Edgar Filing: REALNETWORKS INC - Form 4

	WORKS INC											
Form 4	2 2016											
September 2												
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION										B APPROVAL		
	UNITED	STATES				D.C. 20			Number:	3235-0287		
Check the			,,,	Simer	011 ,	, D .C. 20	547			January 31,		
if no lon	STATEN	MENT OF	CHAN	NGES I	IN	BENEF	ICIAL O	WNERSHIP OF	Expires:	2005		
subject t Section				SEC	UR	RITIES				Estimated average burden hours per		
Form 4									response			
Form 5	-							inge Act of 1934,				
obligation may cor				•		•	- ·	t of 1935 or Section	on			
See Inst		30(h) c	of the In	nvestme	ent	Compar	ny Act of	1940				
1(b).												
(Print or Type	Responses)											
(Thin of Type	responses)											
1. Name and	Address of Reporting	Person [*]	2. Issue	er Name a	and	I Ticker or	Trading	5. Relationship o	of Reporting Per	Reporting Person(s) to		
ROBERTS	JANICE M		Symbol REALNETWORKS INC [RNWK]					Issuer				
								(Check all applicable)				
(Last)	(First) (rst) (Middle) 3. Date of Earliest Transaction					(Che	ск ан аррисаы	e)			
			(Month/I	Month/Day/Year)				X_ Director 10% Owner				
1501 1ST A	AVENUE S., SUI	TE 600	09/22/2016					Officer (give title Other (specify below) below)				
		4. If Amendment, Date Original				1						
						-	.1	6. Individual or Joint/Group Filing(Check Applicable Line)				
Filed(Month/Day/Year)						_X_ Form filed by One Reporting Person						
SEATTLE,	, WA 98134							Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)										
(City)	(State)	(Zip)	Tab	le I - No	n-I	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned		
1.Title of	2. Transaction Date	2A. Deemed Execution Date, if any		3.		4. Securit			6. Ownership	7. Nature of		
Security (Instr. 3)	(Month/Day/Year)			TransactionAcquired (A) or Code Disposed of (D)					Form: Direct (D) or Indirect	Indirect Beneficial		
(1130.3)		(Month/Day	/Year)	(Instr. 8	3)	(Instr. 3, 4		•	(I)	Ownership		
									(Instr. 4)	(Instr. 4)		
							(A)	Reported Transaction(s)				
				Cada	v	Amount	or (D) Price	(Instr. 3 and 4)				
				Coue	v	Amount	(D) Flice	2				
Reminder: Re	port on a separate line	e for each cla	ss of sec	urities be	enef	ficially own	ned directly	or indirectly.				
								spond to the colle		SEC 1474		
								tained in this form ond unless the for		(9-02)		
								ently valid OMB co				

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

number.

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amoun
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDerivative	Expiration Date	Underlying Securiti
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

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	Derivative Security				or Dispose (D) (Instr. 3, 4 and 5)	Instr. 3, 4,				
			Code	V	(A)	(D) Date Exercisable	Expiration Date	Title	Amou or Numb of Sha	
Stock Option (Right to Buy)	\$ 4.37 <u>(1)</u>	09/22/2016	А	V	15,000	09/22/2017	09/22/2023	Common Stock	15,0	
Restricted Stock Unit	\$ 0 <u>(2)</u>	09/22/2016	А	V	10,297	09/22/2017(3)	09/22/2017	Common Stock	10,2	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ROBERTS JANICE M 1501 1ST AVENUE S. SUITE 600 SEATTLE, WA 98134	Х						
Signatures							
/s/ Drew G. Markham, attorney-in-fact		09/23/201	6				
**Signature of Reporting Person		Date					

Explanation of Responses:

- * 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).
- The options will vest and become exercisable in 12 substantially equal monthly installments until the options become fully vested and(1) exercisable on the first anniversary of the grant date, provided that the reporting individual continues to serve as a director of RealNetworks through such date.
- (2) Converts into common stock on a unit-for-share basis upon vesting.
- (3) The restricted stock units vest in 12 substantially equal monthly installments until fully vested on the first anniversary of the grant date, provided that the reporting person continues to serve as a director through such date.

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.