

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

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>PICKETT STEVEN EDWARD</u> (Last) (First) (Middle) <u>C/O RIGNET, INC.</u> <u>15115 PARK ROW BLVD., STE 300</u> (Street) <u>HOUSTON TX 77084</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>RigNet, Inc. [RNET]</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>03/19/2019</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	03/19/2019		M		3,101	A	\$0.00	31,005 ⁽¹⁾	D	
Common Stock	03/19/2019		M		3,389	A	\$0.00	34,394	D	
Common Stock	03/19/2019		F		2,553 ⁽²⁾	D	\$13.12	31,841	D	
Common Stock	03/20/2019		A		47,248	A	\$0.00	79,089	D	
Common Stock	03/20/2019		F		18,640 ⁽²⁾	D	\$13.12	60,449	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
Restricted Stock Unit	(3)	03/19/2019		M			3,389	(4)	(4)	Common Stock	3,389	\$0.00	13,557	D	
Restricted Stock Unit	(3)	03/19/2019		M			3,101	(5)	(5)	Common Stock	3,101	\$0.00	6,202	D	
Restricted Stock Unit	(3)	03/20/2019		A		16,508		(6)	(6)	Common Stock	16,508	\$0.00	16,508	D	
Performance Unit	(7)	03/20/2019		A		2,050		(8)	(8)	Common Stock	2,050	\$0.00	2,050	D	
Performance Unit	(9)	03/20/2019		A		2		(10)	(10)	Common Stock	2	\$0.00	609	D	
Stock Options	\$15.06	03/20/2019		A		6,329		(11)	03/20/2029	Common Stock	6,329	\$0.00	6,329	D	
Stock Options	\$13.5 ⁽¹²⁾							(13)	03/07/2025	Common Stock	8,391		8,391	D	

Explanation of Responses:

- The amount of securities beneficially owned by the reporting person was incorrectly reported on the reporting person's original form 4 filed with the Securities and Exchange Commission on June 1, 2018.
- These shares were withheld solely for the purpose of paying taxes due upon the vesting of shares from restricted stock units that were granted to the Reporting Person.
- Each restricted stock unit represents the right to receive, at settlement, one share of common stock.
- On March 7, 2018, the reporting person was granted 13,557 restricted stock units, of which 1/4 of the shares subject to the restricted stock units vested on March 19, 2019. The common stock into which such vested restricted stock units converted on March 19, 2019 is reported on Table I on this Form 4. The remaining unvested restricted stock units will continue to vest in equal annual installments until fully vested on March 19, 2022.

5. On March 15, 2017, the reporting person was granted 12,404 restricted stock units, of which 1/4 of the shares subject to the restricted stock units vested on March 19, 2018. The common stock into which such vested restricted stock units converted on March 19, 2019 is reported on Table 1 on this Form 4. The remaining unvested restricted stock units will continue to vest in equal annual installments until fully vested on March 19, 2021.
6. These restricted stock units will vest in three equal annual installments beginning March 20, 2020 and will be fully vested on March 20, 2022.
7. Each performance unit represents a contingent right to receive one share of the Issuer's common stock under the Issuer's 2010 Omnibus Incentive Plan, as amended. On March 7, 2018, the reporting person was awarded a target number of performance units ("PUs") which were subject to the achievement of certain pre-established metrics over the one-year performance period which began on January 1, 2018 and ended December 31, 2018. On March 20, 2019, the Issuer's Board of Directors certified the performance metrics and determined the number of PUs that were earned by the reporting person.
8. The PUs become payable on July 1, 2021, but may be settled earlier upon certain circumstances as defined in the Issuer's Performance Unit Award Agreement.
9. Each performance unit represents a contingent right to receive one share of the Issuer's common stock under the Issuer's 2010 Omnibus Incentive Plan, as amended. On May 27, 2016, the reporting person was awarded a target number of performance units ("PUs") which were subject to the achievement of certain pre-established metrics over the one-year performance period which began on January 1, 2018 and ended December 31, 2018. On March 20, 2019, the Issuer's Board of Directors certified the performance metrics and determined the number of PUs that were earned by the reporting person.
10. The PUs become payable on July 1, 2019, but may be settled earlier upon certain circumstances as defined in the Issuer's Performance Unit Award Agreement.
11. These options vest in three equal annual installments beginning March 20, 2020 and will be fully vested on March 20, 2022.
12. The grant price on this Stock Option Award was incorrectly reported on the reporting person's original Form 4 filed with the SEC on March 8, 2018.
13. These options vest in four equal annual installments beginning March 7, 2019 and will be fully vested on March 7, 2022.

Remarks:

[Shelly Buchman pursuant to a Limited Power of Attorney filed with the SEC on June 8, 2016 /s/ Shelly Buchman](#) [03/20/2019](#)

** 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.

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