

Viggle Inc.
Form 4
March 19, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SILLERMAN ROBERT F X

(Last) (First) (Middle)
C/O VIGGLE INC., 902
BROADWAY, 11TH FLOOR
(Street)

NEW YORK, NY 10010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Viggle Inc. [VGGL]

3. Date of Earliest Transaction (Month/Day/Year)
03/16/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock				(A) or (D) Price	8,230,623	I	See footnote (1)
Common Stock				(A) or (D) Price	6,250	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Warrants (right to buy) ⁽¹²⁾	\$ 1.78	03/16/2015		A	350,000	<u>(2)</u>	<u>(2)</u>	Common Stock	350,000
Series C Convertible Preferred Stock ⁽¹²⁾	\$ 4	03/16/2015		A	7,000	<u>(3)</u>	<u>(3)</u>	Common Stock	7,000
Warrants (right to buy)	\$ 3.51					10/24/2014	10/24/2019	Common Stock	225,000
Warrants (right to buy)	\$ 2.98					11/25/2014	11/25/2019	Common Stock	150,000
Warrants (right to buy)	\$ 3.63					12/15/2014	12/15/2019	Common Stock	775,000
Warrants (right to buy)	\$ 80					03/11/2013	03/11/2018	Common Stock	125,000
Warrants (right to buy)	\$ 55.2					09/16/2013	09/16/2018	Common Stock	62,500
Warrants (right to buy)	\$ 80					<u>(9)</u>	<u>(9)</u>	Common Stock	175,000
Restricted Stock Unit	<u>(10)</u>					<u>(10)</u>	<u>(10)</u>	Common Stock	6,250
Restricted Stock Unit	<u>(11)</u>					<u>(11)</u>	<u>(11)</u>	Common Stock	155,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

