

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-28** | Period of Report: **2013-01-25**  
SEC Accession No. [0001181431-13-005215](#)

([HTML Version](#) on [secdatabase.com](#))

### REPORTING OWNER

**Jimmerson Martin L.**

CIK: **1506689**

Type: **4** | Act: **34** | File No.: **001-35003** | Film No.: **13553203**

Mailing Address

*1880 S. DAIRY ASHFORD,  
SUITE 300  
HOUSTON TX 77077*

### ISSUER

**RigNet, Inc.**

CIK: **1162112** | IRS No.: **760677208** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **4899** Communications services, nec

Mailing Address

*1880 S. DAIRY ASHFORD,  
SUITE 300  
HOUSTON TX 77077*

Business Address

*1880 S. DAIRY ASHFORD,  
SUITE 300  
HOUSTON TX 77077  
281-674-0100*

# FORM 4

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

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

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	02/28/2011
Estimated average burden hours per response	0.5

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>Jimmerson Martin L.</b>			2. Issuer Name and Ticker or Trading Symbol <b>RigNet, Inc. [RNET]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>CFO and Vice President</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/25/2013</b>					
C/O RIGNET, INC., 1880 S. DAIRY ASHFORD, SUITE 300			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) <b>HOUSTON, TX 77077</b>								
(City)	(State)	(Zip)						

**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	(A) or (D)	Price			
Common Stock	01/25/2013		M <sup>(1)</sup>		380	A	\$7	16,464	D	
Common Stock	01/25/2013		S <sup>(2)</sup>		380	D	\$22	16,084	D	
Common Stock	01/28/2013		M <sup>(1)</sup>		2,176	A	\$7	18,260	D	
Common Stock	01/28/2013		S <sup>(2)</sup>		2,176	D	\$22 <sup>(6)</sup>	16,084	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title	Amount or Number of Shares
Stock Options (Right to buy)	\$7	01/25/2013		M <sup>(3)</sup>			380		<sup>(4)</sup>	01/01/2017	Common Stock	380	<sup>(5)</sup>	184,277	D	

Stock Options (Right to buy)	\$7	01/28/2013	<u>M</u> (3)	2,176	(4)	01/01/2017	Common Stock	2,176	(5)	182,101	D
------------------------------	-----	------------	--------------	-------	-----	------------	--------------	-------	-----	---------	---

**Explanation of Responses:**

1. These shares represent the options which were exercised as presented in Table II.
2. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
3. The shares that were issued upon the exercise of options were immediately sold, as is presented in Table I.
4. This option vests in four equal annual installments beginning January 1, 2008 and was fully vested on January 1, 2011.
5. Pursuant to General Instruction 4(c)(iii) of Form 4, the exercise price is reported in Column 2 of this Table II.
6. The price in column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$22.00 to \$22.05, inclusive. The reporting person undertakes to provide RigNet, Inc., any security holder of RigNet, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

**Signatures**

William Sutton pursuant to a Limited Power of Attorney filed with the SEC on December 14, 2010

/s/ William Sutton

\*\* Signature of Reporting Person

01/28/2013

Date

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 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).

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.**