

Viggle Inc.  
Form 8-A12B  
April 24, 2014

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-A  
FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR 12(g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Viggle Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State of incorporation or organization)

902 Broadway, 11<sup>th</sup> Floor

New York, New York

(Address of principal executive offices)

Securities to be registered pursuant to Section 12(b) of  
the Act:

Title of each class

to be so registered

Common Stock, par value \$0.001 per share

33-0637631

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

10010

(Zip Code)

Name of each exchange on which  
each class is to be registered

The NASDAQ Stock Market LLC

If this form relates to the registration of a class of  
securities pursuant to Section 12(b) of the Exchange Act  
and is effective pursuant to General Instruction A.(c),  
please check the following box.

Securities Act registration statement file number to which this form relates (if applicable): 333 193254

Securities to be registered pursuant to Section 12(g) of the Act: None

If this form relates to the registration of a class of  
securities pursuant to Section 12(g) of the Exchange Act  
and is effective pursuant to General Instruction A.(d),  
please check the following box.

Item 1. Description of Registrant's Securities to be Registered

The information required by this item is contained in the section entitled "Description of Capital Stock" in the Registration Statement on Form S-1 of Viggle Inc. (the "Registrant"), Registration No. 333-193254, as originally filed with the Securities and Exchange Commission on January 10, 2014, as subsequently amended by any amendments to such Registration Statement (the "Registration Statement"). This information is incorporated herein by reference. In addition, any description of such securities contained in a form of prospectus or prospectus supplement relating to the Registration Statement subsequently filed by the Registrant pursuant to Rule 424(b) under the Securities Act of 1933, as amended, shall be deemed to be incorporated by reference herein.

Item 2. Exhibits

Under the Instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed, because no other securities of the Registrant are registered on The NASDAQ Stock Market LLC and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

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Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: April 24, 2014

VIGGLE INC.

By: /s/ Robert F.X. Sillerman

Name: Robert F.X. Sillerman

Title: Chief Executive Officer