

Taxpayer Name: Acacia Research Corporation and Subsidiaries
Taxpayer ID No.: 95-4405754
Address: 500 Newport Center Dr.
Newport Beach, CA 92660
Tax Year Ending: December 31, 2012

IRS Form 8937 – Report of Organizational Actions Affecting Basis of Securities under the new reporting requirements of Section 6045B

1. **Issuer's name** - Acacia Research Corporation and Subsidiaries
2. **Issuer's EIN** - 95-4405754
3. **Name of contact for additional information** - Clayton J. Haynes
4. **Telephone No. of contact** - (949) 480-8300
5. **Email address of contact** – CHaynes@acaciares.com
6. **Number and street of contact** - 500 Newport Center Dr.
7. **City, state, and Zip code of contact** - Newport Beach, CA 92660
8. **Date of action** – February 21, 2012
9. **Classification and description** – Private Placement of Stock
10. **CUSIP number** – 3881307
11. **Serial number(s)** - N/A
12. **Ticker symbol** - NASDAQ: ACTG
13. **Account number(s)** - N/A
14. **Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action.**

Acacia Research Corporation made a private placement of shares of its common stock.
15. **Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis.**

The Shareholder's basis in the newly issued stock was increased in accordance with the basis of the assets contributed.

16. **Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates.**

The basis in the securities is equal to the cash contributed.

17. **List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.**

Pursuant to IRC Section 1012(a), the basis of property shall be the cost of such property.

18. **Can any resulting loss be recognized?**

No resulting loss will be recognized as a result of the stock issuance.

19. **Provide any other information necessary to implement the adjustment, such as the reportable tax year.**

The reportable tax year was December 31, 2012.