

# **RPX Corporation**

**Investor Day** 

May 24, 2017

## A Note from Our Lawyers

The presentation today contains forward-looking statements. These forward-looking statements include statements regarding our future financial performance as well as any statements regarding the Company's strategic and operational plans.

These forward-looking statements are subject to risks and uncertainties that could cause our actual results to differ materially from those reflected in the forward-looking statements. Many of the factors that could cause or contribute to such differences are described in the "Risk Factors" section of our most recent reports on Forms 10-K and 10-Q filed with the SEC and available at www.sec.gov.

The Company does not intend, and undertakes no duty, to update any forward-looking statements to reflect future events or circumstances.

In addition, we are discussing four non-GAAP financial measures in the attached presentation. This financial information is not intended to be considered in isolation or as a substitute for financial information prepared and presented in accordance with GAAP. For more information on these non-GAAP measures, please see our Q1 2017 News Release dated May 2, 2017 and our Q4 2016 News Release dated February 14, 2017 on the "Investor Relations" section of our corporate website. The tables provided in that release have more details on the GAAP financial measures that are most directly comparable to these non-GAAP financial measures and the related reconciliations between these financial measures.



# Welcome

Marty Roberts

**Chief Executive Officer** 

#### **RPX Overview**

Our Mission

#### Reduce risk and cost for corporate legal departments through technology and market-based solutions

Our Current Markets **Patent Risk Management** 



**Discovery Management** 



Our Foundation

Data and Analytics

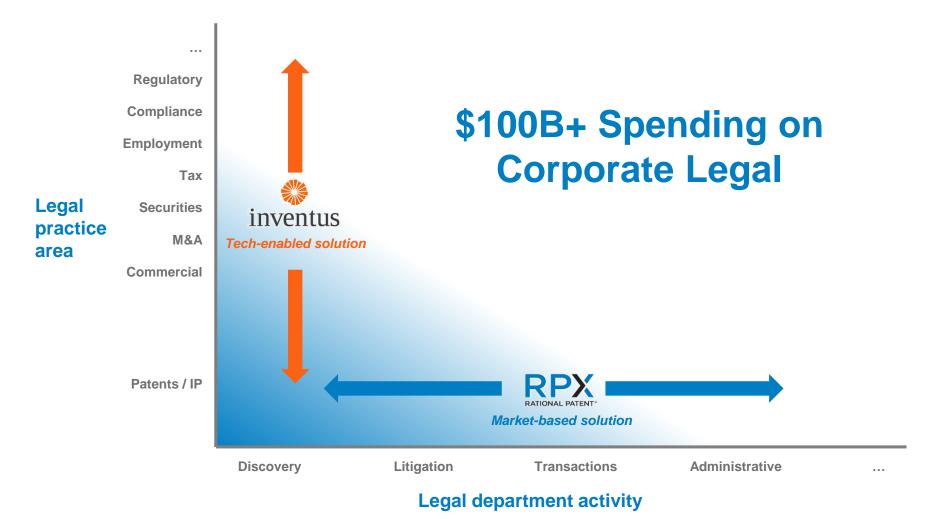
Market-Based Solutions

Applied Technology

Deep Client Relationships



## Well Positioned in Large, Underserved Market



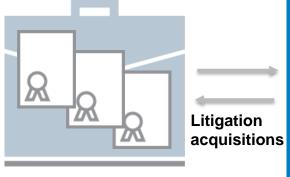
Source: BTI Consulting Group, 2014. Reflects U.S. legal market, including \$60 billion spending on outside counsel and \$40 billion spending on corporate legal departments.



## **Defensive Acquisitions**



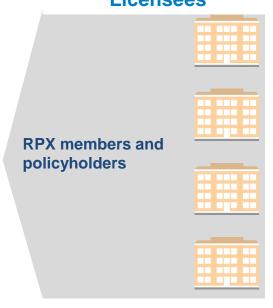
#### Patent Owners/ Licensors



#### **Trusted Market Intermediary**



#### Companies/ Licensees



Open market acquisitions

#### **Patent Market**

























#### The RPX Solution

## Multiple Services to Mitigate Patent Risk





# Defensive Acquisitions

- Pre-litigation or active litigation
- \$950M+ deployed

Subscription Revenue

## Syndicated Transactions

- Large, high-risk portfolios
- \$2.0B+ aggregate transaction value

Fee-Based Revenue

## Patent Insurance

- Risk transfer and claim settlement
- 240+ policies in force

Insurance Premium Revenue

#### **Member Services**

- Market intelligence
- RPX Search
- Patent Quality Initiative
- RPX OPENSM
- Advisory services

### Thousands of litigations avoided/dismissed



# **Inventus**

**Trevor Campion** 

Chief Executive Officer, Inventus

## **RPX & Inventus Growth Strategy**



Continue defensive patent buying leadership

Broaden insurance client base

Evolve broad-based clearinghouse



Expand international presence
Focus on complex matters
Execute accretive acquisitions



Develop technology solutions to make legal activity more efficient

Focus on cross selling opportunities

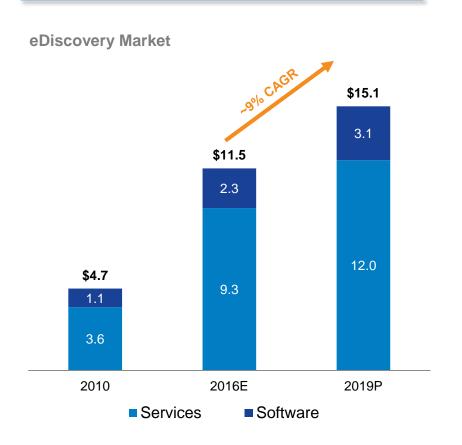
Enter new sectors of corporate legal market

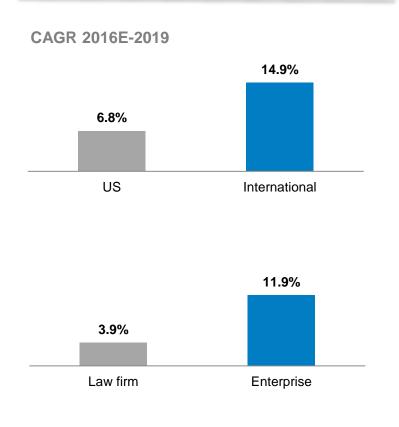


## The eDiscovery Market

#### **Overall Demand is Growing**

#### **International and Enterprise CAGR**





Sources: Market size and growth from IDC "Worldwide eDiscovery Software Forecast 2015-2019" (June 2015) and "Worldwide eDiscovery Services Forecast 2015-2019" (January 2016).



## The eDiscovery Process

Court demands all documents related to specific matter



# Hosting/Analysis (Tech-Enabled)

- Identify sources of data
- · Collect data
- Process data into suitable formats
- **<u>Cull</u>** data to limit required review
- · Host data securely
- Analyze data

# Review (Human Labor)

- Attorney review of resulting documents
  - · is it privileged?
  - · is it relevant to the matter?
  - · how should it be coded?
  - does it open new sources of data?
- **<u>Delivery</u>** of documents to requesting party
- Presentation at deposition or hearing

Simplified version of "EDRM" framework



## The Inventus Offering



#### **Hosting/Analysis**

- Identify, collect and securely host potentially relevant data
- Leverage third-party and/or proprietary software

Pricing = per gigabyte + fees

#### **Managed Review**

 Review and code relevant documents by contract attorneys

Pricing = per document or hour

#### **Workflow Tools**

 Proprietary middleware to enhance client efficiency

**Bundled with service** 

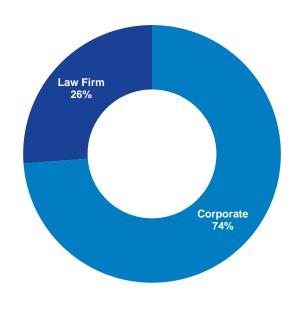


#### **Inventus Client Profile**

#### **Client Relationships**

- Over 1,000 clients
- Flexible engagements
  - Full Managed Services
  - Project Based Assignments
  - Subscription Model
- Long-term, sticky relationships
- **Cross-sell opportunity with RPX** clients

#### Revenue by Client Type<sup>1</sup>



<sup>1.</sup> Client mix by revenue measured as of last twelve months ending March 31, 2017



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## **Inventus Global Footprint**

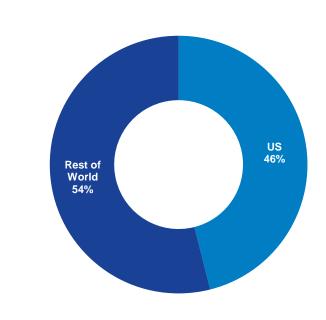
#### **Global Scale**

#### Revenue by Geography<sup>1</sup>

One of the top five Relativity® providers in the world

Hosting over 1 petabyte of data

▶ 14 offices globally



<sup>1.</sup> Regional mix by revenue measured as of last twelve months ending March 31, 2017



## **Proprietary and Third-Party Software Platform**



- Proprietary workflow tools developed by Inventus
- Native Relativity® integration
- Demonstrated ability to drive efficiencies





- Leading eDiscovery software platform
- Industry standard
- Inventus is among the top-5 Relativity® providers in the world

Direct Link
Privilege Log Generator

In Verito

Advanced Logix

**Spotlight** 

M3™: Multi-Matter Management



## **Client Case Study**

Inventus' technology-driven eDiscovery approach aims to reduce the overall cost of litigation and provide budget predictability

#### Situation

Client sued in multiple jurisdictions over an incident involving ~300 custodians and 20 TBs of data.



#### Solution

Using proprietary culling and sorting techniques, responsive data was culled to **4.2** TBs



# and associated work product can be re-used multiple times

Data was placed in the

M3 Vault. There, data



#### Results

eDiscovery data costs were reduced by **70%** and attorney review was reduced by **50%** 





#### The Inventus Difference

#### **Trusted Client Relationships**

- ~75% revenue from corporations (vs. law firms)
- Longer-term relationships across multiple matters
- Cross-sell opportunity with RPX customers

#### Strong **Global Footprint**

- ~50% revenue outside the US
- Handle more complex, cross-border matters

#### **Well Developed Technology Platform**

- Secure, efficient and transparent handling of client data
- Mix of third-party and proprietary software



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# **Inventus Client Discussion**

# **Patent Litigation and Market Update**

**Emily Hostage** 

Senior Director, Corporate Development; Policy Counsel

## **Insights**

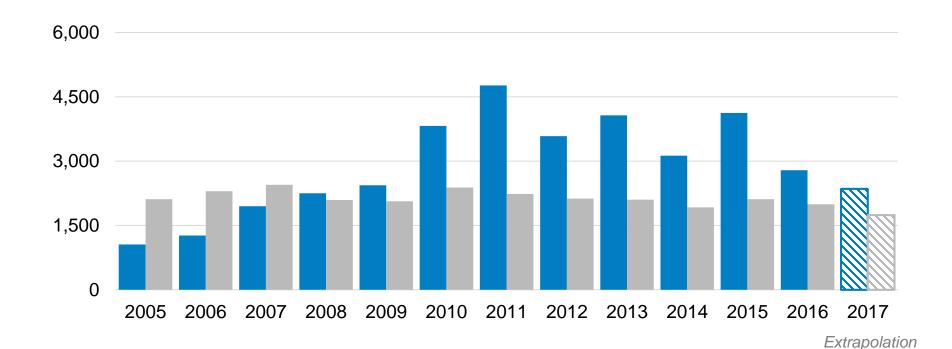
- 1. Patent litigation has abated, but only in certain ways.
- 2. The patent market has adjusted: prices are becoming more rational, and business models are transforming.
- 3. Future patent risk may be more sophisticated and more complex.



## NPE Filings Are Decelerating; OpCo Filings Steady

#### **Defendants Added to Patent Campaigns**

■ by NPEs ■ by Operating Companies

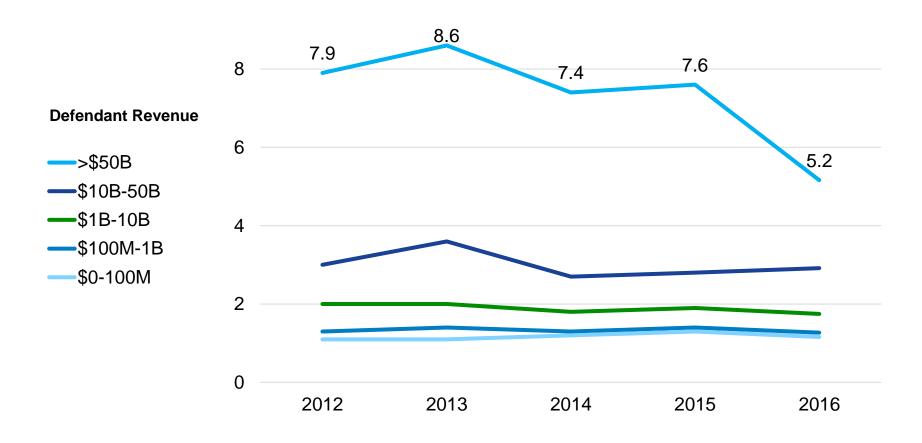


Source: PACER; RPX Research. Linear extrapolation based on data through May 15, 2017.



## NPEs Sue Big Targets Less, but Still Sue Smaller Ones

#### **Average Annual NPE Case Frequency by Defendant Revenue**



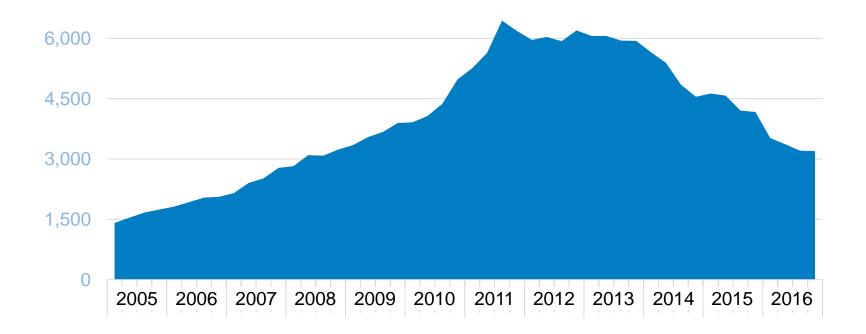
Source: PACER; FactSet; RPX Research



## **NPE Litigation in Net Decline**

#### **Active NPE Defendants**

Defendants added minus defendants terminated as of quarter end

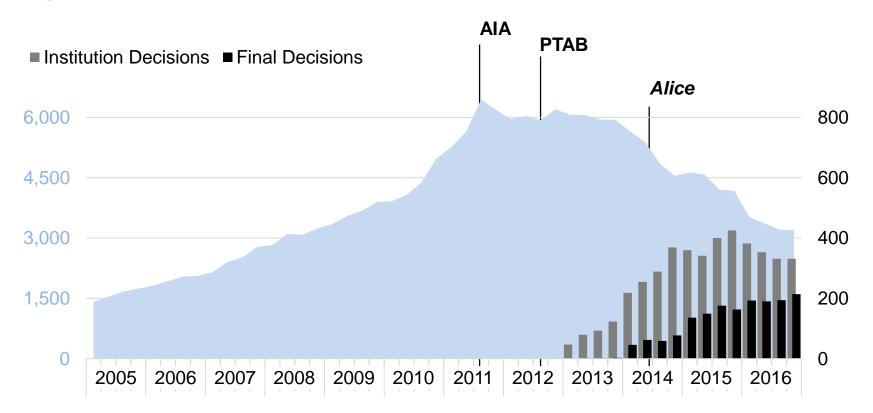


Source: PACER; RPX Research



## **Why? Industry Solutions Are Working**

#### **Legal Events vs. Active NPE Defendants**

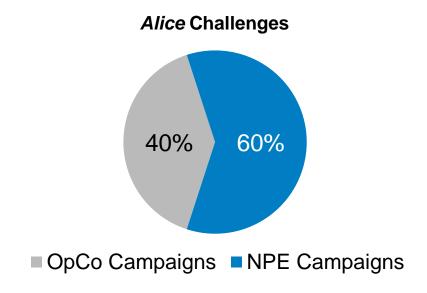


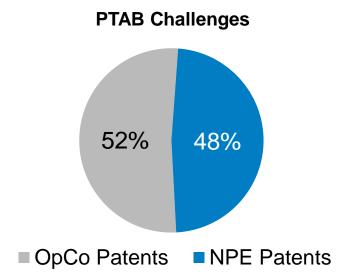
Source: PACER; RPX Research. Decisions include only IPR and CBM proceedings



## PTAB and Alice Affect OpCos, Yet Do Not Deter Them

#### Distributions of *Alice* and PTAB Challenges by Patent Owner Type





#### **Success Rate**

(At Least One Claim Ruled Ineligible)

vs. OpCo

vs. NPE

65%

**73%** 

#### **Success Rate**

(All Instituted Claims Unpatentable)

vs. OpCo

vs. NPE

69%

**79%** 

Source: PACER; PTAB; Westlaw; RPX Research. Current through May 1, 2017. PTAB includes IPR & CBM.

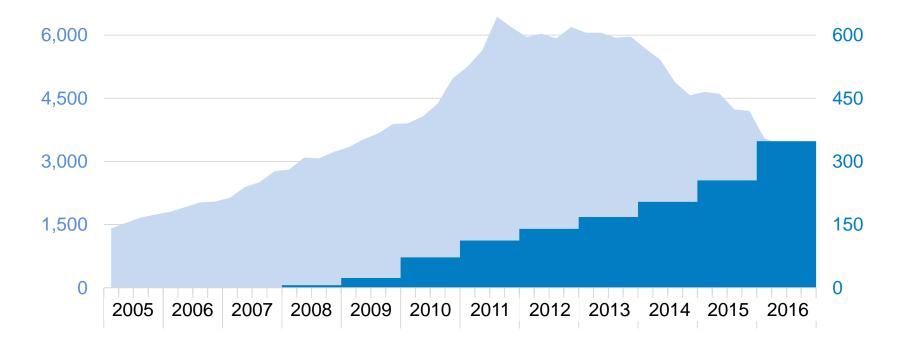


#### **RPX** Is Part of the Solution

#### Active RPX Clients<sup>1</sup> at Year End vs. Active NPE Defendants

Companies added minus companies departed as of quarter or year end

■ NPE Defendants
■ Active RPX Clients



Source: PACER; RPX Research

1. Reflects end-of-year client count including insureds, including companies covered under portfolio policies

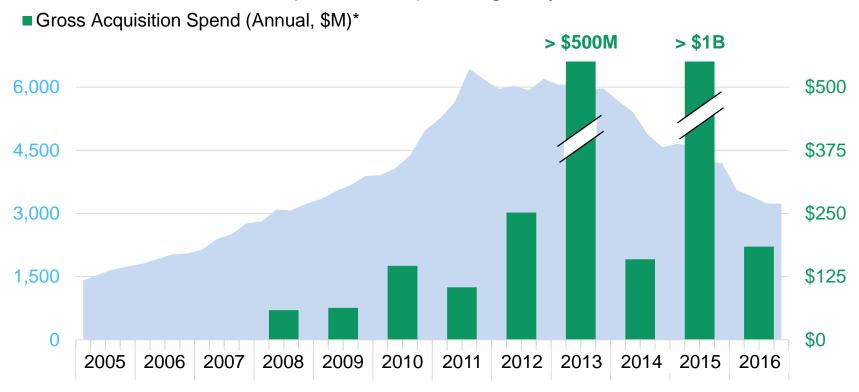


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#### **RPX** Is Part of the Solution

#### **Annual RPX Spend vs. Active NPE Defendants**

\*Includes coordinated Kodak transaction (\$525M, 1Q 2013), which is generally not included in GAS



Source: PACER; RPX Research. Gross acquisition spend includes RPX spend plus member contributions in litigation and pre-litigation deals

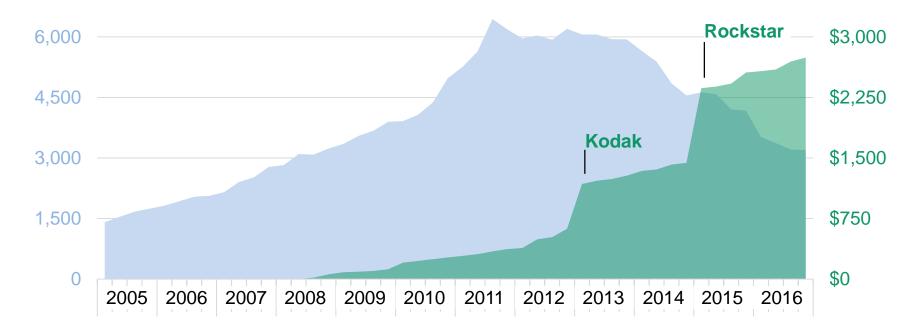


#### **RPX Is Part of the Solution**

#### **Cumulative RPX Spend vs. Active NPE Defendants**

\*Includes coordinated Kodak transaction (\$525M, 1Q 2013), which is generally not included in GAS

■ Cumulative Gross Acquisition Spend (\$M)\*



Source: PACER; RPX Research. Gross acquisition spend includes RPX spend plus member contributions in litigation and pre-litigation deals



## Patent Risk Isn't Disappearing...It Is Evolving

Vringo changes name to FORM Holdings to emphasize operating businesses<sup>1</sup>

May 5th, 2016

The name change reflects Vringo's effort to distance itself from its failed strategy as a patent licensing company. "We believe that the name change will help further establish our identity as a diversified holding company and distinguish our parent company from our operating businesses."

**Veritone Closes \$50 Million Funding Agreement with Acacia Research**<sup>4</sup>

August 23th, 2016

Acacia Research diversified its investments in Q3 2016 by investing in startup Veritone in light of announcing its fourth straight year of negative earnings. Veritone announced its IPO on April 21st, 2017.

Intellectual Ventures Stops Buying Patents<sup>2</sup>

April 13th, 2017

Intellectual Ventures has stopped buying patents on the secondary market based upon an 'investor driven decision.' Removal of this dedicated capital from the market likely means a continued depression of patent prices — especially for patents not directly tied to a product currently on the market.

"We're not sure that investing significant amounts of capital in patents really makes sense," says WiLAN CEO<sup>3</sup>

April 17th, 2017

WiLAN is acquiring International Road Dynamics, an Industrial IoT business, for \$47.7 million and following that deal will change its name to Quarterhill. WiLAN will then become the patent licensing subsidiary of the new business, responsible for monetising the more than 10,000 patent assets the NPE has in the US alone.

1. The Patent Investor, 2. Business Wire; 3. Dennis Crouch, Patently-O; 4. Richard Lloyd, IAM



## Patent Risk Isn't Disappearing...It Is Evolving

Acacia Research again sues Apple, cellular carriers over wireless patents<sup>1</sup>

April 19th, 2017

Apple and a handful of partner cellular carriers are the target of a new lawsuit leveled by Acacia Research subsidiary Cellular Communications Equipment, which alleges the iPhone maker infringes on four patents developed by Nokia covering messaging, emergency alerts and other key cellular technologies.

DSS secures \$13.5M financing to acquire and monetise Intellectual Discovery patents<sup>4</sup>

November 18th, 2016

Document Security Systems (DSS) has teamed up with litigation funder Juridica Asset Management and Korean sovereign patent fund (SPF) Intellectual Discovery to monetise a portfolio of the latter's patents. DSS will receive a total of \$13.5 million from an entity named Brickell Key Investments LP.

WiLAN picked up portfolios from Kodak and Global Foundries in 4th quarter<sup>2</sup>

February 17th, 2017

WiLAN added new portfolios from Eastman Kodak and Global Foundries, replenishing its patent pipeline. WiLAN's portfolio now stands at around 11,000 after a significant growth spurt in the last couple of years.

Equitable IP files three more enforcement actions on behalf of Spherix<sup>3</sup>

September 12th, 2016

International License Exchange of America LLC, the unit of Dean Becker's Equitable IP Holding Corp. that is bringing enforcement actions of Spherix Inc. (SPEX) patents, filed new enforcement actions against DragonWave Inc. and DragonWave Corp., Fortinet Inc. and GTT Communications Inc.

1. Mikey Campbell, Apple Insider; 2. Richard Lloyd, IAM; 3. The Patent Investor, 4. Jack Ellis, IAM



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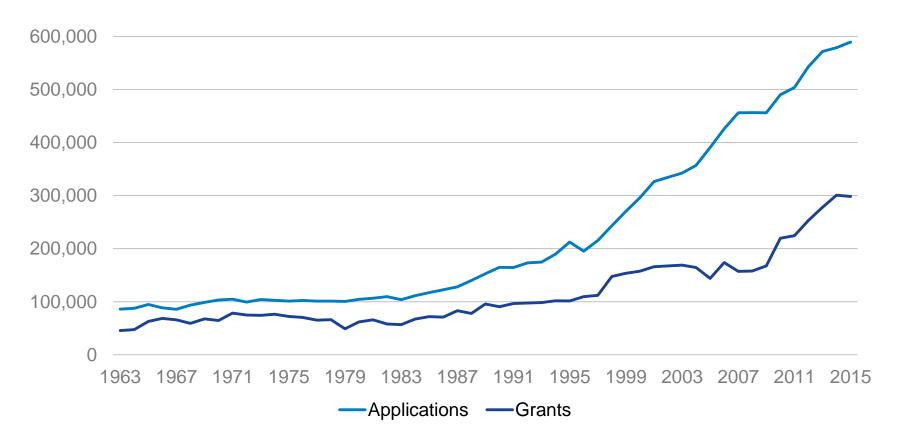
## **Emerging Patent Investors**

	Assets Under Management	Patent Assets Controlled	Notable Patent Portfolios	Highlights
Fortress Investment Group	\$70B	1,600+	<ul><li>Uniloc</li><li>DSS</li><li>Inventergy</li><li>Marathon</li></ul>	<ul> <li>Agreed to be acquired by SoftBank</li> </ul>
Vector Capital	\$3.4B	5,000+	<ul><li>Cypress</li><li>Semiconductor</li><li>Elpida</li></ul>	Purchased     IPValue



## **Supply Is More Abundant Than Ever**

#### **US Utility Patent Applications and Grants**

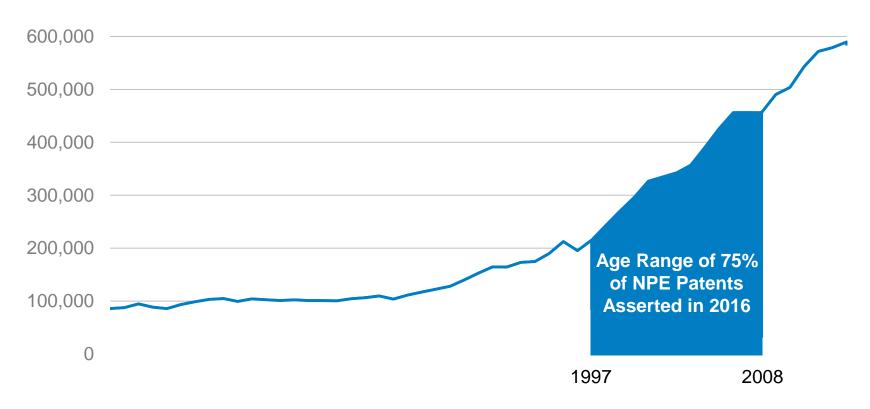


Source: USPTO Calendar Year Patent Statistics



#### Most NPE-Asserted Patents Are At Least 8 Years Old

#### **US Utility Patent Applications and Grants**



Source: RPX Research



#### TC Heartland v. Kraft Foods

#### 28 U.S.C. § 1400(b)

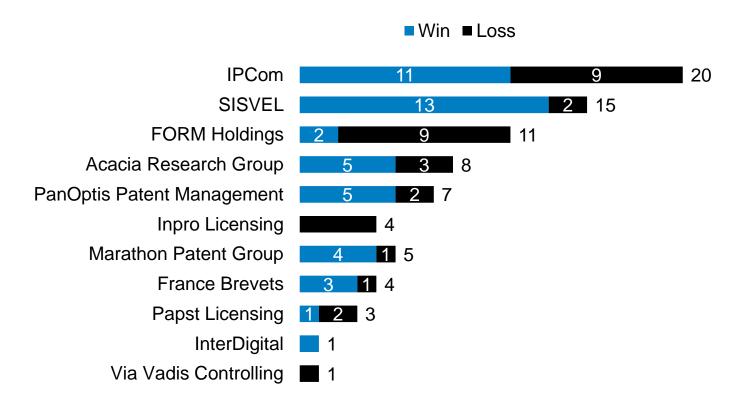
Any civil action for patent infringement may be brought in the judicial district where the defendant resides, or where the defendant has committed acts of infringement and has a regular and established place of business.



## **Seasoned NPEs Are Testing Foreign Venues**

#### **Infringement Decision Outcomes for NPEs Active in Europe**

2006 to 2016. Some decisions missing due to anonymization and delay, especially in recent years



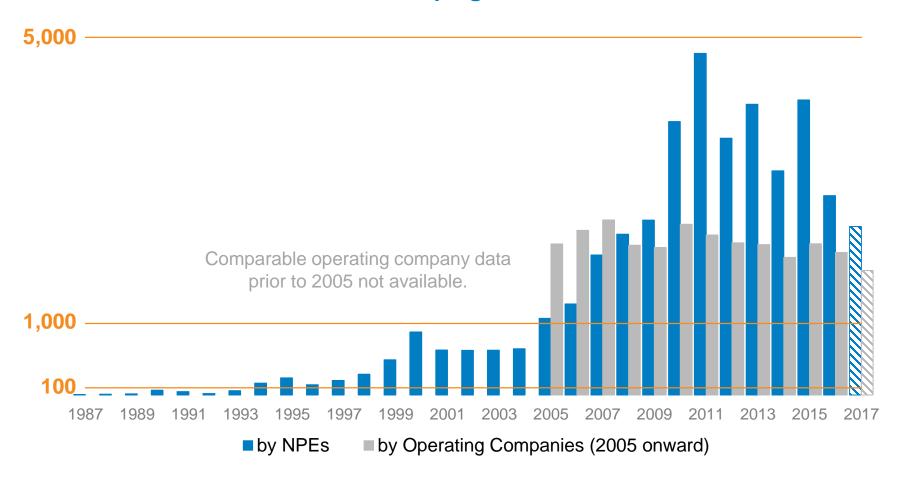
Source: Darts-IP. Darts-IP data are based on known NPEs in Darts-IP system and decisions collected by Darts-IP





#### The Patent Risk Problem Still Needs a Solution

#### **Defendants Added to US Patent Campaigns**



Source: PACER; RPX Research; PatentFreedom (historical NPE data)



# **Evolving Toward the Clearinghouse**

Robert Heath

Executive Vice President and Chief Strategy Officer

## **Characteristics of an Efficient Market**

- **▶** Transparency
- Standardization

- ► Low(er) transaction costs
- Liquidity
- Rational pricing
- **▶** Trusted intermediary

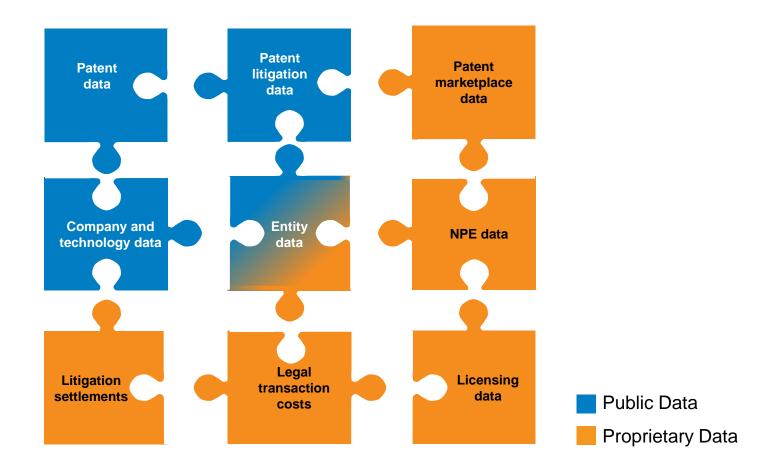


## **Vision: Root Out Patent Market's Inefficiency**

#### **RPX Today RPX Vision** ► Provide data & intelligence to ► Market-wide adoption of RPX data **Transparency** inform market participants & intelligence platform Standardized licensing ► Tech-enabled solutions to manage Standardization documentation IP rights throughout lifecycle ► Responsible 20% of client NPE dismissals ▶ Industry-leader in OpCo cross-**Low(er) Transaction Costs** licensing ► File IPRs to challenge low quality patents Cleared \$2B+ patent rights across Largest facilitator of patent license Liquidity 17,500+ patent assets rights Structure syndicates to clear ► Bid-ask spread ranges consistent **Rational Pricing** patent risk (NPEs, OpCos) with other asset classes



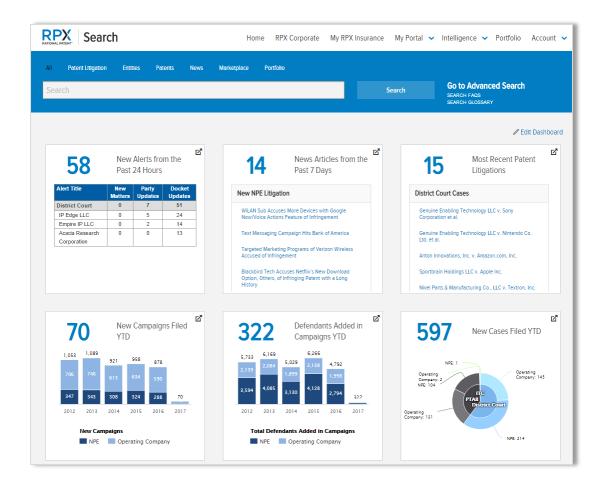
## **RPX Data for Patent Valuation and Risk Assessment**





## **RPX Search**

## Patent and Litigation Intelligence Software Platform



- View, search and sort relevant cases and patents, including instant access to related cases, assignment history, judge history, etc.
- Contextual and nonpublic background information
- NPE profiles
- View, search and sort RPX portfolio and patents
- Proprietary reports and analysis
- Cloud-based access
- https://search.rpxcorp.com/



## **Syndicated Acquisitions**

## Selected<sup>1</sup> Deals Completed by RPX

Date	Portfolio	Market Sector		
Q1 2017	North Star Innovations	E-Commerce and Software		
Q4 2016	Odyssey	Mobile Communications		
Q3 2016	Advanced Silicon Technologies Semiconductors, Mobile Communications, Autom			
Q3 2015	Kudelski (Open TV)	Media Content Distribution		
Q4 2015	Round Rock Research	Semiconductors		
Q4 2015	Spherix	Networking		
Q1 2015	Rockstar	Networking, Semiconductors, Search		
Q3 2014	Innovative Display Tech.	Semiconductors, Consumer Electronics		
Q2 2014	Maxim	Semiconductors		
Q1 2014	Boston University	Semiconductors		
Q2 2013	Semcon Tech	Semiconductors		
Q4 2012	Droplets	E-commerce and Software		
Q4 2012	GPH	Consumer Electronics and PCs		
Q4 2012	Kodak	Mobile Communications		
Q1 2012	Digitude	Mobile Communications		
Q3 2011	Tarkus	Consumer Electronics and PCs		
Q3 2011	Chalumeau Power Systems	u Power Systems Networking		
Q4 2010	ON Semiconductor	niconductor Semiconductors		
Q3 2010	SRI VPN	Networking		
Q2 2010	Summit Data / 3Ware	Networking		
Q2 2010	Vodafone	Mobile Communications		
Q1 2010	Saxon	Mobile Communications		
Q1 2010	IPAT / IPAW	E-commerce and Software		
Q3 2009	Fogg	Networking		
Q1 2009	Burst.com	Media Content and Distribution		
Q4 2008	NetByTel	E-commerce and Software		

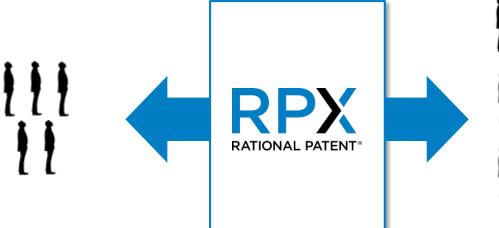
- ➤ 30+ transactions
- ▶\$2.0B+ transaction value
- Across numerous sectors

<sup>1.</sup> Some syndicated deals were left off this list for confidentiality reasons



## **Syndicated Acquisitions**

#### **Rockstar**



### Licensees



#### **Trusted Valuation**

Sector / Company	Market Share (%)	Licensable Value (\$M)
Switch / Router		
Company A	XX%	\$YYM
Company B	XX%	\$YYM
Company C	XX%	\$YYM
Handsets		
Company D	XX%	\$YYM
Company E	XX%	\$YYM
Firewall / IDS		
Company F	XX%	\$YYM
Company G	XX%	\$YYM

**Standardized License Agreements** 





## **Corporate Divestitures**

# Consumer Electronics Company Case Study

### 2,705 Patents Divested to NPEs

NPE <sup>1</sup>	# of Patents
IP Bridge	1,213
WiLAN	496
Vector Capital / IPVALUE	443
Inventergy	115
Patrenella Capital	105
PanOptis	95
Intertrust	55
InterDigital	46
Intellectual Ventures	36
Conversant	20
Teeming Data	19
Sisvel International	18
Foltora Service	15
Xaraz Properties	14
Xperi / Tessera	7
General Patent Corporation	6
OD Management	2

- ▶ 55 Patents Asserted
- ▶ 9 Active Litigation Campaigns
- ▶ 19 Total Defendants

<sup>1.</sup> Bold NPEs denote NPEs with patent assertion campaigns



# **RPX Services Underpinning Our Core Patent Business**

RPX Search and Insight	<ul><li>Litigation analysis across multiple venues</li><li>Patent portfolio analysis</li></ul>		
RPX Reports	NPE Cost Study: 1000s of patent licensing data points Patent Marketplace: >7,000 patent portfolios offered to RPX Network		
Prior Art Search	Extensive database of Prior Art: 600+ searches completed Best practices for identifying strong invalidity arguments		
Custom Research	Custom market and patent research supported by proprietary data Thorough analysis to assist with strategic IP decisions		
RPX Marketplace	Up-to-date information on patents available for sale Assessment for relevance and similarity to portfolio		
Acquisition Advisory	Price discovery and negotiation assistance Identification of gaps in existing portfolio		
IP Workshops	Building IP capabilities: portfolio management, licensing, patent analysis, in-person and remote trainings		
Syndicated Licensing	<ul> <li>Gain defensive patent rights through syndicated transactions</li> <li>Intelligence and analysis on the largest portfolios on the market</li> </ul>		
Validity Challenges	Best practices: 95% IPR Institution rate on the merits Opportunity to co-file IPRs with RPX		



## **RPX Services Expansion ~\$4B Market Opportunity**

RPX Search and Insight

RPX Reports

Prior Art Search

Custom Research

**RPX Marketplace** 

**Acquisition Advisory** 

IP Workshops

Syndicated Licensing

Validity Challenges

# \$4B+ Spending on IP Software & Services<sup>1</sup>

**Patent Portfolio Management IP Software & Data** Consulting **Prior Art Translations** 

<sup>1.</sup> Estimated market size based on RPX internal analysis, outside industry consultant, and various industry reports.



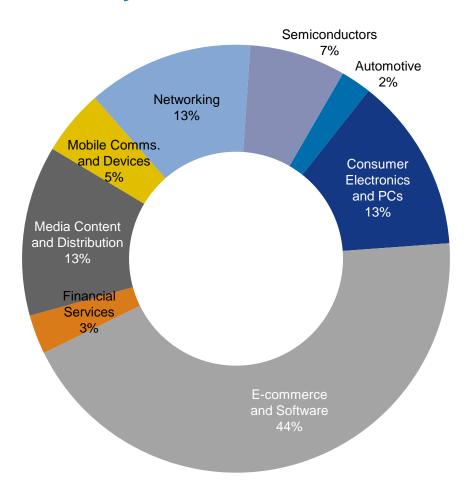
# Deepening and Expanding the Client Network

Steve Swank

Chief Revenue Officer

# **Network Composition – 300+ Current Clients**

### Percentage of RPX clients by market sector



1. Client totals as of Q1 2017



## **Greater Sophistication – Greater Opportunity**

#### Frequency of NPE Litigation (2014 to 2016)

NPE Defendant But 1 Case In 3 Years 2 Cases In 3 Years 1-2 Case Per Year 2-6 Cases Per Year 6+ Cases Per Year Not In 3 Years Low Risk **Medium Risk High Risk** >\$25B ~14,500 Prospects ~2,000 Prospects ~150 Prospects **RPX Solution: RPX Solution: RPX Solution:** \$1B-25Bn Insurance - \$1M limits Insurance - \$5M limits Insurance - \$10M limits Membership Membership \$500M-\$1B Bundle Bundle **Est. Insurance Premium: Est. Insurance Premium: Est. Insurance Premium:** <\$500M \$7,500 - \$25,000 \$25,000 - \$100,000 \$100,000 and up No Reported **Potential Membership** Potential Membership Bundle Revenue Bundle

#### Methodology:

Prospect Revenue

Revenue is collected from third-party sources including CapIQ, Factset and Hoovers. Frequency of NPE litigation is measured by number of NPE suits filed against company from 2014 to 2016. RPX members are excluded from the analysis.

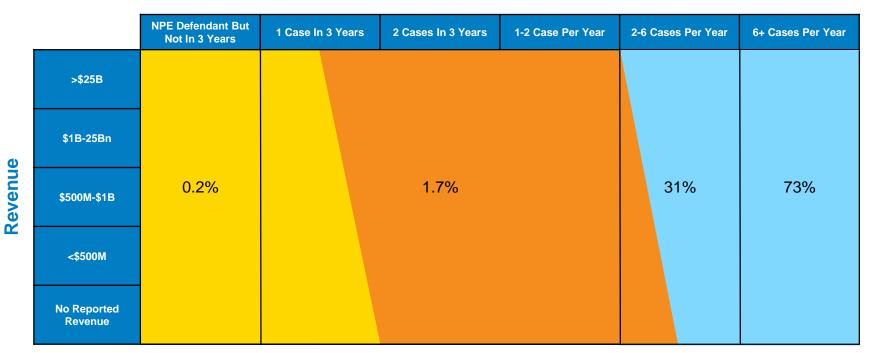


# **Bottom Up TAM**

## RPX Successfully Serves Top NPE Defendants

#### **RPX Market Penetration in 2016**

#### Frequency of NPE Litigation (2014 to 2016)



#### Methodology:

Revenue is collected from third-party sources including CapIQ, Factset and Hoovers. Frequency of NPE litigation is measured by number of NPE suits filed against company from 2014 to 2016.



## **Sales Tactics**

- ► Long tenured sales and client relations team
- **▶** Licensed insurance sales team

- **▶** Broker relationships
- ► Cross-selling insurance & discovery services



# Long-Term, Loyal Client Network

## 300+ Current Clients

## Count of RPX clients by length of relationship

9 Years

5

8 Years

13

7 Years

28

6 Years

23

5 Years

**23** 

4 Years

28



## **Client Relations**

# Large & Loyal Network

## Sticky Relationships

- Transparency, efficiency, and savings
- Intelligence and patent quality
- Analysis of individual risk

### Evolving Risk

- Large operating company portfolios
- University litigation
- Patent litigation in foreign jurisdictions
- Changing NPE strategies



# **RPX Client Discussion**

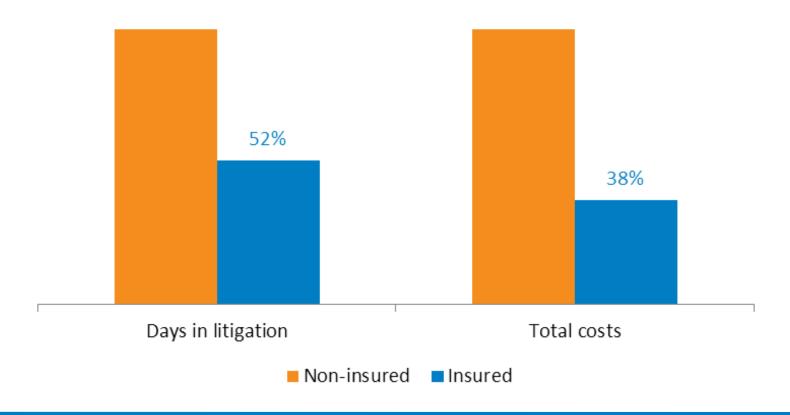
# **RPX Insurance Platform**

Robert Kingsley

Senior Vice President, Insurance Operations

## The RPX Effect

#### This shows what RPX clients experienced compared with their sectors/sizes





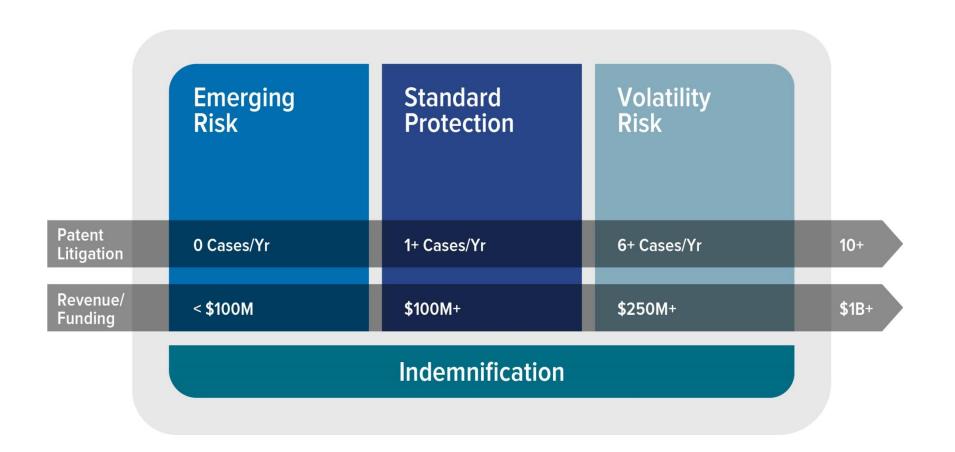
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## **Insurance Contributions**

- Untapped market
- Sharper client alignment
- Data collection
- Underwriting influences service model
- More complete service offering



# **RPXIS Offering Addresses Market Needs**





## **Predicting Patent Litigation**

Quantitative Data

Last 3 Years

2 cases



Last 6 Years

9 cases



Revenue & Growth 40% CAGR

**Qualitative Research** 

**Assertion Letters** 

2 Current



Visibility

**New Products** 



Campaign Activity Heightened

Actuarial Model and Underwriting

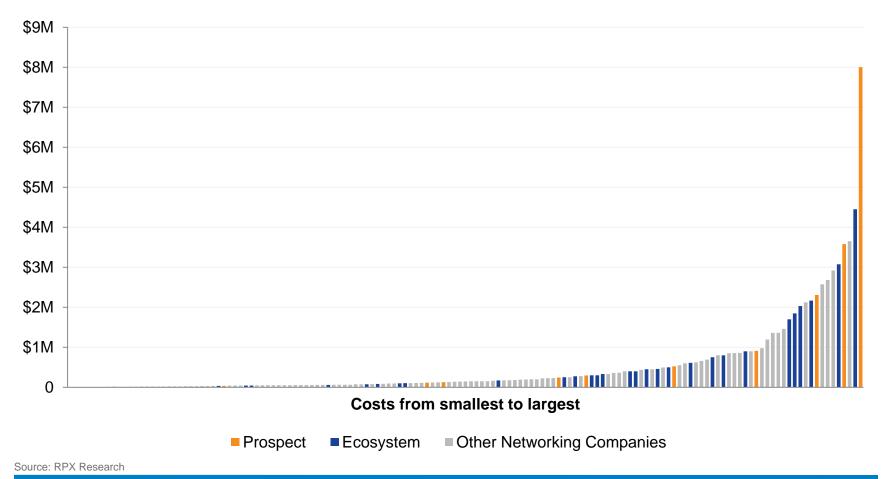
**Estimated Frequency** 

63% chance of 1+8% chance of 3+



## **Actuarial Model for Severity**

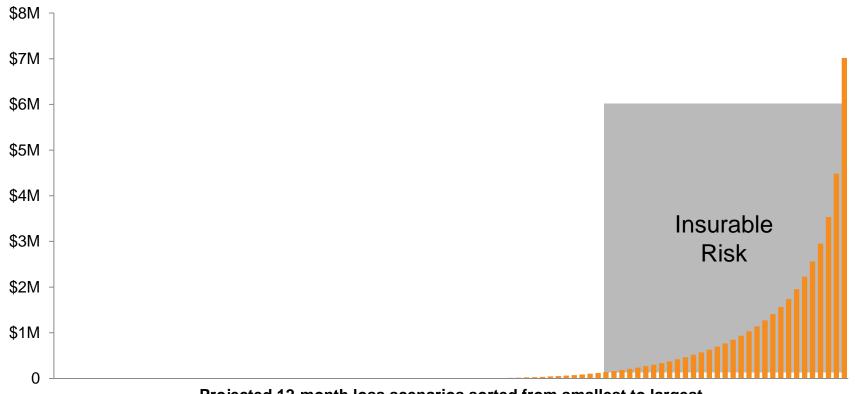
## Litigation costs from smallest to largest





## **Annual Risk Prediction**

#### **Modelled loss scenarios for next 12 months**



Projected 12-month loss scenarios sorted from smallest to largest

Source: RPX Research



## **Signals**

- Client retention
- Increased broker awareness
- Success rate
- Investor engagement and support
- Upsell success
- Partner support



## To Do

- **▶** Broker education
- **▶** Mid-market success
- **▶** Cross-discipline education
- Creativity



# Financial Performance and Operating Model

**David Anderson** 

Chief Financial Officer

## A Note from Our Lawyers

The presentation today contains forward-looking statements. These forward-looking statements include statements regarding our future financial performance as well as any statements regarding the Company's strategic and operational plans.

These forward-looking statements are subject to risks and uncertainties that could cause our actual results to differ materially from those reflected in the forward-looking statements. Many of the factors that could cause or contribute to such differences are described in the "Risk Factors" section of our most recent reports on Forms 10-K and 10-Q filed with the SEC and available at www.sec.gov.

The Company does not intend, and undertakes no duty, to update any forward-looking statements to reflect future events or circumstances.

In addition, we are discussing four non-GAAP financial measures in the attached presentation. This financial information is not intended to be considered in isolation or as a substitute for financial information prepared and presented in accordance with GAAP. For more information on these non-GAAP measures, please see our Q1 2017 News Release dated May 2, 2017 and our Q4 2016 News Release dated February 14, 2017 on the "Investor Relations" section of our corporate website. The tables provided in that release have more details on the GAAP financial measures that are most directly comparable to these non-GAAP financial measures and the related reconciliations between these financial measures.



# **Operating Results and Guidance (Non-GAAP)**

\$M	Recent Results		Guidance	
	FY 2016	1Q 2017	FY 2017	2Q 2017
Subscription	255.4	63.4	240-250	70.00
Discovery	66.1	18.0	70-79	79-82
Fee-Related	11.5	1.1	5-15	0
Total Revenue	333.1	82.5	315-344	79-82
Cost of Revenue	195.2	50.7	193-198	
SG&A	74.4	16.5	73-78	
Operating Income	63.5	15.3	49-68	9-11
Effective Tax Rate	37%	35%	37%	37%
Net Income	35.7	9.6	31-42	5-7
Patent risk management	206.6	51.6	183-199	
Discovery services	19.0	4.3	19-23	
Adjusted EBITDA	225.6	55.9	202-222	51-52
Net Patent Spend (NPS)	117.4	31.1	110-115	
Adjusted EBITDA-NPS	108.2	24.8	87-112	

Note: All non-revenue figures are non-GAAP. Inventus acquisition closed on January 22, 2016, so FY2016 figures reflect a partial quarter contribution



## **Income Statement Overview – Patent Risk Management**

Revenue Subscription
Fee-related

- Membership and net insurance premiums
- Generally paid annually in advance
- Revenue recognized ratably over term
- Weighted-average membership term of 2.3 years
- Primarily one-off license fees and advisory fees

Cost of revenue

SG&A

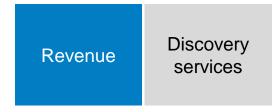
- Primarily patent amortization expense
- IPRs, prior art, portfolio maintenance expenses
- Insurance settlements and claims expense
- Primarily personnel, real estate, and professional services

Key metrics Profit
Activity

- Adjusted EBITDA less Net patent spend
- Net/Gross patent spend, deal and client counts

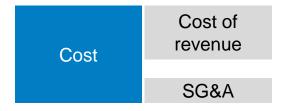


## **Income Statement Overview – Discovery Services**



• Data services, hosting, paper and managed review fees

- Generally billed monthly in arrears
- Some fixed fee and/or pre-paid arrangements
- Comparatively more quarter-to-quarter variability



Contract attorney review costs

- Certain hosting, data services, and personnel costs
- Sales and G&A personnel, real estate, professional services

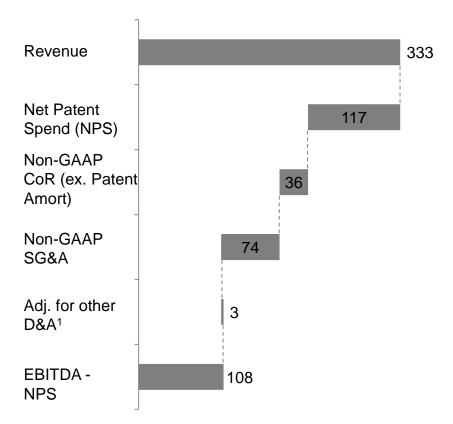


- Adjusted EBITDA
- Significant portion of revenue/expenses denominated in GBP and Euros



## **How We Manage the Business**

#### **Build of FY2016 EBITDA - NPS**



#### **Rationale for Metric**

- Useful proxy for pre-tax cash flow
- Substitutes net patent spend (cash expense) for patent amortization
- **▶** Excludes other major non-cash costs
  - Amortization of acquired intangibles<sup>2</sup>
  - Stock compensation<sup>3</sup>
  - Other D&A (small)
- Smooths fluctuations in cash flow related to timing of contract anniversaries and collections

1. D&A that is neither patent amortization nor amortization of acquired intangibles. 2. Removed from Non-GAAP CoR and SG&A. 3. Removed form SG&A

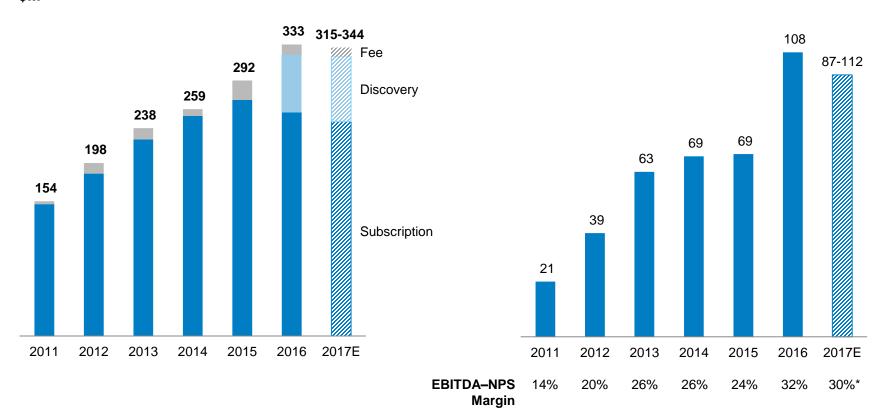


## **Revenue and EBITDA - NPS**



#### EBITDA - NPS

**\$M** 



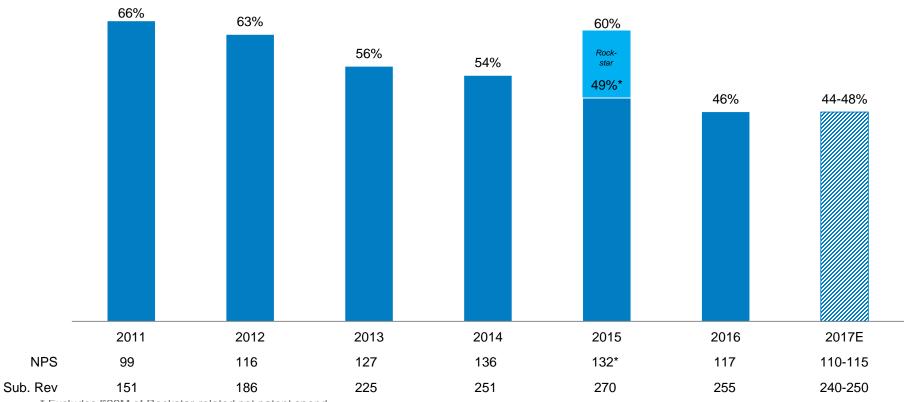
<sup>\*</sup> At midpoint of ranges

Note: 2017E reflects guidance from May 2, 2017 earnings release.



## Patent Spend Has Scaled with Subscription Revenue

### Net Patent Spend (NPS) as % of Subscription Revenue

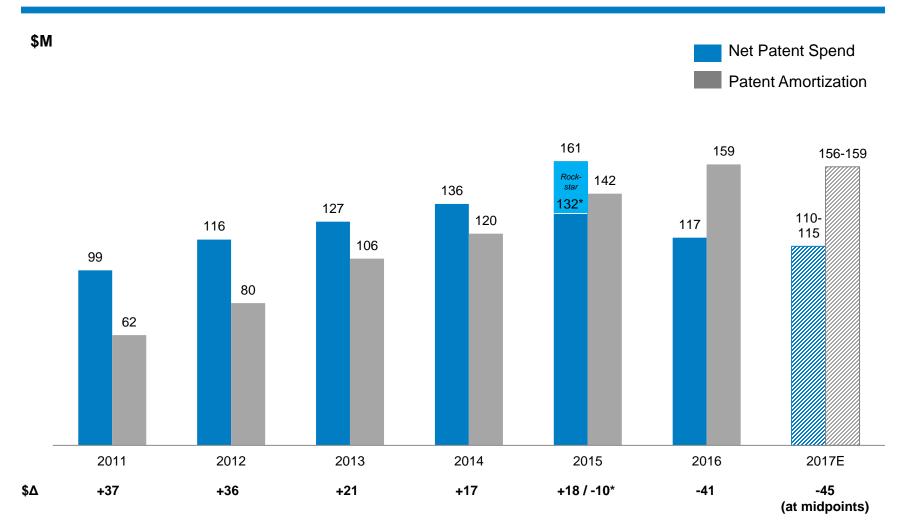


<sup>\*</sup> Excludes \$29M of Rockstar-related net patent spend.

Note: 2014 excludes a \$25M deposit made in December 2014 for acquisition of the Rockstar patent assets, which were acquired for a net purchase price of \$29M and closed in January 2015. 2017. 2017E reflects guidance from May 2, 2017 earnings release.



## **Patent Amortization Exceeds Patent Spend**



<sup>\*</sup> Exclude \$29M of Rockstar-related patent spend

Note: 2014 excludes a \$25M deposit made in December 2014 for acquisition of the Rockstar patent assets, which were acquired for a net purchase price of \$29M and closed in January 2015. 2017. 2017E reflects guidance from May 2, 2017 earnings release.



## **Deal Types**

Deal Context **Asset** acquired

#### **In-Litigation**

**Pre-Litigation** 

- Client in active litigation
- Immediate ROI
- No client yet sued
- More speculative ROI

#### **Patents**

- RPX takes ownership of patents
- May be divested at a later date

**Patent license rights** 

- RPX acquires right to sublicense the membership
- RPX does not take ownership of patents

**RPX Role** 

#### Standard acquisition

RPX finances entire transaction.

**Syndicated** 

- RPX client(s) finance some or all of deal cost
- May generate fee revenue



## **Coming in 2018... ASC 606**

#### What is it?

- Recent accounting pronouncement
- Supersedes most existing revenue recognition guidance

# Why might it matter?

- May affect revenue recognition for patent risk management
- Identify and allocate revenue to performance obligations
- Potential adjustment to timing and amount of recognition and to associated patent amortization

#### **Timeline**

- Q1 2018 implementation
- Will share details in Q4 earnings call
  - changes to revenue recognition process
  - pro-forma financials for FY2016-17
  - additional metric disclosures, as required/warranted
  - 2018 guidance under new standard
- Will provide updates on progress

Note: See discussion of ASU 2014-09, Revenue from Contracts with Customers (Topic 606) on p6 of 1Q2017 10-Q.



## **Approach to Capital Allocation**

### **Approach**

- Focus on long-term shareholder value
- Balance capital return with investment
- Disciplined review of investment opportunities relative to share repurchase

#### **Repurchase Program**

- ▶ \$150M share repurchase authorization
  - \$59 million remaining under current plan
- ► As of March 31, 2017 repurchased \$91M¹
  - 8.3 million shares
- Repurchase amount represents 41%¹ of retained earnings since inception
- ► 10b5-1 program in place

1. As of March 31, 2017, Retained Earnings plus share repurchases of \$222M (RPX's nets share repurchases against Retained Earnings in financial statements)



## **Investment Highlights**

- Strong cash flow
- Recurring revenue
- Barriers to entry
  - Network effects
  - Data, technology, relationships
- Sizable adjacent markets
- Program of capital return



# Q&A