

REALPAGE INC
Form 3
May 20, 2014

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

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| HILL W BRYAN | | (Month/Day/Year) | REALPAGE INC [RP] | |
| (Last) | (First) | (Middle) | 05/15/2014 | |
| 4000 INTERNATIONAL PARKWAY | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| CARROLLTON, TX 75007 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | EVP, CFO & Treasurer | |

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) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 44,417 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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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 (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Title | | | |

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| | | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|---------------------------------------|---------------------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Employee Stock Options (Right to Buy) | 04/01/2011 ⁽¹⁾ | 03/01/2021 | Common Stock | 18,000 | \$ 24.03 | D | Â |
| Employee Stock Options (Right to Buy) | 04/01/2012 ⁽²⁾ | 02/22/2022 | Common Stock | 19,500 | \$ 20.01 | D | Â |
| Employee Stock Options (Right to Buy) | 04/01/2013 ⁽³⁾ | 02/25/2023 | Common Stock | 20,000 | \$ 21.6 | D | Â |
| Employee Stock Options (Right to Buy) | 04/01/2014 ⁽⁴⁾ | 02/27/2024 | Common Stock | 45,000 | \$ 17.75 | D | Â |
| Employee Stock Options (Right to Buy) | 07/01/2014 ⁽⁵⁾ | 05/09/2024 | Common Stock | 15,000 | \$ 18.71 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HILL W BRYAN 4000 INTERNATIONAL PARKWAY CARROLLTON, TX 75007 | Â | Â | Â EVP, CFO & Treasurer | Â |

Signatures

/s/ W. Bryan Hill 05/20/2014

 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).
 - (1) 5% of the shares subject to the option vest and become exercisable on the first day of each calendar quarter for 15 consecutive quarters beginning on April 1, 2011 and 25% of the shares subject to the option vest and become exercisable on the first day of the next following calendar quarter.
 - (2) 5% of the shares subject to the option vest and become exercisable on the first day of each calendar quarter for 15 consecutive quarters beginning on April 1, 2012 and 25% of the shares subject to the option vest and become exercisable on the first day of the next following calendar quarter.
 - (3) 5% of the shares subject to the option vest and become exercisable on the first day of each calendar quarter for 15 consecutive quarters beginning on April 1, 2013 and 25% of the shares subject to the option vest and become exercisable on the first day of the next following calendar quarter.
 - (4) 8.33% of the shares subject to the option vest and become exercisable on the first day of each calendar quarter for twelve (12) consecutive quarters beginning on April 1, 2014.
 - (5) 8.33% of the shares subject to the option vest and become exercisable on the first day of each calendar quarter for twelve (12) consecutive quarters beginning on July 1, 2014.

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.