
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): February 27, 2017

INPIXON

(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction
of incorporation)

001-36404

(Commission File Number)

88-0434915

(I.R.S. Employer
Identification No.)

**2479 E. Bayshore Road, Suite 195
Palo Alto, CA**

(Address of principal executive offices)

94303

(Zip Code)

Registrant's telephone number, including area code: **(408) 702-2167**

Sysorex Global

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

Check the appropriate box below if the Form 8-K 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))
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Item 1.01 Entry into a Material Definitive Agreement.

On February 27, 2017, Sysorex Global, n/k/a Inpixon (the “Company”), entered into an Agreement and Plan of Merger (the “Merger Agreement”) with Inpixon, its wholly-owned Nevada subsidiary formed solely for the purpose of changing the Company’s corporate name from Sysorex Global to Inpixon (the “Name Change”). In accordance with the Merger Agreement, effective as of March 1, 2017 (the “Effective Date”), the subsidiary was merged with and into the Company with the Company as the surviving corporation (the “Merger”). In accordance with Section 92A.180 of the Nevada Revised Statutes, stockholder approval of the Merger was not required.

The Merger and the Name Change do not affect the rights of the Company’s security holders. Following the Name Change, the stock certificates which reflect the Company’s prior name will continue to be valid but subject to the Reverse Stock Split discussed at Items 3.03 and 5.03 below. Certificates reflecting the new name will be issued in due course as old stock certificates are tendered for exchange or transfer to the Company’s transfer agent.

As part of the Company’s Name Change, each of the Company’s subsidiaries also amended their corporate charters to change their names from Sysorex USA, Sysorex Government Services, Inc., and Sysorex Canada Corp. to Inpixon USA, Inpixon Federal, Inc., and Inpixon Canada, Inc., respectively, effective as of March 1, 2017.

The description of the Merger Agreement is a summary of the material terms thereof, does not purport to be complete and is qualified in its entirety by the full text of the agreement, which is attached hereto as Exhibit 2.1 and incorporated herein by reference.

Item 3.03 Material Modification to Rights of Security Holders.

To the extent required by Item 3.03 of Form 8-K, the information regarding the Reverse Stock Split (as defined below) contained in Item 5.03 of this Current Report on Form 8-K (this “Current Report”) is incorporated by reference herein.

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

To effectuate the Merger, the Company filed Articles of Merger with the Secretary of State of the State of Nevada which amended the Company’s Restated Articles of Incorporation, as amended (the “Articles of Incorporation”), to change the Company’s name to “Inpixon,” effective on the Effective Date. A copy of the Articles of Merger is attached hereto as Exhibit 3.1 and is incorporated herein by reference.

Also on the Effective Date, the Company filed a Certificate of Amendment to its Articles of Incorporation (the “Amendment”) with the Secretary of State of the State of Nevada to effect a 1-for-15 reverse stock split (the “Reverse Stock Split”) of the Company’s common stock, par value \$0.001 per share (the “Common Stock”). Pursuant to the Amendment, effective as of the Effective Date, every 15 shares of the issued and outstanding Common Stock were converted into one share of Common Stock, without any change in the par value per share. The Reverse Stock Split was approved by the Company’s stockholders at its 2016 annual meeting of stockholders held on November 8, 2016.

The Common Stock began trading on a Reverse Stock Split-adjusted basis on the NASDAQ Capital Market at the opening of trading on March 1, 2017. In connection with the Reverse Stock Split and the Name Change, the Common Stock also commenced trading under a new NASDAQ symbol, “INPX,” and a new CUSIP number, 45790J107, at such time.

No fractional shares of Common Stock will be issued in connection with the Reverse Stock Split. If, as a result of the Reverse Stock Split, a stockholder would otherwise hold a fractional share, the stockholder will receive, in lieu of the issuance of such fractional share, one whole share of Common Stock.

Corporate Stock Transfer, the Company’s transfer agent, is acting as the exchange agent for the Reverse Stock Split and will provide instructions to stockholders of record regarding the process for exchanging shares. Those stockholders holding Common Stock in “street name” will receive instructions from their brokers.

In connection with the Name Change, the Company changed its website address to www.inpixon.com.

The foregoing descriptions of the Articles of Merger and the Amendment are summaries of the material terms thereof, do not purport to be complete and are qualified in their entirety by reference to the Articles of Merger and the Amendment, which are incorporated herein by reference. Copies of the Articles of Merger and the Amendment are attached hereto as Exhibits 3.1 and 3.2, respectively.

Item 7.01 Regulation FD Disclosure.

On February 28, 2017, the Company issued a press release announcing the decision of the Nasdaq Hearings Panel (the "Panel") described in Item 8.01 of this Current Report, the Reverse Stock Split, the Name Change and the Company's ticker symbol change from "SYRX" to "INPX." A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information in this Item 7.01 of this Current Report, including Exhibit 99.1 attached hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed 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.

Item 8.01 Other Events.

On February 28, 2017, the Company announced that it had received notification that the Panel that it granted the Company's request for the continued listing of its common stock on The NASDAQ Stock Market ("Nasdaq") subject to the Company (1) having completed a reverse stock split and evidencing a closing bid price of \$1.00 or more for a minimum of ten consecutive trading days as of March 15, 2017 for the purposes of complying with Nasdaq Listing Rule 5550(a)(2); and (2) demonstrating compliance with all requirements for continued listing on Nasdaq.

In connection with the Panel's determination, the Company implemented the Reverse Stock Split described in Item 5.03 of this Current Report.

The Nasdaq Listing and Hearing Review Council (the "Listing Council") may, on its own motion, determine to review any Panel decision within 45 of February 8, 2017. If the Listing Council determines to review the Panel's decision, it may affirm, modify, reverse, dismiss or remand the decision to the Panel.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
*2.1	Agreement and Plan of Merger, dated February 27, 2017, by and between Sysorex Global and Inpixon
*3.1	Articles of Merger, effective as of March 1, 2017
*3.2	Certificate of Amendment to Articles of Incorporation, effective as of March 1, 2017
**99.1	Press Release issued on February 28, 2017

* Filed herewith

** Furnished herewith

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 hereunto duly authorized.

INPIXON

Date: March 1, 2017

By: /s/ Nadir Ali

Name: Nadir Ali

Title: Chief Executive Officer

Exhibit Index

Exhibit No.	Description
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**99.1	Press Release issued on February 28, 2017

* Filed herewith

** Furnished herewith

AGREEMENT AND PLAN OF MERGER
BY AND BETWEEN
SYSOREX GLOBAL, A NEVADA CORPORATION
AND
INPIXON, A NEVADA CORPORATION

THIS AGREEMENT AND PLAN OF MERGER (“Agreement”) is entered into this 27th day of February, 2017, by and between Sysorex Global, a Nevada corporation (the “Parent Company”), and Inpixon, a Nevada corporation (the “Subsidiary Company”). In consideration of the covenants and conditions set forth herein, and other good and valuable consideration, the receipt and sufficiency of which are acknowledged hereby, the parties agree as follows:

1. **Background.** Parent Company holds all of the issued and outstanding shares of stock of Subsidiary Company. The parties have deemed it advisable and in the best interests of each party and their respective shareholders to merge the Subsidiary Company with and into the Parent Company (the “Merger”) as authorized by the laws of the State of Nevada.
 2. **Merger; Effectiveness.** The Subsidiary Company shall be merged with and into the Parent Company pursuant to the applicable provisions of Chapter 78 and Section 92A.180 of the Nevada Revised Statutes, as amended (the “NRS”), and in accordance with the terms of this Agreement. The Articles of Merger shall be executed by the Parent Company and the Subsidiary Company, filed with the Secretary of State of Nevada, and provide for the Merger to become effective at 12:02 a.m. on March 1, 2017 (the “Effective Time of the Merger”) with the Parent Company being the surviving company of the Merger (the “Surviving Company”).
 3. **Conversion of Shares.** At the Effective Time of the Merger, by virtue of the Merger, every share of the common stock of the Subsidiary Company shall be retired and the certificates shall be deemed cancelled.
 4. **Governing Documents; Bylaws; Board of Directors.** The Articles of Incorporation of the Parent Company in effect immediately prior to the Effective Time of the Merger shall be the Articles of Incorporation of the Surviving Company, provided, however, that the Articles of Merger filed with the Secretary of State of the State of Nevada shall provide that the Articles of Incorporation shall be amended to change the name of the Parent Company to be “Inpixon”. The Bylaws of the Parent Company in effect immediately prior to the Effective Time of the Merger shall be the Bylaws of the Surviving Company. The Board of Directors and officers of the Parent Company shall be the Board of Directors and officers of the Surviving Company.
 5. **Waiver.** Pursuant to NRS 92A.180, the Parent Company, the sole shareholder of the Subsidiary Company, waives the requirement that a copy of the plan of merger be mailed to each owner of the Subsidiary Company.
 6. **Termination.** This Agreement may be terminated for any reason at any time before the filing of the Articles of Merger with the Secretary of State of the State of Nevada (whether before or after approval by the shareholders of the Subsidiary Company and the Parent Company, or either of them) by resolution of the Board of Directors of the Parent Company.
 7. **Amendment.** This Agreement may, to the extent permitted by law, be amended, supplemented or interpreted at any time by action taken by the Board of Directors of each of the parties.
 8. **Governing Law.** This Agreement and all matters relating to this Agreement shall be governed by, construed and interpreted in accordance with the laws of the State of Nevada, without giving effect to principles of conflicts of laws.
 9. **Counterpart and Facsimile Signatures.** This Agreement may be signed in counterparts, each of which shall be an original, but all of which shall constitute one and the same document. Signatures transmitted by facsimile shall be deemed valid execution of this Agreement binding on the parties.
-

IN WITNESS WHEREOF, the parties hereto have duly executed and delivered this **AGREEMENT AND PLAN OF MERGER** as of the date first set forth above.

SYSOREX GLOBAL

By: /s/ Nadir Ali
Name: Nadir Ali
Title: Chief Executive Officer

INPIXON

By: /s/ Nadir Ali
Name: Nadir Ali
Title: President



140105



BARBARA K. CEGAVSKE
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-5708
Website: www.nvsos.gov

Filed in the office of /s/ Barbara K. Cegavske	Document Number 20170087257-89
Barbara K. Cegavske Secretary of State	Filing Date and Time 02/27/2017 3:20 PM
State of Nevada	Entity Number C8519-1999

Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 1

USE BLACK INK ONLY – DO NOT HIGHLIGHT

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Articles of Merger
(Pursuant to NRS Chapter 92A)

1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200):

- If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from article one.

Inpixon
Name of merging entity

Nevada Corporation
Jurisdiction Entity type*

Name of merging entity
Jurisdiction Entity type*

Name of merging entity
Jurisdiction Entity type*

Name of merging entity
Jurisdiction Entity type*

and,
Sysorex Global
Name of surviving entity

Nevada Corporation
Jurisdiction Entity type*

*Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

Filing Fee: \$350.00
This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 1
Revised: 1-5-15



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov

Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 2

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2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger - NRS 92A.190):

Attn:

c/o:

3) Choose one:

- The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).
- The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180).

4) Owner's approval (NRS 92A.200) (options a, b or c must be used, as applicable, for each entity):

- If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from the appropriate section of article four.

(a) Owner's approval was not required from

Inpixon
 Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or;

Sysorex Global
 Name of surviving entity, if applicable

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 2
 Revised: 1-5-15



BARBARA K. CEGAVSKE
 Secretary of State
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Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 3

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(b) The plan was approved by the required consent of the owners of *:

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or;

Name of surviving entity, if applicable

* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 3
Revised: 1-5-15





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Articles of Merger
(PURSUANT TO NRS 92A.200)
Page 4

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(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.160):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or;

Name of surviving entity, if applicable

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 4
Revised: 1-5-15



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 5

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5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)*:

Article I of the Restated Articles of Incorporation of the surviving entity is amended to read as follows:

“ARTICLE I. NAME

The name of the corporation is INPIXON (the ‘Corporation’).”

6) Location of Plan of Merger (check a or b):

(a) The entire plan of merger is attached;

or,

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)

Date: March 1, 2017 **Time:** 12:02 am

* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them “Restated” or “Amended and Restated,” accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 5
Revised: 1-5-15



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 Secretary of State
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Articles of Merger

(PURSUANT TO NRS 92A.200)

Page 6

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8) **Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or one member if there are no managers; A trustee of each Nevada business trust (NRS 92A.230)***

(If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from article eight.

Inpixon
 Name of **merging** entity

/s/ Nadir Ali
 Signature

President
 Title

2/27/2017
 Date

Name of **merging** entity

X
 Signature

Title

Date

Name of **merging** entity

X
 Signature

Title

Date

Name of **merging** entity

X
 Signature

Title

Date

and,
 Sysorex Global
 Name of **surviving** entity

/s/ Nadir Ali
 Signature

Chief Executive Officer
 Title

2/27/2017
 Date

* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 6
Revised: 1-5-15



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Filed in the office of /s/ Barbara K. Cegavske	Document Number 20170087256-78
Barbara K. Cegavske Secretary of State State of Nevada	Filing Date and Time 02/27/2017 3:20 PM
	Entity Number C8519-1999

Certificate of Amendment
 (PURSUANT TO NRS 78.385 AND 78.390)

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Certificate of Amendment to Articles of Incorporation For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:

Sysorex Global

2. The articles have been amended as follows: (provide article numbers, if available)

Article IV of the Restated Articles of Incorporation is hereby amended by adding the following as a new subsection (1) to Section (A) thereto:
 "(1) Upon the effectiveness of the filing (the "Effective Time") of this Certificate of Amendment to the Restated Articles of Incorporation, each fifteen (15) shares of Common Stock issued and outstanding immediately prior to the Effective Time shall be reclassified and combined into one (1) validly issued, fully paid and non-assessable share of Common Stock automatically and without any further action by the Corporation or the holder thereof, subject to the treatment of fractional share interests as described below (the "Reverse Stock Split"). [Continued on attachment]"

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation* have voted in favor of the amendment is: a majority of the voting power

4. Effective date and time of filing: (optional)

Date: Time:
 (must not be later than 90 days after the certificate is filed)

5. Signature: (required)

X /s/ Nadir Ali
Signature of Officer

*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless to limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State Amend Profit-After
Revised: 1-5-15

Attachment

The Corporation shall not issue to any holder a fractional share of Common Stock on account of the Reverse Stock Split. Rather, any fractional share of Common Stock resulting from such change shall be rounded upward to the nearest whole share of Common Stock. Share interests issued due to rounding are given solely to save the expense and inconvenience of issuing fractional shares of Common Stock and do not represent separately bargained for consideration. Until surrendered, each certificate that immediately prior to the Effective Time represented shares of Common Stock ("Old Certificates") shall only represent the number of whole shares of Common Stock into which the shares of Common Stock formerly represented by such Old Certificate were combined into as a result of the Reverse Stock Split."

Sysorex Announces Favorable Decision from the Nasdaq Hearings Panel

Effects Reverse Stock Split and Name Change to Inpixon

PALO ALTO, CA, – February 28, 2017 – Sysorex (NASDAQ: SYRX), the indoor positioning and data analytics company, today announced that it has received written notification that the Nasdaq Hearings Panel (the “Panel”) has granted the Company’s request for continued listing on the Nasdaq Capital Market, subject to certain conditions including that, no later than March 15, 2017, Sysorex effect a reverse split of its common stock and evidence a closing bid price of \$1.00 per share or more for a minimum of ten consecutive trading days.

In connection with satisfying the Panel’s condition for continued listing, the Company’s Board of Directors has approved a reverse stock split of the Company’s common stock whereby every 15 shares of common stock will automatically be combined into one share of common stock. The reverse split was approved by the Company’s shareholders on November 8, 2016 and will be effective as of the commencement of trading on March 1, 2017.

Sysorex also announced today that, effective as of March 1, 2017, the Company will change its name to Inpixon and its trading symbol from “SYRX” to “INPX.” The Company’s common stock will begin trading on The Nasdaq Capital Market (“Nasdaq”) under its new name and trading symbol effective at the market opening on March 1, 2017.

About Sysorex

Sysorex (NASDAQ: SYRX) is a leader in indoor positioning and data analytics. Sysorex sensors are designed to find all accessible cellular, Wi-Fi and Bluetooth devices anonymously. Paired with a high-performance, data analytics platform, this technology delivers visibility, security and business intelligence on any commercial or government premises world-wide. Sysorex’s products, infrastructure solutions and professional services group help customers take advantage of mobile, big data, analytics and the Internet of Things (IoT) to uncover the untold stories of the indoors. For the latest insight on Indoor Positioning and Data Analytics, follow Sysorex on LinkedIn and @SysorexGlobal on Twitter.

Safe Harbor Statement

All statements in this release that are not based on historical fact are “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995 and the provisions of Section 27A of the Act, and Section 21E of the Securities Exchange Act of 1934, as amended. While management has based any forward-looking statements included in this release on its current expectations, the information on which such expectations were based may change. These forward-looking statements rely on a number of assumptions concerning future events and are subject to a number of risks, uncertainties and other factors, many of which are outside of the control of Sysorex and its subsidiaries, which could cause actual results to materially differ from such statements. Such risks, uncertainties, and other factors include, but are not limited to, the fluctuation of global economic conditions, the performance of management and employees, the company’s ability to obtain financing, competition, general economic conditions and other factors that are detailed in the company’s periodic and current reports available for review at www.sec.gov. Furthermore, we operate in a highly competitive and rapidly changing environment where new and unanticipated risks may arise. Accordingly, investors should not place any reliance on forward-looking statements as a prediction of actual results. We disclaim any intention to, and undertake no obligation to, update or revise forward-looking statements.

Contacts

Sysorex Investor Relations:

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Managing Director
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