

Greer Joshua
Form 4
January 20, 2012

FORM 4

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
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Greer Joshua

(Last) (First) (Middle)

C/O REALD INC., 100 N.
CRESCENT DRIVE, SUITE 120

(Street)

BEVERLY HILLS, CA 90210

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
RealD Inc. [RLD]

3. Date of Earliest Transaction
(Month/Day/Year)
01/18/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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	01/18/2012		S(1)		6,500	D	\$ 8.5386	136,794	I	By trust (2)
Common Stock	01/18/2012		S(3)		6,500	D	\$ 8.5394	136,794	I	By trust (4)
Common Stock	01/18/2012		S(5)		6,472	D	\$ 8.5377	136,822	I	By trust (6)
Common Stock	01/18/2012		S(7)		6,500	D	\$ 8.5376	136,794	I	By trust (8)
Common Stock	01/19/2012		S(1)		5,356	D	\$ 8.5634	131,438	I	By trust (2)

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Common Stock	01/19/2012	S ⁽³⁾	5,400	D	\$ 8.5688	131,394	I	By trust ⁽⁴⁾
Common Stock	01/19/2012	S ⁽⁵⁾	5,400	D	\$ 8.5679	131,422	I	By trust ⁽⁶⁾
Common Stock	01/19/2012	S ⁽⁷⁾	5,400	D	\$ 8.5623	131,394	I	By trust ⁽⁸⁾
Common Stock	01/19/2012	S ⁽⁹⁾	1,500	D	\$ 8.722	2,313,336	I	As joint trustee of The Greer Trust ⁽¹⁰⁾
Common Stock	01/20/2012	S ⁽¹⁾	6,100	D	\$ 8.6198	125,338	I	By trust ⁽²⁾
Common Stock	01/20/2012	S ⁽³⁾	6,100	D	\$ 8.6155	125,294	I	By trust ⁽⁴⁾
Common Stock	01/20/2012	S ⁽⁵⁾	6,154	D	\$ 8.6121	125,268	I	By trust ⁽⁶⁾
Common Stock	01/20/2012	S ⁽⁷⁾	6,116	D	\$ 8.6123	125,278	I	By trust ⁽⁸⁾
Common Stock	01/20/2012	S ⁽⁹⁾	22,971	D	\$ 8.6322	2,290,365	I	As joint trustee of The Greer Trust ⁽¹⁰⁾
Common Stock						23,457	D	

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.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reportable Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Greer Joshua C/O REALD INC. 100 N. CRESCENT DRIVE, SUITE 120 BEVERLY HILLS, CA 90210	X

Signatures

/s/ Craig Gatarz, Attorney-in-Fact for Joshua
Greer

01/20/2012

__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).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the trustee of the Lifetime Benefit Trust for Darrow Feldstein #1.
These shares are held by the Lifetime Benefit Trust for Darrow Feldstein #1, the beneficiary of which is the Reporting Person's child.
- (2) The Reporting Person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (3) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the trustee of the Lifetime Benefit Trust for Emily Greer #1.
These shares are held by the Lifetime Benefit Trust for Emily Greer #1, the beneficiary of which is the Reporting Person's child. The
- (4) Reporting Person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (5) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the trustee of the Lifetime Benefit Trust for Halley Crane #1.
These shares are held by the Lifetime Benefit Trust for Halley Crane #1, the beneficiary of which is the Reporting Person's child. The
- (6) Reporting Person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (7) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the trustee of the Lifetime Benefit Trust for Jack Greer #1.
These shares are held by the Lifetime Benefit Trust for Jack Greer #1, the beneficiary of which is the Reporting Person's child. The
- (8) Reporting Person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (9) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by The Greer Trust.
- (10) These shares are directly held by The Greer Trust and indirectly held by the Reporting Person as joint trustee.

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.