RAMBUS INC Form 4 October 05, 2016

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

Check this box

if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

STATEMENT OF CHANGES IN 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

2. Issuer Name and Ticker or Trading

RAMBUS INC [RMBS]

3. Date of Earliest Transaction

4. If Amendment, Date Original

(Month/Day/Year)

Filed(Month/Day/Year)

3.

10/03/2016

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * PILLING MARTIN

(First) (Middle) (Last)

1050 ENTERPRISE WAY, SUITE 700

(Street)

(State)

SUNNYVALE, CA 94089

1. Title of 2. Transaction Date 2A. Deemed

Security (Instr. 3)

(City)

(Month/Day/Year)

(Zip)

Execution Date, if (Month/Day/Year)

TransactionAcquired (A) or Code

Symbol

(Instr. 8)

4. Securities

(Instr. 3, 4 and 5)

Disposed of (D)

Owned Following Reported

(A)

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

Issuer

below)

Person

5. Amount of

Securities

Beneficially

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Director

Applicable Line)

X_ Officer (give title

Reminder: Report on a separate line for each class of securities beneficially 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 Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. TransactionNumber Code of

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of Underlying

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Interim CFO

6. Ownership

Form: Direct

(D) or Indirect Beneficial

6. Individual or Joint/Group Filing(Check

X Form filed by One Reporting Person Form filed by More than One Reporting

(I)

(Instr. 4)

below)

10% Owner

Other (specify

7. Nature of

Ownership

(Instr. 4)

SEC 1474

(9-02)

Indirect

Estimated average

burden hours per

8. Price of Derivative Security

1

9 Ni

Deriv

Secu

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | ecurities ecquired a) or disposed (D) astr. 3, | | Securit. (Instr. 3 | ies 3 and 4) | (Instr. 5) |
|------------|------------------------------|------------------|------------|---|--|--------------------|--------------------|------------------------------|------------|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | 1 | Amount or Number of | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PILLING MARTIN 1050 ENTERPRISE WAY, SUITE 700

Interim CFO

Bene Own Follo Repo Trans (Instr

Shares

SUNNYVALE, CA 94089

Signatures

/s/William Krause, by power of attorney 10/05/2016

**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).

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.

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