Davis Charles Louis IV Form 3 December 14, 2010

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement RigNet, Inc. [RNET] Davis Charles Louis IV (Month/Day/Year) 12/14/2010 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O RIGNET, INC., 1880 S. (Check all applicable) DAIRY ASHFORD, SUITE 300 (Street) 6. Individual or Joint/Group 10% Owner \_X\_ Director Officer \_ Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting Person HOUSTON, TXÂ 77077 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock D 8,000 Common Stock 738,424 I See Footnote (1) (2) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. 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		5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		(Instr. 4)	Price of	Derivative	

#### Edgar Filing: Davis Charles Louis IV - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Common Stock Warrants (right to buy)	(3)	09/15/2016	Common Stock	3,045	\$ 7	I	By: SMH Private Equity Group II, LP (1)
Common Stock Warrants (right to buy)	(4)	12/31/2011	Common Stock	154,950	\$ 7	I	By: SMH Private Equity Group II, LP (1)
Common Stock Warrants (right to buy)	(5)	12/31/2015	Common Stock	113,927	\$ 0.04	I	By: SMH Private Equity Group II, LP (1)

### **Reporting Owners**

Reporting Owner Name / Address	Relationships					
copoconig o marco o marco o como o co	Director	10% Owner	Officer	Other		
Davis Charles Louis IV C/O RIGNET, INC. 1880 S. DAIRY ASHFORD, SUITE 300 HOUSTON. TX 77077	ÂX	Â	Â	Â		

## **Signatures**

William Sutton pursuant to a Limited Power of Attorney filed with the SEC on December 14, 2010. /s/ William Sutton

12/14/2010

\*\*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).
- Mr. Davis is a manager of SMH PEG Management II, LLC, which is the general partner of SMH Private Equity Group II, LP, and a manager of SMH PEG Management I, LLC, which is the general partner of SMH Private Equity Group I, LP, and may vote or sell securities owned by such entities. Mr. Davis disclaims beneficial ownership of any shares of common stock and Common Stock Warrants owned by such entities, except to the extent of any pecuniary interest therein.
- (2) Includes (i) 12,057 shares of common stock owned by SMH PEG Management II, LLC, (ii) 167,662 shares of common stock owned by SMH Private Equity Group I, LP and (iii) 558,705 shares of common stock owned by SMH Private Equity Group II, LP.
- (3) The Common Stock Warrants are exercisable at any time, at the holder's election, until September 15, 2016.
- (4) The Common Stock Warrants are exercisable at any time, at the holder's election, until December 31, 2011.
- (5) The Common Stock Warrants are exercisable at any time, at the holder's election, until December 31, 2015.

Â

#### **Remarks:**

#### Exhibit List Exhibit 24-Limited Power of Attorney for Section 16(a)Â Reporting

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.

Reporting Owners 2