

ACACIA RESEARCH CORP

Form 4

May 11, 2017

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GRAZIADIO G LOUIS III

(Last) (First) (Middle)

520 NEWPORT CENTER
DR., 12TH FLOOR

(Street)

NEWPORT BEACH, CA 92660

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
ACACIA RESEARCH CORP
[ACTG]

3. Date of Earliest Transaction
(Month/Day/Year)
05/09/2017

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	05/09/2017		P		22,300	A \$ 4.9241 (1)	451,767	D
Common Stock	05/09/2017		P		15,200	A \$ 4.9241 (1)	255,489	I
Common Stock	05/09/2017		P		2,500	A \$ 4.9241 (1)	12,500	I
								Graziadio Family Trust u/d/t 11/13/75 (2)
								George and Reva Graziadio Foundation

								(3)
Common Stock				15,000	I			The George & Reva Graziadio Charitable Lead Annuity Trust ⁽⁴⁾
Common Stock				10,000	I			Marianna R. Graziadio (minor children) ⁽⁵⁾
Common Stock				10,000	I			George L. Graziadio IV (minor children) ⁽⁶⁾
Common Stock				10,000	I			The Gina-Carra Partnership ⁽⁷⁾
Common Stock				2,500	I			Owned by spouse

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

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SEC 1474
(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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRAZIADIO G LOUIS III 520 NEWPORT CENTER DR. 12TH FLOOR NEWPORT BEACH, CA 92660	X			

Signatures

G. Louis
Graziadio, III

05/11/2017

**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 price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$4.80 to \$5.05, inclusive. Mr. Graziadio undertakes to provide to Acacia Research Corporation ("Issuer"), any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote (1) to this Form 4.

(2) These shares are owned by the Graziadio Family Trust u/d/t 11/13/75 ("GFT"), an irrevocable trust established by Mr. Graziadio for the benefit of his children. Mr. Graziadio is neither a trustee nor a beneficiary of GFT and disclaims beneficial ownership of the shares owned by GFT.

(3) Shares are owned by the George and Reva Graziadio Foundation ("Foundation"), a charitable foundation established by Mr. Graziadio's parents, as to which Mr. Graziadio has no pecuniary interest. Mr. Graziadio is one of three directors of the Foundation and does not have the right to control disposition of these shares. Mr. Graziadio disclaims beneficial ownership of the shares owned by the Foundation.

(4) These shares are owned by the George & Reva Graziadio Charitable Lead Annuity Trust (the "Annuity Trust"), as to which Mr. Graziadio is trustee and Mr. Graziadio's minor children are contingent beneficiaries. Mr. Graziadio disclaims beneficial ownership of the shares owned by the Annuity Trust.

(5) These shares were purchased for Mr. Graziadio's minor child, Marianna R. Graziadio.

(6) These shares were purchased for Mr. Graziadio's minor child, George L. Graziadio, IV.

(7) These shares are owned by Gina-Carra Partnership ("Gina-Carra"), a limited partnership of which Mr. Graziadio is the trustee of each of the general partners, which are trusts for the benefit of Mr. Graziadio's children. Mr. Graziadio disclaims beneficial ownership of the shares owned by Gina-Carra.

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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