

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>Perlman Andrew D</u>  (Last) (First) (Middle) <u>C/O VRINGO, INC.,</u> <u>780 THIRD AVENUE, 15TH FLOOR</u>  (Street) <u>NEW YORK NY 10017</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Vringo Inc [ VRNG ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Executive Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/29/2014</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.01 par value per share	01/29/2014		M		2,167	A	\$1.5	788,864 <sup>(1)</sup>	D	
Common Stock, \$0.01 par value per share	01/29/2014		M		76,000	A	\$0.96	864,864 <sup>(1)</sup>	D	
Common Stock, \$0.01 par value per share	01/29/2014		M		121,833	A	\$1.65	986,697 <sup>(1)</sup>	D	
Common Stock, \$0.01 par value per share	01/29/2014		S <sup>(2)</sup>		200,000	D	\$5.1465 <sup>(2)</sup>	786,697 <sup>(1)</sup>	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option	\$1.5	01/29/2014		M		2,167		07/19/2012	01/01/2015	Common Stock	2,167	\$0	0	D	
Option	\$0.96	01/29/2014		M		76,000		07/19/2012	01/09/2018	Common Stock	76,000	\$0	0	D	
Option	\$1.65	01/29/2014		M		121,833		03/13/2013	03/13/2018	Common Stock	121,833	\$0	328,167	D	

**Explanation of Responses:**

- Of which, 580,730 shares of common stock are represented by unvested restricted stock units.
- The transactions reported in this line item were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 22, 2013.

**Remarks:**

As of the reporting date, the reporting person holds 2,410,667 vested and unvested options and 580,730 vested and unvested restricted stock units. In addition, the reporting person owns 205,967 shares of common stock and 40,000 warrants. The total number of securities listed is 3,237,364.

/s/ Andrew D. Perlman 01/31/2014

\*\* 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 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.

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.