

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

**FORM T-1**  
**STATEMENT OF ELIGIBILITY**  
**UNDER THE TRUST INDENTURE ACT OF 1939 OF A**  
**CORPORATION DESIGNATED TO ACT AS TRUSTEE**

**CHECK IF AN APPLICATION TO DETERMINE ELIGIBILITY OF A**  
**TRUSTEE PURSUANT TO SECTION 305(b)(2) [  ]**

**Computershare Trust Company, National Association**  
(Exact name of trustee as specified in its charter)

**A National Banking Association**

(Jurisdiction of incorporation or organization if not a U.S.  
national bank)

**04-3401714**

(I.R.S. Employer Identification  
Number)

**250 Royall Street, Canton, MA**  
(Address of principal executive offices)

**02021**  
(Zip Code)

**John Wahl, Trust Officer**  
**8742 Lucent Boulevard, Suite 225, Highlands Ranch, CO 80129**  
**(303) 262-0707**

(Name, address and telephone number of agent for service)

**Vringo, Inc.**

(Exact name of obligor as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**N/A**

(I.R.S. Employer Identification  
Number)

**780 Third Avenue, 12th Floor**  
**New York, New York**

(Address of principal executive offices)

**10017**

(Zip Code)

**Senior Debt Securities**

(Title of the indenture securities, under the Senior Debt Indenture)

**Subordinated Debt Securities**

(Title of the indenture securities, under the Subordinated Debt Indenture)

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**Item 1. General Information.** Furnish the following information as to the trustee:

(a) Name and address of each examining or supervising authority to which it is subject.

Comptroller of the Currency  
340 Madison Avenue, 4<sup>th</sup> Floor  
New York, NY 10017-2613

(b) Whether it is authorized to exercise corporate trust powers.

The trustee is authorized to exercise corporate trust powers.

**Item 2. Affiliations with the obligor.** If the obligor is an affiliate of the trustee, describe such affiliation.

None.

**Item 16. List of exhibits.**

**Exhibits identified in parentheses below, on file with the Commission, are incorporated herein by reference as an exhibit hereto, pursuant to Rule 7a-29 under the Trust Indenture Act of 1939 (the "Act") and 17 C.F.R. 229.10(d).**

1. A copy of the articles of association of the trustee. (See Exhibit 1 to Form T-1 filed with Registration Statement No. 333-179383)
  2. A copy of the certificate of authority of the trustee to commence business. (See Exhibit 2 to Form T-1 filed with Registration Statement No. 333-179383)
  3. See Exhibits 1 and 2 above.
  4. A copy of the existing by-laws of the trustee, as now in effect. (See Exhibit 4 to Form T-1 filed with Registration Statement No. 333-179383)
  6. The consents of United States institutional trustees required by Section 321(b) of the Act. (See Exhibit 6 to Form T-1 filed with Registration Statement No. 333-179383)
  7. A copy of the latest report of condition of the trustee published pursuant to law or the requirements of its supervising or examining authority.
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**SIGNATURE**

Pursuant to the requirements of the Trust Indenture Act of 1939 the trustee, Computershare Trust Company, National Association, a national banking association, organized and existing under the laws of the United States, has duly caused this statement of eligibility to be signed on its behalf by the undersigned, thereunto duly authorized, all in the City of Highlands Ranch, and State of Colorado, on the 4th day of May, 2015.

Computershare Trust Company, National Association

By: /s/ John Wahl  
John Wahl  
Trust Officer

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**EXHIBIT 7**

Consolidated Report of Condition of

## COMPUTERSHARE TRUST COMPANY, NATIONAL ASSOCIATION

250 Royall Street, Canton, MA 02021  
at the close of business December 31, 2014.**ASSETS**

Dollar Amounts In Thousands

Cash and balances due from depository institutions:	
Noninterest-bearing balances and currency and coin	-0-
Interest-bearing balances	-0-
Securities:	
Held-to-maturity securities	-0-
Available-for-sale securities	13,152
Federal funds sold and securities purchased under agreements to resell:	
Federal funds sold in domestic offices	-0-
Securities purchased under agreements to resell	-0-
Loans and lease financing receivables:	
Loans and leases held for sale	-0-
Loans and leases, net of unearned income	-0-
LESS: Allowance for loan and lease losses	-0-
Loans and leases, net of unearned income and allowance	-0-
Trading assets	-0-
Premises and fixed assets (including capitalized leases)	-0-
Other real estate owned	-0-
Investments in unconsolidated subsidiaries and associated companies	-0-
Direct and indirect investments in real estate ventures	-0-
Intangible assets:	
Goodwill	7,756
Other intangible assets	-0-
Other assets	717
Total assets	<u>21,625</u>

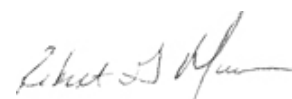
**LIABILITIES**

Deposits:	
In domestic offices	-0-
Noninterest-bearing	-0-
Interest-bearing	-0-
Federal funds purchased and securities sold under agreements to repurchase:	
Federal funds purchased in domestic offices	-0-
Securities sold under agreements to repurchase	-0-
Trading liabilities	-0-
Other borrowed money:	
(includes mortgage indebtedness and obligations under capitalized leases)	-0-
Not applicable	
Not applicable	
Subordinated notes and debentures	-0-
Other liabilities	
	1,580
Total liabilities	<u>1,580</u>

**EQUITY CAPITAL**

Perpetual preferred stock and related surplus	0
Common stock	500
Surplus (exclude all surplus related to preferred stock)	17,011
Retained earnings	2,534
Accumulated other comprehensive income	-0-
Other equity capital components	-0-
Total bank equity capital	20,045
Noncontrolling (minority) interests in consolidated subsidiaries	-0-
Total equity capital	20,045
Total liabilities and equity capital	<u>21,625</u>

I, Robert G. Marshall, Assistant Controller of the above named bank do hereby declare that this Report of Condition is true and correct to the best of my knowledge and belief.



Robert G. Marshall  
Assistant Controller