

OMB APPROVAL	
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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>ACACIA RESEARCH CORP</u> <hr/> (Last) (First) (Middle) 520 NEWPORT CENTER DRIVE 12TH FLOOR <hr/> (Street) NEWPORT CA 92660 BEACH <hr/> (City) (State) (Zip)			2. Date of Event Requiring Statement (Month/Day/Year) 05/11/2017		3. Issuer Name and Ticker or Trading Symbol <u>Veritone, Inc.</u> [ <u>VERI</u> ]	
			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year)	
					6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	150,000	D	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Secured Convertible Promissory Note	(1)	08/15/2017 <sup>(1)</sup>	Common Stock	1,523,746	13.6088	D	
Primary Common Stock Purchase Warrant	(2)	08/15/2017 <sup>(2)</sup>	Common Stock	2,150,335	13.6088	D	
10% Common Stock Purchase Warrant	(3)	05/11/2012 <sup>(3)</sup>	Common Stock	809,400	13.6088	D	
Tranche A Common Stock Purchase Warrant	08/15/2016	08/15/2020	Common Stock	51,437	13.6088	D	
Tranche B Common Stock Purchase Warrant	11/25/2016	11/25/2020	Common Stock	51,437	13.6088	D	
Second Tranche Common Stock Purchase Warrant	11/25/2016	11/25/2020	Common Stock	51,437	13.6088	D	
Secured Convertible Bridge Note	(4)	11/25/2017	Common Stock	295,440	13.6088	D	
Bridge Common Stock Purchase Warrant	03/17/2017	03/17/2027	Common Stock	30,000 <sup>(5)</sup>	13.6088	D	

**Table II - Derivative Securities Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Bridge Common Stock Purchase Warrant	04/14/2017	04/14/2027	Common Stock	30,000 <sup>(5)</sup>	13.6088	D	
Bridge Common Stock Purchase Warrant (IPO Tranche A)	05/11/2017	05/11/2027	Common Stock	30,000 <sup>(5)</sup>	13.6088	D	
Bridge Common Stock Purchase Warrant (IPO Tranche B)	05/11/2017	05/11/2027	Common Stock	30,000 <sup>(5)</sup>	13.6088	D	

**Explanation of Responses:**

- Pursuant to the terms of the Secured Convertible Promissory Note (the "Note") issued on August 15, 2016, all outstanding principal and accrued interest of the Notes will be automatically converted into 1,523,746 share of common stock upon closing of the initial public offering ("IPO") of the Issuer's securities.
- Pursuant to the terms of the Primary Common Stock Purchase Warrant (the "Primary Warrant") dated as of August 15, 2016, the Primary Warrant will be automatically exercised for 2,150,335 shares of common stock upon closing of the IPO.
- Pursuant to the terms of the Primary Warrant, the Issuer will issue the 10% Common Stock Purchase Warrant (the "10% Warrant") with a term of five years to the Reporting Person immediately prior to the closing of the IPO. Fifty percent (50%) of the shares of common stock underlying the 10% Warrant became exercisable on the issuance date and the remaining 50% of the shares will become exercisable on the first anniversary of the issuance date.
- Pursuant to the terms of the Secured Convertible Bridge Note (the "Bridge Note") issued on March 15, 2016, all outstanding principal and accrued interest of the Bridge Notes will be automatically converted into 295,440 shares of common stock upon closing of the IPO.
- Upon closing of the IPO, the number of shares of common stock issuable upon exercise of this warrant will be increased to a number equal to (i) the number of outstanding shares of common stock of the Issuer on a fully-diluted basis, multiplied by (ii) 0.001875 (or 39,180 shares assuming the IPO closes on May 17, 2017).

**Remarks:**

/s/ Edward J. Treska,  
Name: Acacia Research  
Corporation, By: Edward  
J. Treska, Title: EVP,  
General Counsel and  
Secretary.

05/11/2017

\*\* 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 5 (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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