Consiglio Gregory
Form 3
November 07, 2012

FORM 3

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

OMB APPROVAL	
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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 *
Â Consiglio Gregory
(Last) (First) (Middle)

C/0 VIGGLE INC.,Â 902 BROADWAY, 11TH FLOOR
(Street)

NEW YORK,Â NYÂ 10011
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
07/31/2012

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
CEO and President

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

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

Table I - Non-Derivative Securities Beneficially Owned

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

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			

	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/0 VIGGLE INC. 902 BROADWAY, 11TH FLOOR NEW YORK,Â NYÂ 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).

(1) 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

(2) 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.

(3) 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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