

Function(x) Inc.
Form DEFA14C
April 25, 2017

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

SCHEDULE 14C INFORMATION

Information Statement Pursuant to Section 14(c) of the Securities Exchange Act of 1934

(Amendment No.)

Check the appropriate box:

- Preliminary Information Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14c- 5(d)(2))**
- Definitive Information Statement
- Definitive Additional Material

FUNCTION(X) INC.

(Name of Registrant as Specified in Its Charter)

Payment of Filing Fee (Check the appropriate box):

- No fee required
- Fee computed on table below per Exchange Act Rules 14c-5(g) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

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- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
- (4) Proposed maximum aggregate value of transaction:
- (5) Total fee paid:

o Fee paid previously with preliminary materials.

o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
- (2) Form, Schedule or Registration Statement No.:
- (3) Filing Party:
- (4) Date Filed:

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FUNCTION(X) INC.

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FOR THE NOTICE OF WRITTEN CONSENT IN LIEU OF 2017
ANNUAL MEETING OF STOCKHOLDERS

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info@functionxinc.com

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646-349-5988

646-738-3259

THIS COMMUNICATION REPRESENTS A NOTICE TO
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**THE PURPOSES OF THIS WRITTEN CONSENT
IN LIEU OF ANNUAL MEETING ARE AS
FOLLOWS:**

1. THE ELECTION OF FIVE DIRECTORS TO SERVE ON THE COMPANY'S BOARD OF DIRECTORS UNTIL THE NEXT ANNUAL MEETING OF STOCKHOLDERS AND UNTIL THEIR RESPECTIVE SUCCESSORS ARE DULY ELECTED AND QUALIFIED;

2. THE RATIFICATION OF THE APPOINTMENT OF BDO USA LLP TO SERVE AS THE COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR ITS FISCAL YEAR ENDING JUNE 30, 2017;

3. AN ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION;

4. AN ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION;
AND

5. SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE ANNUAL MEETING AND ANY ADJOURNMENT OR POSTPONEMENT OF THE MEETING.

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