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

Engelman John (I			. Date of Event Requiring Stater Month/Day/Yea 2/15/2010	nent	3. Issuer Name and Ticker or Trading Symbol <u>Vringo Inc</u> [VRNG]							
(Last) (First) (Middle) C/O VRINGO, INC.					(Check	tionship of Reporting Perso all applicable)	()			5. If Amendment, Date of Original Filed (Month/Day/Year)		
18 E. 16TH ST., 7TH FLOOR					Х	Director Officer (give title	10% Owne Other (spe		6.100	lividual or loint	Group Filing (Check	
					below)		below)		6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street)											One Reporting Person	
NEW YORK	NY	10003								Reporting Pe	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)				4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock					43,614		D					
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 Securi Underlying Derivative Securi		ty (Instr. 4) Co or		ersion ercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
		Date Exercisable	Expiratior Date	n Title		Amount Derivativ or Security Number of Shares		tive	Direct (D) or Indirect (I) (Instr. 5)			
Stock Options ⁽¹	Options ⁽¹⁾		(1)	(1)		Common Stock	10,000 0.01)1	D		
Stock Options ⁽²	tock Options ⁽²⁾		(2)	(2)	Common Stock		32,500	5.06		D		
Warrants		12/29/2009	12/29/2014		Common Stock	7,246	7,246 2.75 D		D			
Warrants			06/21/2010	06/21/2015		Common Stock	14,492	5.0)6	D		

Explanation of Responses:

1. The stock options were granted on December 15, 2010. One-fourth of the stock options will vest on the vesting commencement date, and the remainder will vest in equal annual installments over the following three years.

2. The stock options were granted on December 15, 2010. One-fourth of the stock options will vest on the vesting commencement date, and the remainder will vest in 12 equal quarterly installments beginning on March 31, 2012.



** Signature of Reporting Person

12/28/2010

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.