

Consiglio Gregory
Form 3
November 07, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Consiglio Gregory		(Month/Day/Year)	Viggle Inc. [VGGL]	
(Last)	(First)	(Middle)	07/31/2012	
C/O VIGGLE INC.,Â 902 BROADWAY, 11TH FLOOR		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		(Check all applicable)		
NEW YORK,Â NYÂ 10011		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)		6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
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)
Restricted Stock Units ⁽¹⁾		125,000	D	Â

Table I - Non-Derivative Securities Beneficially Owned

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

SEC 1473 (7-02)

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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 of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Option (right to buy)	Â (2)	08/26/2021	Common Stock	112,500	\$ 5	D	Â
Option (right to buy)	Â (3)	08/30/2022	Common Stock	887,500	\$ 0.84	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Consiglio Gregory C/O VIGGLE INC. 902 BROADWAY, 11TH FLOOR NEW YORK, NY 10011	Â	Â	Â CEO and President	Â

Signatures

/s/ Gregory
Consiglio

11/06/2012

**Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

The restricted stock units vest over a period of five years, with 25,000 units vesting on December 31, 2012, 33,333 units vesting on December 31, 2012, 41,667 units vesting on December 31, 2014, 16,667 units vesting on December 31, 2015, and 8,333 units vesting on December 31, 2016

(1) The option shall first be exercisable with respect to a number of whole shares as close as possible to 33 1/3% of the total number of shares subject hereto on August 1, 2012, and pro-rata monthly thereafter on the first day of each month thereafter for the next 24 months.

(2) The option shall first be exercisable with respect to a number of whole shares as close as possible to 25% of the total number of shares subject hereto on August 30, 2012. Thereafter, the Option shall become exercisable with respect to the remaining shares on a pro-rata basis, annually on August 30, 2013, August 30, 2014 and August 30, 2015.

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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