

BARHYDT KEVIN  
Form 4  
May 22, 2013

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BARHYDT KEVIN

(Last) (First) (Middle)  
1 MARKET PLAZA, STEUART  
TOWER, SUITE 800  
(Street)

SAN FRANCISCO, CA 94105

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
RPX Corp [RPXC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/20/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	05/20/2013		M		4,687	A	\$ 0
Common Stock	05/21/2013		S		1,782	D	\$ 15.3377 (1)
Common Stock	05/21/2013		M(2)		834	A	\$ 4.96
Common Stock	05/21/2013		S(2)		834	D	\$ 15.37

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Restricted Stock Units	\$ 0 <sup>(3)</sup>	05/20/2013		M	4,062	05/20/2013 <sup>(4)</sup> - <sup>(4)</sup>	Common Stock	4,062
Restricted Stock Units	\$ 0 <sup>(3)</sup>	05/20/2013		M	625	05/20/2012 <sup>(5)</sup> - <sup>(5)</sup>	Common Stock	625
Employee Stock Option (right to buy)	\$ 4.96	05/21/2013		M	834	<sup>(6)</sup> - 10/20/2020	Common Stock	834

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director	10% Owner	Officer	Other
		Senior Vice President	

BARHYDT KEVIN  
1 MARKET PLAZA, STEUART TOWER, SUITE 800  
SAN FRANCISCO, CA 94105

## Signatures

Martin Roberts, Attorney-in-fact for Kevin Barhydt

05/22/2013

\*\*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 price reported in column 4 is the weighted average price. The shares were sold in multiple transactions ranging from \$15.29 to \$15.3950, inclusive. The reporting person hereby undertakes to provide to the SEC staff, the Issuer or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.
- (1) The transaction reported was effected pursuant to a 10b5-1 trading plan adopted by reporting person on February 27, 2013.
- (2) Each restricted stock unit represents a contingent right to receive one share of Issuer's common stock.
- 6.25% of the 65,000 stock units subject to the award will vest on this date and 6.25% of the shares subject to the award will vest in equal quarterly installments thereafter, provided that Reporting Person remains in continuous service through each vest date. The quarterly vest dates are February 20, May 20, August 20 and November 20.
- (4) 6.25% of the 10,000 stock units subject to the award will vest on this date and 6.25% of the shares subject to the award will vest in equal quarterly installments thereafter, provided that Reporting Person remains in continuous service through each vest date. The quarterly vest dates are February 20, May 20, August 20 and November 20.
- (5) The option representing the right to purchase a total of 40,000 shares vests as follows: 1/48th of the shares subject to the option vest on October 21, 2012, and 1/48th of the shares subject to the option vest when the Reporting Person completes each month of continuous service thereafter.
- (6)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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