

UNITED STATES OF AMERICA
BEFORE THE
SECURITIES AND EXCHANGE COMMISSION

INVESTMENT COMPANY ACT OF 1940
Release No. 27888 / July 24, 2007

In the Matter of	:
	:
REALNETWORKS, INC.	:
2601 Elliott Avenue, Suite 1000	:
Seattle, Washington 98121	:
	:
(812-13399)	:
	:

ORDER UNDER SECTION 3(b)(2) OF THE INVESTMENT COMPANY ACT OF 1940

RealNetworks, Inc. filed an application on June 22, 2007, requesting an order under section 3(b)(2) of the Investment Company Act of 1940 (“Act”). The order would declare that applicant is primarily engaged in a business other than that of investing, reinvesting, owning, holding or trading in securities. Applicant, directly and through its wholly-owned subsidiaries, creates digital media services and software.

On June 28, 2007, a notice of the filing of the application was issued (Investment Company Act Release No. 27877). The notice gave interested persons an opportunity to request a hearing and stated that an order disposing of the application would be issued unless a hearing was ordered. No request for a hearing has been filed, and the Commission has not ordered a hearing.

The matter has been considered and it is found, on the basis of the information set forth in the application that applicant is primarily engaged in a business other than that of investing, reinvesting, owning, holding or trading in securities.

Accordingly,

IT IS ORDERED, under section 3(b)(2) of the Act, that the requested declaration is granted to RealNetworks, Inc. (File No. 812-13399), effective immediately, subject to the conditions contained in the application.

For the Commission, by the Division of Investment Management, under delegated authority.

Nancy M. Morris
Secretary