Nielsen Thomas Bruun
Form 3
November 10, 2011

FORM 3

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

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

OMB APPROVAL	
OMB Number:	3235-0104
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

(Print or Type Responses)

1. Name and Address of Reporting Person [*] Â Nielsen Thomas Bruun	2. Date of Event Requiring Statement (Month/Day/Year) 11/09/2011	3. Issuer Name **and** Ticker or Trading Symbol REALNETWORKS INC [RNWK]
(Last) (First) (Middle)		
2601 ELLIOTT AVENUE,Â SUITE 1000		4. Relationship of Reporting Person(s) to Issuer
(Street)		(Check all applicable)

_____ Director	_____ 10% Owner
__X__ Officer	_____ Other
(give title below)	(specify below)
President and CEO	

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

SEATTLE,Â WAÂ 98121

(City) (State) (Zip)

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

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)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		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)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

(Instr. 5)

Employee Stock Option (Right to Buy)	11/09/2012[(1)]	11/09/2018	Common Stock	640,000	$ 7.44	D	Â
Employee Stock Option (Right to Buy)	12/22/2011[(2)]	11/09/2018	Common Stock	240,000	$ 7.44	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nielsen Thomas Bruun 2601 ELLIOTT AVENUE SUITE 1000 SEATTLE,Â WAÂ 98121	Â	Â	Â President and CEO	Â

Signatures

/s/ Thomas Nielsen

11/09/2011

[**]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) 25% of the options vest on November 9, 2012, 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 November 9, 2015, subject to the reporting individual's continued employment with RealNetworks, Inc.

(2) The options will vest if the average closing price for the issuer's common stock during a period of 30 consecutive trading days is at least $18.23 (the "Price Target"). If the Price Target is satisfied, 120,000 options will immediately vest as of the date of the achievement of the Price Target, and the remaining options will vest in substantially equal monthly installments thereafter until the options are fully vested, subject to the reporting person's continued employment with RealNetworks, Inc. If the Price Target has been achieved but unvested shares remain on November 9, 2017, the unvested shares subject to the options will immediately vest.

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.