SEC Form 3

FORM 3

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

			or se		of the Investment Company Act of 1	.940				
1. Name and Add Index Vent	dress of Reportin ures Growth	°	2. Date of Eve Requiring Stat (Month/Day/Ye 05/03/2011	ement	3. Issuer Name and Ticker or Tra <u>RPX Corp</u> [RPXC]	ding Symbol				
(Last) (First) (Middle)					4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)		
C/O INDEX	VENTURES				Director X Officer (give title	10% Owne Other (spec	Nif		(Q) 511 (Q) 1	
1 SEATON P	LACE				below)	below)	· [0.11	icable Line)	/Group Filing (Check	
(Street)							x	Form filed b	y One Reporting Person y More than One	
ST. HELIER	Y9	JE4 8YJ						Reporting P	erson	
(City)	(State)	(Zip)								
			Table I - No	on-Deriva	tive Securities Beneficial	ly Owned				
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
		(e			ve Securities Beneficially ants, options, convertible		5)			
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	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)		
Series B Prefe	erred Stock		(1)	(1)	Common Stock	5,455,484	0	D ⁽²⁾		
Series B Prefe	erred Stock		(1)	(1)	Common Stock	190,329	0	D ⁽³⁾		
Series B Prefe	erred Stock		(1)	(1)	Common Stock	2,570,411	0	D ⁽⁴⁾		
Series B Prefe	rred Stock		(1)	(1)	Common Stock	243,984	0	D ⁽⁵⁾	ĺ	
Series B Prefe	rred Stock		(1)	(1)	Common Stock	51,068	0	D ⁽⁶⁾		
Series C Prefe	erred Stock		(1)	(1)	Common Stock	70,029	0	D ⁽²⁾		
Series C Prefe	erred Stock		(1)	(1)	Common Stock	2,443	0	D ⁽³⁾		
Series C Prefe	erred Stock		(1)	(1)	Common Stock	32,995	0	D ⁽⁴⁾		
Series C Prefe	erred Stock		(1)	(1)	Common Stock	3,132	0	D ⁽⁵⁾		
Series C Prefe	erred Stock		(1)	(1)	Common Stock	656	0	D ⁽⁶⁾		
1. Name and Add Index Vent		g Person [*] 1 <u>I (Jersey) L.P.</u>	<u></u>				·			
(Last) C/O INDEX 1 SEATON P		(Middle	?)	-						
(Street) ST. HELIER	Y9	JE4 8	YJ	_						
(City)	(State)	(Zip)								
1. Name and Add Index Vent Fund (Jerse	<u>ures Growth</u>	g Person [*] 1 I Parallel Entre	<u>epreneur</u>							
(Last) C/O INDEX 1 SEATON P.		(Middle	?)	_						
i i				1						

(Street) ST. HELIER	Y9	JE4 8YJ
(City)	(State)	(Zip)
1. Name and Addres Index Venture		
(Last)	(First)	(Middle)
C/O INDEX VE 1 SEATON PLA		
(Street) ST. HELIER	¥9	JE4 8YJ
(City)	(State)	(Zip)
1. Name and Address <u>Index Venture</u> <u>(Jersey) LP</u>		on [*] <u>Entrepreneur Fund</u>
(Last) C/O INDEX VE 1 SEATON PLA		(Middle)
(Street) ST. HELIER	Y9	JE4 8YJ
(City)	(State)	(Zip)
1. Name and Addres		
(Last)	(First)	(Middle)
C/O INDEX VE	NTURES	
1 SEATON PLA	CE	
(Street) ST. HELIER	¥9	JE4 8YJ
(City)	(State)	(Zip)

Explanation of Responses:

1. Upon the Issuer's sale of its Common Stock in its initial public offering, each share of Series A Preferred Stock, Series A-1 Preferred Stock, Series B Preferred Stock and Series C Preferred Stock will automatically be converted into one share of Common Stock. The Series A Preferred Stock, Series A-1 Preferred Stock, Series B Preferred Stock and Series C Preferred Stock have no expiration date. 2. The shares are held by Index Ventures Growth I (Jersey), L.P. David G, Gardner, Nigel T. Creanwood David Hung Lang Landorson and David Hung Lang Landorson and David Hung Lang Landorson and David Lang Langorson and David Lang Langorson and David Lango Langorson and David Lang Langorson and David Langor

Greenwood, David Hall, Ian J. Henderson, Phil Balderson and David Rimer are directors of Index Venture Growth Associates I Limited. Messrs. Gardner, Greenwood, Hall, Henderson, Balderson and Rimer share voting and dispositive power with respect to the shares. Each of these persons disclaims beneficial ownership of the shares except to the extent of his pecuniary interest therein.

3. The shares are held by Index Ventures Growth I Parallel Entrepreneur Fund (Jersey), L.P. Index Venture Growth Associates I Limited is the general partner of Index Ventures Growth I Parallel Entrepreneur Fund (Jersey), L.P. David G. Gardner, Nigel T. Greenwood, David Hall, Ian J. Henderson, Phil Balderson and David Rimer are directors of Index Venture Growth Associates I Limited. Messrs. Gardner, Greenwood, Hall, Henderson, Balderson and Rimer share voting and dispositive power with respect to the shares. Each of these persons disclaims beneficial ownership of the shares except to the extent of his pecuniary interest therein.

4. The shares are held by Index Ventures IV (Jersey), L.P. Index Venture Associates IV Limited is the general partner of Index Ventures IV (Jersey), L.P. Paul Willing, Jane Pearce, David Hall, David Rimer and Phil Balderson are directors of Index Venture Associates IV Limited. Messrs. Willing, Hall, Rimer, Balderson and Mrs. Pearce share voting and dispositive power with respect to the shares. Each of these persons disclaims beneficial ownership of the shares except to the extent of his or her pecuniary interest therein.

5. The shares are held by Index Ventures IV Parallel Entrepreneur Fund (Jersey), L.P. Index Venture Associates IV Limited is the general partner of Index Ventures IV Parallel Entrepreneur Fund (Jersey), L.P. Paul Willing, Jane Pearce, David Hall, David Rimer and Phil Balderson are directors of Index Venture Associates IV Limited. Messrs. Willing, Hall, Rimer, Balderson and Mrs. Pearce share voting and dispositive power with respect to the shares. Each of these persons disclaims beneficial ownership of the shares except to the extent of his or her pecuniary interest therein.

6. The shares are held by Yucca Partners LP Jersey Branch. The managing general partner of Yucca Partners LP Jersey Branch is EFG Fund Administration Limited. EFG Fund Administration Limited is the administrator of the Index Ventures Growth I limited partnerships. Messrs. David G. Gardner, Nigel T. Greenwood, Ian J. Henderson are directors of EFG Fund Administration Limited and share voting and dispositive power with respect to the shares held by Yucca Partners LP Jersey Branch. Each of these persons disclaims beneficial ownership of the shares except to the extent of his pecuniary interest therein.

/s/ Martin Roberts as Attorney-	
In-Fact for Index Ventures	05/03/2011
<u>Growth I (Jersey), L.P.</u>	
/s/ Martin Roberts as Attorney-	
In-Fact for Index Ventures	05/02/2011
Growth I Parallel Entrepreneur	<u>05/03/2011</u>
Fund (Jersey), L.P.	
/s/ Martin Roberts as Attorney-	
In-Fact for Index Ventures IV	05/02/2011
III I UCTIOI IIIUCA VCIITUICS I V	03/03/2011
<u>(Jersey), L.P.</u>	05/05/2011
<u>(Jersey), L.P.</u>	03/03/2011
(Jersey), L.P. /s/ Martin Roberts as Attorney-	<u>05/03/2011</u>

/s/ Martin Roberts as Attorney- 05/03/2011

In-Fact for Yucca Partners LP Jersey Branch

** Signature of Reporting Person Date

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

 \ast 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.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Martin Roberts, Adam Spiegel and Jon M. Novotny, or any of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as a 10% stockholder of RPX Corporation (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(3) seek or obtain information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the attorney-in-fact and approves and ratifies any such release of information;

(4) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority;

(5) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 3rd day of May, 2011.

Index Ventures Growth I (Jersey) LP /s/ Nigel Greenwood By: Nigel Greenwood Its: Director

Index Venture Growth Associates 1 Limited As General Partner of Index Ventures Growth 1 (Jersey) L.P.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Martin Roberts, Adam Spiegel and Jon M. Novotny, or any of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as a 10% stockholder of RPX Corporation (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(3) seek or obtain information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the attorney-in-fact and approves and ratifies any such release of information;

(4) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority;

(5) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 3rd day of May, 2011.

Index Ventures Growth I Parallel Entrepreneur Fund (Jersey) LP /s/ Nigel Greenwood By: Nigel Greenwood Its: Director

Index Venture Growth Associates 1 Limited As General Partners of Index Ventures Growth 1 Parallel Entrepreneur Fund (Jersey) L.P.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Martin Roberts, Adam Spiegel and Jon M. Novotny, or any of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as a 10% stockholder of RPX Corporation (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(3) seek or obtain information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the attorney-in-fact and approves and ratifies any such release of information;

(4) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority;

(5) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 3rd day of May, 2011.

This Power of Attorney will expire on 30th September 2011.

Index Ventures IV (Jersey) LP By its Managing General Partner: Index Venture Associates IV Limited

/s/ Tamara Williams By: Tamara Williams Its: Alternate Director

Know all by these presents, that the undersigned hereby constitutes and appoints each of Martin Roberts, Adam Spiegel and Jon M. Novotny, or any of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as a 10% stockholder of RPX Corporation (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(3) seek or obtain information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the attorney-in-fact and approves and ratifies any such release of information;

(4) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority;

(5) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 3rd day of May, 2011.

This Power of Attorney will expire on 30th September 2011.

Index Ventures IV Parallel Entrepreneur Fund (Jersey) LP By its Managing General Partner Index Venture Associates IV Limited

/s/ Tamara Williams By: Tamara Williams Its: Alternate Director

Know all by these presents, that the undersigned hereby constitutes and appoints each of Martin Roberts, Adam Spiegel and Jon M. Novotny, or any of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as a 10% stockholder of RPX Corporation (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(3) seek or obtain information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the attorney-in-fact and approves and ratifies any such release of information;

(4) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority;

(5) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 3rd day of May, 2011.

Yucca Partners LP Jersey Branch /s/ Peter Le Breton /s/ Richard Charles Germain By: Peter Le Breton Richard Charles Germain Its: Authorised Signatory Authorised Signatory

By: Ogier Employee Benefit Services Limited as Authorised Signatory of Yucca Partners LP Jersey Branch in its capacity as Administrator of The Index Co-Investment Scheme