

REALNETWORKS INC
Form 8-K
July 23, 2010

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

July 20, 2010

RealNetworks, Inc.

(Exact name of registrant as specified in its charter)

Washington

0-23137

91-1628146

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

2601 Elliott Avenue, Suite 1000, Seattle,
Washington

98121

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(206) 674-2700

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On July 20, 2010, the Board of Directors of RealNetworks, Inc. (the "Company") appointed Robert Kimball as Chief Executive Officer of the Company. Mr. Kimball continues to serve as President of the Company and on the Company's Board of Directors.

Mr. Kimball, age 46, joined the Company in 1999, and prior to this appointment, he served as the Company's President and acting Chief Executive Officer since January 2010. From January 2009 to January 2010, Mr. Kimball served as the Company's Executive Vice President, Corporate Development and Law, General Counsel and Corporate Secretary. In addition, from January 2005 to January 2009, Mr. Kimball served as the Company's Senior Vice President, Legal and Business Affairs, General Counsel and Corporate Secretary of RealNetworks, and from January 2003 to January 2005, he served as the Company's Vice President, Legal and Business Affairs, General Counsel and Corporate Secretary.

Item 7.01 Regulation FD Disclosure.

The Company's press release dated July 22, 2010 announcing Mr. Kimball's appointment as the Company's Chief Executive Officer is included as Exhibit 99.1 to this report.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit

No. Exhibit Description

99.1 Press release issued by RealNetworks, Inc. dated July 22, 2010

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

RealNetworks, Inc.

July 22, 2010

By: *Michael Eggers*

Name: Michael Eggers

Title: Senior Vice President and Chief Financial Officer

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Exhibit Index

Exhibit No.	Description
99.1	Press release issued by RealNetworks, Inc. dated July 22, 2010

dth="8%" valign="top" rowspan="2" style="border: solid black; border-top-width: 1; border-left-width: 0; border-right-width: 1; border-bottom-width: 1">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)CodeV(A)(D)Date ExercisableExpiration DateTitleAmount or Number of Shares Stock Option (right to buy) \$
30.2906/05/2007 A 47,434 01/31/2009⁽¹⁾06/04/2017 Common Stock 47,434 \$ 0 47,434 D Stock Option (right to
buy) \$ 30.2906/05/2007 A 68,422 01/31/2010⁽²⁾06/04/2017 Common Stock 68,422 \$ 0 68,422 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jankov Ronald Steven 1875 CHARLESTON RD. MOUNTAIN VIEW, CA 94043	X		President and CEO	

Signatures

/s/ Roland Cortes (As Attorney-In-Fact for Ronald Jankov) 06/07/2007

__Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) These grants shall vest with respect to one-twelfth of the shares subject to the option at the end of each calendar month in calendar year 2009, subject in all instances to the optionee's continuous employment or consulting status with the Company.
 - (2) These grants shall vest with respect to one-twelfth of the shares subject to the option at the end of each calendar month in calendar year 2010, subject in all instances to the optionee's continuous employment or consulting status with the Company.

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.