SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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* <u>HEATH ROBERT H</u>	2. Date of Event Requiring Statement (Month/Day/Year) 01/19/2015		3. Issuer Name <b>and</b> Ticker or Trading Symbol <b><u>RPX Corp</u></b> [ <b>RPXC</b> ]				
(Last) (First) (Middle) C/O RPX CORPORATION ONE MARKET PLAZA, STEUART TOWER STE. 800 (Street) SAN FRANCISCO CA 94105			4. Relationship of Reporting Perso (Check all applicable) Director X Officer (give title below) Chief Financial Offi	10% Owne Other (spec below)	r cify 6. Ind Appli	th/Day/Year) dividual or Joint cable Line) Form filed by	te of Original Filed /Group Filing (Check / One Reporting Person / More than One erson
(City) (State) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownershi Form: Direc or Indirect ( (Instr. 5)	ct (D) (Instr. 5)		
Common Stock			8,677	D			
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	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative d	Direct (D) or Indirect (I) (Instr. 5)	
Option (right to buy)	03/28/2012 <sup>(1)</sup>	04/05/2021(1)	) Common Stock	120,000	14.19	D	
Restricted Stock Units	05/20/2012 <sup>(2)</sup>	(2)	Common Stock	2,500	(3)	D	
Option (right to buy)	04/24/2012 <sup>(4)</sup>	01/23/2022(4	) Common Stock	40,000	15.98	D	
Restricted Stock Units	05/20/2013 <sup>(5)</sup>	(5)	Common Stock	84,376	(3)	D	
Restricted Stock Units	05/20/2012 <sup>(6)</sup>	(6)	Common Stock	3,907	(3)	D	
Restricted Stock Units	05/20/2014 <sup>(7)</sup>	(7)	Common Stock	32,500	(3)	D	
Restricted Stock Units	05/20/2015 <sup>(8)</sup>	(8)	Common Stock	60,000	(3)	D	

Explanation of Responses:

1. The vesting schedule of the option is as follows: 1/4th of the shares subject to the option vest on this date, and 1/48th of the shares subject to the option vest when the Reporting Person completes each month of continuous service thereafter.

2. This award was originally for 20,000 restricted stock units, 17,500 of which have vested and been released. 6.25% of the stock units subject to the award vested on this date and 6.25% of the shares subject to the award vested or 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.

3. Each restricted stock unit represents a contingent right to receive one share of Issuer's common stock. The units were awarded at no cost to Reporting Person.

4. The vesting schedule of the option is as follows: 2,500 of the shares subject to the option vested on this date, and 1/48th of the shares subject to the option vested or will vest when the Reporting Person completes each month of continuous service thereafter.

5. This represents two (2) awards of 75,000 restricted stock units, totaling 150,000 restricted stock units; 65,624 of which have vested and been released. 6.25% of the stock units subject to the award vested on this date and 6.25% of the shares subject to the award vested or 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.

6. The award was originally granted for 12,500 restricted stock units, 8,593 of which have vested and been released. 6.25% of the stock units subject to the award vested on this date and 6.25% of the shares subject to the award vested or 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.

7. The award was originally granted for 40,000 restricted stock units, 7,500 of which have vested and been released. 6.25% of the stock units subject to the award vested on this date and 6.25% of the shares subject to the award vested or 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.

8. 6.25% of the 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.

## **Remarks:**

<u>Robert H. Heath</u>

01/23/2015

Date

\*\* Signature of Reporting Person

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.