

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 4, 2014

MARATHON PATENT GROUP, INC.

(Exact Name of Registrant as Specified in Charter)

Nevada

(State or other jurisdiction
of incorporation)

000-54652

(Commission File Number)

01-0949984

(IRS Employer Identification No.)

2331 Mill Road, Suite 100
Alexandria, VA

(Address of principal executive offices)

22314

(Zip Code)

Registrant's telephone number, including area code: (703) 626-4984

(Former name or former address, if changed since last report)

Copies to:

Harvey J. Kesner, Esq.
61 Broadway, 32nd Floor
New York, New York 10006
Telephone: (212) 930-9700

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 7.01 REGULATION FD DISCLOSURE

On June 4, 2014, Marathon Patent Group, Inc. issued a new investor presentation, a copy of which is attached hereto as Exhibit 99.1.

The information contained in this Current Report on Form 8-K shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), or incorporated by reference in any filing under the Securities Act of 1933, as amended or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing. The furnishing of the information in this Current Report on Form 8-K is not intended to, and does not, constitute a representation that such furnishing is required by Regulation FD or that the information contained in this Current Report on Form 8-K constitutes material investor information that is not otherwise publicly available.

The Securities and Exchange Commission encourages registrants to disclose forward-looking information so that investors can better understand the future prospects of a registrant and make informed investment decisions. This Current Report on Form 8-K and exhibits may contain these types of statements, which are “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995, and which involve risks, uncertainties and reflect the Registrant’s judgment as of the date of this Current Report on Form 8-K. Forward-looking statements may relate to, among other things, operating results and are indicated by words or phrases such as “expects,” “should,” “will,” and similar words or phrases. These statements are subject to inherent uncertainties and risks that could cause actual results to differ materially from those anticipated at the date of this Current Report on Form 8-K. Investors are cautioned not to rely unduly on forward-looking statements when evaluating the information presented within.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits.

The exhibit listed in the following Exhibit Index is furnished as part of this Current Report on Form 8-K.

Exhibit No.	Description
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99.1	Marathon Patent Group, Inc. Investor Presentation dated June 4, 2014
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: June 4, 2014

MARATHON PATENT GROUP, INC.

By: /s/ Doug Croxall

Name: Doug Croxall

Title: Chief Executive Officer



MARATHON

INVESTOR PRESENTATION
June 2014

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Safe Harbor

This presentation and other written or oral statements made from time to time by representatives of Marathon Patent Group ("MPG" or "Marathon") contain "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements reflect the current view about future events. Statements that are not historical in nature, and which may be identified by the use of words like "expects," "assumes," "projects," "anticipates," "estimates," "we believe," "could be," "future" or the negative of these terms and other words of similar meaning, are forward-looking statements. Forward-looking statements are based on management's current expectations and assumptions regarding our business, the economy and other future conditions and are subject to inherent risks, uncertainties and changes of circumstances that are difficult to predict and may cause actual results to differ materially from those contemplated or expressed. Should one or more of these risks or uncertainties materialize, or should the underlying assumptions prove incorrect, actual results may differ significantly from those anticipated, believed, estimated, expected, intended or planned.

Important factors that could cause actual results to differ materially from those in the forward looking statements include: a continued decline in general economic conditions nationally and internationally; decreased demand for our products and services; market acceptance of our products; the ability to protect our intellectual property rights; impact of any litigation or infringement actions brought against us; competition from other providers and products; risks in product development; inability to raise capital to fund continuing operations; changes in government regulation, the ability to complete customer transactions and capital raising transactions.

Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for us to predict all of them. We cannot guarantee future results, levels of activity, performance or achievements. Except as required by applicable law, including the securities laws of the United States, we do not intend to update any of the forward-looking statements to conform these statements to actual results.

Forecast

All Forecasts are provided by management in this presentation and are based on information available to us at this time and management expects that internal projections and expectations may change over time. In addition, the forecasts are entirely on management's best estimate of our future financial performance given our current contracts, current backlog of opportunities and conversations with new and existing customers about our products.

This overview is delivered solely as reference material with respect to our company. This document shall not constitute an offer to sell or the solicitation of an offer to buy securities in our company in any jurisdiction. The information herein is based on data obtained from sources believed to be reliable.

MARATHON OVERVIEW

- ❖ Patent acquisition and monetization company – acquire patents from a wide range of patent holders – individual inventors to Fortune 500 companies – currently own 128 patents and have contract rights related to revenue generated from 10 patents
- ❖ We generate revenue from our diversified portfolio through actively managed concurrent licensing campaigns – resulting in a long-term diversified revenue stream – currently have over 100 potential licensees
- ❖ Diversification:
 - ❖ Technology area and industry sectors: natural language processing, automotive, chip design/configuration, cable and satellite, med-tech, chemical/pharma, search, network detection/intrusion prevention, among others
 - ❖ Revenue diversification: multiple enforcement campaigns, frequency of revenue events, and size of revenue amounts
 - ❖ Timing of ownership: Marathon’s subsidiaries will buy and commence enforcement, or will buy during existing litigation/enforcement – mitigating certain risk events

MARATHON OVERVIEW CONTINUED

- ❖ Generated revenue in every quarter since commencement of operations
March 2013 – EBITDA profitable in Q1 2014 (fourth quarter of operations)
- ❖ Generating revenue with five of the initial seven enforcement campaigns;
currently have twelve active enforcement campaigns
- ❖ Strong relationship with IPNav – the world’s foremost IP monetization service
company – largest shareholder in Marathon, deal flow, due diligence,
litigation strategy, management of certain enforcement campaigns, and
licensing agent



Opus Analytics – proprietary IP analytics platform developed for IPNav, Marathon will launch a commercial version for IP professionals and finance professionals, expected by Q4 2014

PATENT INVESTMENT

- ❖ Established and growing channels of deal flow – sources of patent opportunities
- ❖ Due diligence process – risk analysis, infringement analysis, revenue projections, pricing analysis and targeted ROI
- ❖ Typical terms/structure – Marathon subsidiary acquires the patent portfolio for cash, stock, contingency revenue share, or hybrid
- ❖ Extensive experience and expertise to mitigate risk and enhance return potential
- ❖ Success of patent acquisition is critical to the success of building a **diversified** portfolio of patent assets – which allows for a diversified revenue stream

PATENT LICENSING

- ❖ Approach potential licensees – objective is to execute a license agreement by explaining the evident strength of our claims and the value of our patented technology within their product offering
- ❖ If initial licensing approach yields less than expected outcome – move forward with litigation (2-4 year time horizon: filing of complaint to trial)
- ❖ A large pool of potential licensees / defendants provides for diversity of timing and size of revenue events
- ❖ Majority of defendants execute a settlement and license agreement prior to trial (historically greater than 90%)
- ❖ Multiple patent assets allow for multiple licensing campaign

FINANCIAL MODEL

- ❖ Highly scalable business model allows for concurrent multiple patent licensing campaigns without substantial increase in corporate overhead
- ❖ Currently own 128 patents and have contract rights related to revenue generated from 10 patents and over 100 potential licensees within 12 active licensing campaigns
- ❖ Gross margins typically range between 45% - 55% of revenue
- ❖ Achieved EBITDA profitability in Q1 2014

in (000's)	Q2 2013	Q3 2013	Q4 2013	Q1 2014
Revenue	\$1,525	\$711	\$1,183	\$2,780
EBITDA*	(\$94)	(\$99)	(\$305)	\$854
Cash balance	\$6,400	\$5,864	\$3,610	\$5,500
Patent Investments	\$1,850**	\$1,100	\$1,700	NA

* Net Income adjusted for non-cash compensation and non-cash expenses

** Includes acquisition of patents for \$500K from Q4 2012

MARATHON SUBSIDIARIES

Dynamic Advances

Exclusive license to 4 U.S. Patents

Portfolio relates to a method of processing natural language query inputs by a user

Litigation commenced on 10/19/12; Markman heard April 2014 - trial expected in Q1 2015

April 2014, PTAB decision denying Apple's Institution of Inter Partes Review

CRFD Research

4 U.S. Patents and 3 U.S. Applications

Portfolio represents wireless technologies including the transfer of active session among devices, and web content transformation into formats compatible with mobile devices

Litigation commenced on 01/17/2014

Stage of Litigation: Pre-Markman

Signal IP

15 U.S. Patents, 2 Foreign Patents

Portfolio covers automotive patents – acquired from Delphi Technologies (12/2013)

Litigation commenced on 04/01/2014

Stage of Litigation: Pre-Markman

MARATHON SUBSIDIARIES

IP Liquidity Ventures

Contract rights to revenue generated from various patent portfolios

Andrulis Pharmaceuticals v. Celgene: portfolio relates to thalidomide treatments for neoplastic diseases, malignant melanomas, as well as treatments for cholinergic deficit states in the central nervous or peripheral nervous systems

The Sensor portfolio relates to automotive systems including tire pressure pressure management systems (e.g. pressure, temperature, rotations)

The Search and Network Intrusion portfolio relates to tools for intelligent searches applied to data management systems as well as global information networks like the Internet

Sarif Biomedical

5 U.S. Patents, 24 foreign patents and patent applications

Relates to microsurgery methods and related equipment including articulated tools, imaging systems and displays as well as sensors employed as integral parts of the system

CyberFone

10 U.S. Patents, 1 U.S. Application and 27 foreign patents

Portfolio covers claims that provide the right to practice specific transactional data processing

Litigation commenced on 09/15/2011

Stage of Litigation: Post-Markman

MARATHON SUBSIDIARIES

Sampo IP

3 U.S. Patents and 1 U.S. Applications

Portfolio covers a system and method for communicating information among participants of a distributed application

Litigation commenced on 03/20/2013

Stage of Litigation: Pre-Markman

E2E Processing

4 U.S. Patents

Portfolio emphasizes process automation in enterprise resource planning (ERP) sector

Stage of Litigation: Pre-Markman

Vantage Point

11 U.S. Patents and 26 foreign patents

Portfolio relates to a wide range of technologies including processor architecture technology

Litigation commenced on 11/01/2013

Stage of Litigation: Pre-Markman

MARATHON SUBSIDIARIES

Relay IP

1 U.S. Patent

Portfolio covers claims enabling multicasting on Internet protocol (IP) networks

Litigation commenced on 05/03/2013

Stage of Litigation: Pre-Markman

Hybrid Sequence

2 U.S. Patents

Covers performing diagnostics, in a non-disruptive fashion through a Frame Relay Circuit

Bismarck IP

3 U.S. Patents and 11 foreign patents

Covers claims relating to performance enhancement features and enabling technology within switching communication terminal equipment, and in Private Branch Exchanges (PBXs)

MANAGEMENT

Doug Croxall
CEO & Chairman

- Previously the CEO & owner of LVL Patent Group, a patent enforcement entity
- Chairman and CEO of Firepond (NASDAQ: FIRE), a configuration software company with a patent portfolio enforced by IP Nav for approximately \$100 million in gross revenues
- Previously employed by Motorola and KPMG
- MBA, Pepperdine University 1995; BA Purdue University 1991

Frank Knuettel II
CFO

- Previously the Managing Director and CFO of Greyhound IP, a patent enforcement entity
- Previously employed as CFO by IP Commerce, InfoSearch Media and Internet Machines
- Previously board member and Audit Chair of Firepond
- MBA, Wharton 1993; BA Tufts University 1988

John Stetson
EVP & Director

- Served as CFO of MPG and MPG's predecessor company, American Strategic Minerals.
- Investment Analyst for Heritage Investment Group
- Corporate Finance division of Toll Brothers (TOL)
- BA in Economics from the University of Pennsylvania

Jim Crawford
COO

- Previously the CIO Hipcricket
- Experienced in public company compliance, advanced hardware/software/network administration
- Named inventor on several patents pending with the USPTO

Doug Bender
SVP Engineering

- Previously the SVP Engineering and IP Development at Hipcricket
- 25 years of engineering, executive management and intellectual property
- Inventor and author of more than 75 patents in the communications, IP telephony, and IT markets
- BS Computer Science California Polytechnic University – San Luis Obispo

MARATHON AT A GLANCE

Exchange/Ticker	OTCQB: MARA
Current price*	\$9.05
Market Capitalization*	≈ \$50 Million
Common Shares Outstanding	≈ 5.6 MM
Avg. Daily Volume (3 month)*	≈ 19,000
Solid balance sheet	≈ \$6 Million Cash

Stock price appreciation by period*

3 Month	6 Month	YTD	1 Year
35%	53%	44%	59%

* As of close of trading 6/3/2014

INVESTOR HIGHLIGHTS

- ❖ Profitable – achieved profitability in Q1 2014
- ❖ Experienced and proven team – strategic relationship with IPNav
- ❖ Continuous supply of patent opportunities
- ❖ Diversification of asset base and revenue
- ❖ Scalable business model with operating leverage
- ❖ Clean cap table with supportive shareholder base
- ❖ Opus – IP Analytics

