SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Stout Donald E.	2. Date of Even Requiring State (Month/Day/Yea 07/19/2012	ment	3. Issuer Name and Ticker or Trading Symbol <u>Vringo Inc</u> [ VRNG ]					
(Last) (First) (Middle) C/O VRINGO, INC.			4. Relationship of Reporting Perso (Check all applicable) X Director	on(s) to Issue	(N	If Amendment, Da Ionth/Day/Year)	ate of Original Filed	
44 W. 28TH STREET, SUITE 1414			Officer (give title below)	Other (specify below)		6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street) NEW YORK NY 10001							y One Reporting Person y More than One erson	
(City) (State) (Zip)								
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)			ture of Indirect Beneficial Ownership . 5)	
Common Stock, par value \$0.01 per share			243,178	I By D		Donald E. and	Donald E. and Mary Stout Trust	
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exer Expiration D (Month/Day/	ate	3. Title and Amount of Securit Underlying Derivative Securit	vative Security (Instr. 4)		5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiratior Date	n Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Series 1 Warrants	07/19/2012	07/19/2017	7 Common Stock	157,146	1.76	I	By Donald E. and Mary Stout Trust	
Series 2 Warrants	07/19/2012	07/19/2017	7 Common Stock	145,057	1.76	I	By Donald E. and Mary Stout Trust	
Stock Options	11/07/2011	11/06/2016	5 Common Stock	41,178	0.994	I	By Donald E. and Mary Stout Trust	

Explanation of Responses:

## **Remarks:**

Exhibit List - Exhibit 24 - Power of Attorney

/s/ Donald E. Stout

07/25/2012

\*\* Signature of Reporting Person

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 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).

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.

## POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That the undersigned has made, constituted and appointed, and by this instrument does make, constitute and appoint KENNETH R. KOCH, JEFFREY SCHULTZ, MERAV GERSHTENMAN and MICHAEL BROWN, acting individually, as his or her true and lawful attorney, for him or her, and in his or her name, place and stead, to affix, as attorney-in-fact, the signature of the undersigned to any reports or filings to the Securities and Exchange Commission on or in connection with Forms 3, 4, 5 or 144 with respect to transactions or holdings by the undersigned in equity securities issued by VRINGO, INC., a Delaware company, and to any and all amendments to such reports, giving and granting unto each such attorney-in-fact full power and authority to do and perform every act and thing whatsoever necessary to be done in the premises, as fully as the undersigned might or could do if personally present, hereby ratifying and confirming all that each such attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

This Power of Attorney shall expire on the date the undersigned is no longer required to file Forms 3, 4, 5 or 144 reports with the Securities and Exchange Commission with respect to holdings of and transactions in securities issued by VRINGO, INC., unless revoked in writing prior thereto.

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 25th day of July, 2012.

/s/ Donald E. Stout Donald E. Stout