

ACACIA RESEARCH CORP
Form 4
May 15, 2017

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

520 NEWPORT CENTER DR., 12TH FLOOR

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/11/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Chairman

NEWPORT BEACH, CA 92660

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

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

(City) (State) (Zip)

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 | 05/11/2017 | | P | | 24,934 | A | \$ 4.9859 (1) |
| Common Stock | 05/11/2017 | | P | | 50,011 | A | \$ 4.9859 (1) |
| Common Stock | 05/11/2017 | | P | | 10,000 | A | \$ 4.9859 (1) |
| | | | | | | | 476,701 |
| | | | | | | | 305,500 |
| | | | | | | | 20,000 |
| | | | | | | | D |
| | | | | | | | I |
| | | | | | | | I |
| | | | | | | | Graziadio Family Trust dtd 11/13/75 (2) |
| | | | | | | | The Gina-Carra Partnership (3) |

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| | | | | | | | | |
|--------------|------------|---|-------|---|---------------------|--------|---|--|
| Common Stock | 05/11/2017 | P | 5,000 | A | \$ 4.9859 (1) | 15,000 | I | George L. Graziadio, IV (minor children) (4) |
| Common Stock | 05/11/2017 | P | 5,000 | A | \$ 4.9859 (1) | 15,000 | I | Marianna R. Graziadio (minor children) (5) |
| Common Stock | 05/11/2017 | P | 2,500 | A | \$ 4.9859 (1) | 15,000 | I | George & Reva Graziadio Foundation (6) |

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 Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | 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 | | Executive Chairman | |

Signatures

G. Louis
Graziadio, III

05/15/2017

__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 \$4.90 to \$5.20, 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) These shares are owned by Gina-Carra Partnership ("Gina-Carra"), a limited partnership of which Mr. Graziadio is the trustee of one of the general partners, which is a trust for the benefit of an adult daughter of Mr. Graziadio. Mr. Graziadio disclaims beneficial ownership of the shares owned by Gina-Carra.

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

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

(6) 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.

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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