

REALNETWORKS INC  
Form 3  
August 27, 2007

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF 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 \*

Williams Robert John

(Last) (First) (Middle)

2601 ELLIOTT  
AVENUE, SUITE 1000

(Street)

SEATTLE, WA 98121

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

08/16/2007

3. Issuer Name and Ticker or Trading Symbol  
REALNETWORKS INC [RNWK]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner

☒ Officer \_\_\_\_ Other  
(give title below) (specify below)

Sr. VP, Music Products

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

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 Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities Beneficially Owned  
(Instr. 4)

3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)

4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

**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 control number.**

### 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)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)

Title Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:  
Direct (D)  
or Indirect (I)

6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

(Instr. 5)

Employee Stock Option (Right to Buy)	07/08/2005 <sup>(1)</sup>	07/05/2012	Common Stock	100,000	\$ 5	D	Â
Employee Stock Option (Right to Buy)	03/15/2006 <sup>(2)</sup>	03/15/2013	Common Stock	20,000	\$ 8.27	D	Â
Employee Stock Option (Right to Buy)	11/09/2006 <sup>(3)</sup>	11/09/2013	Common Stock	50,000	\$ 11.38	D	Â
Employee Stock Option (Right to Buy)	04/06/2007 <sup>(4)</sup>	04/06/2014	Common Stock	135,000	\$ 7.69	D	Â
Employee Stock Option (Right to Buy)	08/16/2007 <sup>(5)</sup>	08/16/2014	Common Stock	70,000	\$ 5.65	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Williams Robert John 2601 ELLIOTT AVENUE SUITE 1000 SEATTLE, WA 98121	Â	Â	Â Sr. VP, Music Products	Â

## Signatures

/s/ Robert J. Williams 08/21/2007

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) 20% of the options became vested on 07/05/2006, and an additional 10% of the options vest upon the completion of each successive six months of employment until the options become fully vested on 07/05/2010.
- (2) 12.5% of the options became vested on 07/01/2006, and an additional 12.5% of the options vest upon the completion of each successive six months of employment until the options become fully vested on 01/01/2010.
- (3) 12.5% of the options became vested on 05/09/2007, and an additional 12.5% of the options vest upon the completion of each successive six months of employment until the options become fully vested on 11/09/2010.
- (4) 12.5% of the options will vest on 10/06/07, and an additional 12.5% of the options vest upon the completion of each successive six months of employment until the options become fully vested on 04/06/2011.
- (5) 12.5% of the options will become vested on 2/16/08, and an additional 12.5% of the options will vest upon the completion of each successive six months of employment thereafter until the options become fully vested on 8/16/2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.