS 106,764 sh partner of I power to di Dunlevie, Comembers of shared power to Market Discourse of SHARED See See See See See See See See See Se	TING POWER hares, except that BCMC IV, the general BFF IV-X, may be deemed to have sole of these shares, and Balkanski, Dunlevie, arvey, Kagle and Spurlock, the members of may be deemed to have shared power to shares. VOTING POWER se to row 5. POSITIVE POWER hares, except that BCMC IV, the general BFF IV-X, may be deemed to have sole ispose of these shares, and Balkanski, Gurley, Harvey, Kagle and Spurlock, the of BCMC IV, may be deemed to have over to dispose of these shares. DISPOSITIVE POWER se to row 7.
9 AGGREGATE AMOU REPORTING PERSON	NT BENEFICIALLY OWNED BY EA	ACH
10 CHECK BOX IF THE EXCLUDES CERTAIN	AGGREGATE AMOUNT IN ROW (9 N SHARES*	9)
11 PERCENT OF CLASS	REPRESENTED BY AMOUNT IN R	
12 TYPE OF REPORTING	G PERSON*	0.4% PN

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1 NAME OF REPORTING

SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Benchmark Capital Management Co. IV, L.L.C.

Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) o (b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

1,735,680 shares, of which 1,152,773 are directly owned by BCP IV, 330,562 are directly owned by BFF IV, 43,113 are directly owned by BFF IV-A, 12,835 shares are directly owned by BFF IV-B, 106,764 are directly owned by BFF IV-X and 89,633 are held in nominee form for the benefit of persons not affiliated with BCMC IV. BCMC IV, the general partner of BCP IV, BFF IV, BFF IV-A, BFF IV-B and BFF IV-X, may be deemed to have sole power to vote these shares, and Balkanski, Dunlevie, Gurley, Harvey, Kagle and Spurlock, the members of BCMC IV, may be deemed to have shared power to

NUMBER OF

SHARES

BENEFICIALLY 6
OWNED BY EACH REPORTING

PERSON 7

WITH

SHARED VOTING POWER

See response to row 5.

vote these shares.

SOLE DISPOSITIVE POWER

1,735,680 shares, of which 1,152,773 are directly owned by BCP IV, 330,562 are directly owned by BFF IV, 43,113 are directly owned by BFF IV-A, 12,835 shares are directly owned by BFF IV-B, 106,764 are directly owned by BFF IV-X and 89,633 are held in nominee form for the benefit of persons not affiliated with BCMC IV. BCMC IV, the general partner of BCP IV, BFF IV, BFF IV-A, BFF IV-B and BFF IV-X, may be deemed to have sole power to dispose of these shares, and Balkanski, Dunlevie, Gurley, Harvey, Kagle and Spurlock, the members of BCMC IV, may be deemed to have shared power to

dispose of these shares.

SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

8

REPORTING PERSON

1,735,680

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES* O PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 7.5% TYPE OF REPORTING PERSON* OO

13 G

CUSIP NO. 68372A104

REPORTING PERSON

EXCLUDES CERTAIN SHARES*

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

10

1 NAME OF REPORTING PERSON Alexandre Balkanski 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) o (b) x 3 SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION 4 U.S. Citizen 5 SOLE VOTING POWER 129,196 shares, all of which are directly owned by a trust, and Balkanski, as trustee of the trust, may be deemed to have sole power to vote these shares. SHARED VOTING POWER 6 1,735,680 shares, of which 1,152,773 are directly owned by BCP IV, 330,562 are directly owned by BFF IV, 43,113 are directly owned by BFF IV-A, 12,835 shares are directly owned by BFF IV-B, 106,764 are directly owned by BFF IV-X and 89,633 are held in nominee form for the benefit of persons not affiliated with BCMC IV. BCMC IV is the general partner of BCP IV, BFF IV, BFF IV-A, BFF IV-B, and BFF IV-X, and Balkanski, a member of NUMBER OF **SHARES** BCMC IV, may be deemed to have shared power to **BENEFICIALLY** vote these shares. OWNED BY EACH 7 SOLE DISPOSITIVE POWER 129,196 shares, all of which are directly owned by a REPORTING **PERSON** trust, and Balkanski, as trustee of the trust, may be WITH deemed to have sole power to dispose of these shares. 8 SHARED DISPOSITIVE POWER 1,735,680 shares, of which 1,152,773 are directly owned by BCP IV, 330,562 are directly owned by BFF IV, 43,113 are directly owned by BFF IV-A, 12,835 shares are directly owned by BFF IV-B, 106,764 are directly owned by BFF IV-X and 89,633 are held in nominee form for the benefit of persons not affiliated with BCMC IV. BCMC IV is the general partner of BCP IV, BFF IV, BFF IV-A, BFF IV-B, and BFF IV-X, and Balkanski, a member of BCMC IV, may be deemed to have shared power to dispose of these shares. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 9

0

1,864,876

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11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
		8.1%

12 TYPE OF REPORTING PERSON*

IN

13 G

CUSIP NO. 68372A104

10

1 NAME OF REPORTING PERSON Bruce W. Dunlevie 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) o (b) x 3 SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION 4 U.S. Citizen 5 SOLE VOTING POWER 110,156 shares, all of which are directly owned by a trust, and Dunlevie, as trustee of the trust, may be deemed to have sole power to vote these shares. SHARED VOTING POWER 6 **NUMBER OF SHARES** 1,735,680 shares, of which 1,152,773 are directly owned by BCP IV, 330,562 are directly owned by **BENEFICIALLY** BFF IV, 43,113 are directly owned by BFF IV-A, OWNED BY EACH REPORTING 12,835 shares are directly owned by BFF IV-B, **PERSON** 106,764 are directly owned by BFF IV-X and 89,633 WITH are held in nominee form for the benefit of persons not affiliated with BCMC IV. BCMC IV is the general partner of BCP IV, BFF IV, BFF IV-A, BFF IV-B, and BFF IV-X, and Dunlevie, a member of BCMC IV, may be deemed to have shared power to vote these shares. 7 SOLE DISPOSITIVE POWER 110,156 shares, all of which are directly owned by a trust, and Dunlevie, as trustee of the trust, may be deemed to have sole power to dispose of these shares. 8 SHARED DISPOSITIVE POWER 1,735,680 shares, of which 1,152,773 are directly owned by BCP IV, 330,562 are directly owned by BFF IV, 43,113 are directly owned by BFF IV-A, 12,835 shares are directly owned by BFF IV-B, 106,764 are directly owned by BFF IV-X and 89,633 are held in nominee form for the benefit of persons not affiliated with BCMC IV. BCMC IV is the general partner of BCP IV, BFF IV, BFF IV-A, BFF IV-B, and BFF IV-X, and Dunlevie, a member of BCMC IV, may be deemed to have shared power to dispose of these shares. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 9 REPORTING PERSON 1,845,836

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

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11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
		8.0%
	TUDE OF DEDODEDIG DEDOOM!	

12 TYPE OF REPORTING PERSON*

IN

CUSIP NO	0. 68372A104	13	G	Page 10 of 18
1 2	NAME OF REPORTING CHECK THE APPROP		am Gurley MBER OF A GROUP*	
3	SEC USE ONLY			(a) o (b) x
4	CITIZENSHIP OR PLA U.S. Citizen	CE OF ORGANIZAT	ION	
	U.S. Chizen	5	SOLE VOTING POWER 86,715 shares.	
	NUMBER OF SHARES BENEFICIALLY BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER 1,735,680 shares, of which 1,152,77 owned by BCP IV, 330,562 are directly owned by BFF IV, 43,113 are directly owned by 12,835 shares are directly owned by 106,764 are directly owned by BFF I are held in nominee form for the ben not affiliated with BCMC IV. BCM general partner of BCP IV, BFF IV, IV-B, and BFF IV-X, and Gurley, a BCMC IV, may be deemed to have stote these shares.	ctly owned by by BFF IV-A, BFF IV-B, IV-X and 89,633 nefit of persons IC IV is the BFF IV-A, BFF member of
		78	SOLE DISPOSITIVE POWER 86,715 shares. SHARED DISPOSITIVE POWER 1,735,680 shares, of which 1,152,77 owned by BCP IV, 330,562 are directly owned by 12,835 shares are directly owned by 106,764 are directly owned by BFF I are held in nominee form for the ben not affiliated with BCMC IV. BCM general partner of BCP IV, BFF IV, IV-B, and BFF IV-X, and Gurley, a BCMC IV, may be deemed to have stiepose of these shares.	ctly owned by by BFF IV-A, BFF IV-B, IV-X and 89,633 nefit of persons IC IV is the BFF IV-A, BFF member of
9	AGGREGATE AMOUN REPORTING PERSON	NT BENEFICIALLY C		1 022 205
10	CHECK BOX IF THE A		NT IN ROW (9)	1,822,395
11	PERCENT OF CLASS		AMOUNT IN ROW 9	0
12	TYPE OF REPORTING			7.9%
				IN

CUSIP NO.	68372A104		13 G				Page 11	of 18
1 2	NAME OF REPORTING CHECK THE APPROPI		vin R. Har MEMBEI		*			
3	SEC USE ONLY					(a	.) o	(b) x
4	CITIZENSHIP OR PLA U.S. Citizen	CE OF ORGANIZ	ZATION					
	NUMBER OF	5 6	14 tr de	OLE VOTING P 48,172 shares, all rust, and Harvey, eemed to have so HARED VOTIN	of which a as trustee o le power to	f the trust	t, may be	
В	SHARES EENEFICIALLY BY EACH REPORTING PERSON WITH		1. o' B 1. 1. au no gr I' B	,735,680 shares, owned by BCP IV FF IV, 43,113 are 2,835 shares are of 06,764 are directly re held in nomine of affiliated with eneral partner of V-B, and BFF IV CMC IV, may be of these shares.	of which 1, , 330,562 are directly owned by every form for the BCMC IV. BCP IV, BI-X, and Hare deemed to	wned by Breed by BFF IV- he benefit BCMC BFF IV, BFF IV, BFF IV, BFF IV, a me	y owned BFF IV-A FF IV-B, -X and 89 it of perso IV is the FF IV-A, ember of	by A, 9,633 ons BFF
		7	14 tr de	OLE DISPOSITI 48,172 shares, all rust, and Harvey, eemed to have so hares.	of which a as trustee o	re directly f the trust	t, may be	-
9	AGGREGATE AMOUN	8 VT BENEFICIALL	1. o' B 1: 10 an no gy I' B	HARED DISPOS ,735,680 shares, owned by BCP IV FF IV, 43,113 are 2,835 shares are of 06,764 are directly re held in nomine of affiliated with eneral partner of V-B, and BFF IV CMC IV, may be ispose of these shares	of which 1, , 330,562 are directly owned by owned by the form for the BCMC IV. BCP IV, BI-X, and Hare deemed to	to 152,773 a are directly wned by BI and by BI benefit BCMC BFF IV, BFF IV, BFF IV, BFF IV, a move, a move the direction of the second	y owned BFF IV-A FF IV-B, -X and 89 it of perso IV is the FF IV-A, ember of	by A, 9,633 ons BFF
	REPORTING PERSON						1,88	33,852
10	CHECK BOX IF THE A EXCLUDES CERTAIN		IOUNT IN	FOW (9)				0

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11

12 TYPE OF REPORTING PERSON*

8.2%

IN

13 G

CUSIP NO. 68372A104

10

1 NAME OF REPORTING PERSON Robert C. Kagle CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* 2 (a) o (b) x SEC USE ONLY 3 CITIZENSHIP OR PLACE OF ORGANIZATION 4 U.S. Citizen 5 SOLE VOTING POWER 117,213 shares, all of which are directly owned by several trusts, and Kagle, as trustee of the trusts, may be deemed to have sole power to vote these shares. 6 SHARED VOTING POWER **NUMBER OF SHARES** 1,735,680 shares, of which 1,152,773 are directly owned by BCP IV, 330,562 are directly owned by **BENEFICIALLY** BFF IV, 43,113 are directly owned by BFF IV-A, OWNED BY EACH REPORTING 12,835 shares are directly owned by BFF IV-B, **PERSON** 106,764 are directly owned by BFF IV-X and 89,633 WITH are held in nominee form for the benefit of persons not affiliated with BCMC IV. BCMC IV is the general partner of BCP IV, BFF IV, BFF IV-A, BFF IV-B, and BFF IV-X, and Kagle, a member of BCMC IV, may be deemed to have shared power to vote these shares. 7 SOLE DISPOSITIVE POWER 117,213 shares, all of which are directly owned by several trusts, and Kagle, as trustee of the trusts, may be deemed to have sole power to dispose of these shares. 8 SHARED DISPOSITIVE POWER 1,735,680 shares, of which 1,152,773 are directly owned by BCP IV, 330,562 are directly owned by BFF IV, 43,113 are directly owned by BFF IV-A, 12,835 shares are directly owned by BFF IV-B, 106,764 are directly owned by BFF IV-X and 89,633 are held in nominee form for the benefit of persons not affiliated with BCMC IV. BCMC IV is the general partner of BCP IV, BFF IV, BFF IV-A, BFF IV-B, and BFF IV-X, and Kagle, a member of BCMC IV, may be deemed to have shared power to dispose of these shares. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 9 REPORTING PERSON 1,852,893

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

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11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	0.16
12	TYPE OF REPORTING PERSON*	8.1%

19

IN

13 G

CUSIP NO. 68372A104

10

1 NAME OF REPORTING PERSON Steven M. Spurlock CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* 2 (a) o (b) x SEC USE ONLY 3 CITIZENSHIP OR PLACE OF ORGANIZATION 4 U.S. Citizen 5 SOLE VOTING POWER 2,407 shares, all of which are directly owned by a trust, and Spurlock, as trustee of the trust, may be deemed to have sole power to vote these shares. SHARED VOTING POWER 6 **NUMBER OF SHARES** 1,735,680 shares, of which 1,152,773 are directly owned by BCP IV, 330,562 are directly owned by **BENEFICIALLY** BFF IV, 43,113 are directly owned by BFF IV-A, OWNED BY EACH REPORTING 12,835 shares are directly owned by BFF IV-B, **PERSON** 106,764 are directly owned by BFF IV-X and 89,633 WITH are held in nominee form for the benefit of persons not affiliated with BCMC IV. BCMC IV is the general partner of BCP IV, BFF IV, BFF IV-A, BFF IV-B, and BFF IV-X, and Spurlock, a member of BCMC IV, may be deemed to have shared power to vote these shares. 7 SOLE DISPOSITIVE POWER 2,407 shares, all of which are directly owned by a trust, and Spurlock, as trustee of the trust, may be deemed to have sole power to dispose of these shares. 8 SHARED DISPOSITIVE POWER 1,735,680 shares, of which 1,152,773 are directly owned by BCP IV, 330,562 are directly owned by BFF IV, 43,113 are directly owned by BFF IV-A, 12,835 shares are directly owned by BFF IV-B, 106,764 are directly owned by BFF IV-X and 89,633 are held in nominee form for the benefit of persons not affiliated with BCMC IV. BCMC IV is the general partner of BCP IV, BFF IV, BFF IV-A, BFF IV-B, and BFF IV-X, and Spurlock, a member of BCMC IV, may be deemed to have shared power to dispose of these shares. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 9 REPORTING PERSON 1,738,087

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

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11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
		7.6%
12	TYPE OF REPORTING PERSON*	

IN

CUSIP NO. 68372A104 13 G Page 14 of 18

This Amendment No. 1 amends the Statement on Schedule 13G previously filed by Benchmark Capital Partners IV, L.P., a Delaware limited partnership, Benchmark Founders' Fund IV, L.P., a Delaware limited partnership, Benchmark Founders' Fund IV-A, L.P., a Delaware limited partnership, Benchmark Founders' Fund IV-B, L.P., a Delaware limited partnership, Benchmark Capital Management Co. IV, L.L.C., a Delaware limited liability company, and Alexandre Balkanski, Bruce W. Dunlevie, J. William Gurley, Kevin R. Harvey, Robert C. Kagle, Andrew S. Rachleff and Steven M. Spurlock. Only those items as to which there has been a change are included in this Amendment No. 1.

ITEM 2(A). NAME OF PERSONS FILING

This Statement is filed by Benchmark Capital Partners IV, L.P., a Delaware limited partnership ("BCP IV"), Benchmark Founders' Fund IV, L.P., a Delaware limited partnership ("BFF IV"), Benchmark Founders' Fund IV-A, L.P., a Delaware limited partnership ("BFF IV-A"), Benchmark Founders' Fund IV-B, L.P., a Delaware limited partnership ("BFF IV-X"), Benchmark Founders' Fund IV-X, L.P., a Delaware limited partnership ("BFF IV-X"), Benchmark Capital Management Co. IV, L.L.C., a Delaware limited liability company ("BCMC IV"), and Alexandre Balkanski ("Balkanski"), Bruce W. Dunlevie ("Dunlevie"), J. William Gurley ("Gurley"), Kevin R. Harvey ("Harvey"), Robert C. Kagle ("Kagle") and Steven M. Spurlock ("Spurlock"). The foregoing entities and individuals are collectively referred to as the "Reporting Persons."

BCMC IV, the general partner of BCP IV, BFF IV, BFF IV-A, BFF IV-B and BFF IV-X, may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by BCP IV, BFF IV, BFF IV-A, BFF IV-B and BFF IV-X. Balkanski, Dunlevie, Gurley, Harvey, Kagle and Spurlock are members of BCMC IV and may be deemed to have shared power to vote and shared power to dispose of shares of the issuer directly owned by BCP IV, BFF IV-A, BFF IV-B and BFF IV-X.

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ITEM 4. OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

See Row 9 of cover page for each Reporting Person.

(b) Percent of Class:

See Row 11 of cover page for each Reporting Person.

- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote:

See Row 5 of cover page for each Reporting Person.

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

See Row 6 of cover page for each Reporting Person.

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

See Row 7 of cover page for each Reporting Person.

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

See Row 8 of cover page for each Reporting Person.

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SIGNATURES

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.

Date: February 10, 2011

BENCHMARK CAPITAL PARTNERS IV, L.P.,

a Delaware Limited Partnership

BENCHMARK FOUNDERS' FUND IV, L.P.,

a Delaware Limited Partnership

BENCHMARK FOUNDERS' FUND IV-A, L.P.,

a Delaware Limited Partnership

BENCHMARK FOUNDERS' FUND IV-B, L.P.,

a Delaware Limited Partnership

BENCHMARK FOUNDERS' FUND IV-X, L.P.,

a Delaware Limited Partnership

BENCHMARK CAPITAL MANAGEMENT CO. IV, L.L.C.,

a Delaware Limited Liability Company

By: /s/ Steven M. Spurlock

Steven M. Spurlock Managing Member

ALEXANDRE BALKANSKI BRUCE W. DUNLEVIE J. WILLIAM GURLEY KEVIN R. HARVEY ROBERT C. KAGLE STEVEN M. SPURLOCK

By: /s/ Steven M. Spurlock

Steven M. Spurlock Attorney-in-Fact*

*Signed pursuant to a Power of Attorney already on file with the appropriate agencies.

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EXHIBIT INDEX

Found on Sequentially Numbered Page 18

Exhibit A: Agreement of Joint Filing

Exhibit

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EXHIBIT A

Agreement of Joint Filing

The Reporting Persons hereby agree that a single Schedule 13G (or any amendment thereto) relating to the Common Stock of OpenTable, Inc. shall be filed on behalf of each of the Reporting Persons. Note that copies of the applicable Agreement of Joint Filing are already on file with the appropriate agencies.