

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): April 30, 2018

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

(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 8.01 Other Information.**

Inpixon (the “Company”) is filing this Current Report on Form 8-K to provide an update on the capitalization of the Company. As of April 30, 2018, the Company has 15,207,789 shares of common stock, par value \$0.001 per share (the “Common Stock”), outstanding and 7,496 shares of Series 4 convertible preferred stock (the “Preferred Stock”) outstanding which are convertible into an aggregate of approximately 16,296,304 shares of Common Stock.

The increase in the total number of shares of Common Stock outstanding results from the conversion of 2,619 shares of Preferred Stock into 5,693,498 shares of Common Stock. The shares of Preferred Stock were originally issued on April 24, 2018 in connection with the closing of the previously announced offering of securities of the Company (the “Offering”) described in the current report on Form 8-K filed with the U.S. Securities and Exchange Commission on April 24, 2018 (the “April 24 Report”). The above discussion does not purport to be a complete description of the Offering described in the April 24 Report and is qualified in its entirety by reference to the full text of such report and the exhibits filed thereto, which are incorporated herein by reference.

Following the conversion of all of the shares of Preferred Stock outstanding and without taking into account any shares of Common Stock that may be issued after the date of this Current Report on Form 8-K, the Company will have an aggregate of approximately 31,504,093 shares of Common Stock outstanding.

**SIGNATURE**

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.

Date: April 30, 2018

**INPIXON**

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