

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-09** | Period of Report: **2013-01-07**  
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### REPORTING OWNER

#### **Amster John A**

CIK: **1511892**

Type: **4** | Act: **34** | File No.: **001-35146** | Film No.: **13521482**

Mailing Address

*1 MARKET PLAZA  
STEUART TOWER, SUITE  
700  
SAN FRANCISCO CA 94105*

### ISSUER

#### **RPX Corp**

CIK: **1509432** | IRS No.: **262990113** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **6794** Patent owners & lessors

Mailing Address

*ONE MARKET PLAZA  
STEUART TOWER, SUITE  
700  
SAN FRANCISCO CA 94105*

Business Address

*ONE MARKET PLAZA  
STEUART TOWER, SUITE  
700  
SAN FRANCISCO CA 94105  
866-779-7641*

# 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	
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## 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>Amster John A</b>			2. Issuer Name and Ticker or Trading Symbol <b>RPX Corp [RPXC]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chief Executive Officer</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/07/2013</b>					
C/O RPX CORPORATION, ONE MARKET PLAZA, SUITE 800								
(Street) <b>SAN FRANCISCO, CA 94105</b>			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		
(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	01/08/2013		S	(1)	8,600	D	\$9.9929 (2)	1,431,067 (3)	I	By Trust
Common Stock	01/09/2013		S	(1)	8,600	D	\$9.8089 (4)	1,422,467 (3)	I	By Trust
Common Stock								723,676 (5)	I	By Trust

**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					
Restricted Stock Units	\$ 0	01/07/2013		A		125,000		(6)	(6)	Common Stock	\$ 0	125,000	D	
Performance Units	\$ 0	01/07/2013		A		125,000		(7)	(7)	Common Stock	\$ 0	125,000	D	

**Explanation of Responses:**

1. The sale reported was effected pursuant to a 10b5-1 trading plan adopted by the Trustees of The John & Colleen Amster Living Trust dated 3/2/2000 on November 30, 2011.

2. The price reported in column 4 is the weighted average price. The shares were sold in multiple transactions ranging from \$9.87 to \$10.17, 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 footnotes (2) and (4) to this Form 4.
3. Shares held by John A. Amster and Colleen Q. Amster, Trustees of The John & Colleen Amster Living Trust dated 3/2/2000.
4. The price reported in column 4 is the weighted average price. The shares were sold in multiple transactions ranging from \$9.67 to \$9.975, inclusive.
5. 366,138 shares held by John A. Amster, Trustee of the John A. Amster 2010 Annuity Trust dated December 21, 2010 and 366,138 shares held by Colleen Quinn Amster, Trustee of the Colleen Quinn Amster 2010 Annuity Trust dated December 21, 2010.
6. 6.25% of the stock units subject to the award will vest on May 20, 2013 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.
7. The units vest over approx. 4 yrs. from the Grant Date ("GD"), with 25% of the total number of units first eligible to vest following each 1-yr. anniversary, provided that as of each anniv. the average closing price per share of the Company's common stock ("ACP") for any period of 90 consecutive calendar days during the year preceding such anniv. is: (i) on the 1st anniv., equal to or greater than \$11.81; (ii) on the 2nd anniv., equal to or greater than the higher of (a) \$14.17 or (b) the ACP for the period of 90 calendar days ending on the first anniv. of the GD times 1.25; (iii) on the 3rd anniv., equal to or greater than the higher of (a) \$16.54 or (b) the ACP for the period of 90 calendar days ending on the second anniv. of the GD times 1.25; and (iv) on the 4th anniv., equal to or greater than the higher of (a) \$18.90 or (b) the ACP for the period of 90 calendar days ending on the third anniv. of the GD times 1.25. Rep. person must remain in continuous service through vest dates.

### Signatures

Martin Roberts, Attorney-in-Fact for John A. Amster

\*\* Signature of Reporting Person

01/09/2013

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.**