

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name Inpixon		2 Issuer's employer identification number (EIN) 88-0434915	
3 Name of contact for additional information Wendy Loundermon	4 Telephone No. of contact 703-665-0585	5 Email address of contact Wendy.Loundermon@Inpixon.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 2479 E Bayshore Road, Suite 195		7 City, town, or post office, state, and ZIP code of contact Palo Alto, CA 94303	
8 Date of action August 31, 2018		9 Classification and description Spin off of subsidiary shares to common and preferred shareholders	
10 CUSIP number 45790J305	11 Serial number(s) N/A	12 Ticker symbol INPX	13 Account number(s) N/A

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶

On August 31, 2018, the Separation and Distribution Agreement between Inpixon and Sysorex, Inc., a wholly owned subsidiary of Inpixon, became effective (see public filings for further details). Pursuant to the Separation and Distribution Agreement, Inpixon distributed the common shares of Sysorex to common and preferred shareholders of Inpixon in a transaction that is intended to qualify as a spin-off to the Inpixon shareholders under Internal Revenue Code Section 368(a)(1)(D) and Section 355 (the "Spin-off"). Cash issued in lieu of fractional shares should be subject to capital gain or loss. Inpixon should recognize corporate level gain under Section 355(e) as a result of the Spin-off; Inpixon anticipates that net operating losses will be available to offset part or all of this gain.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶

Inpixon shareholders will allocate their old basis in Inpixon shares between their Inpixon shares and their new Sysorex shares in proportion to their relative fair market values. Shareholders may tack their holding period in Inpixon shares to their Sysorex shares received. Although U.S. federal income tax laws do not specify how to determine the fair market value, one approach is to use the average of the high and low share prices quoted on a public exchange on the second trading day after the date of distribution. Consult with your tax advisor to determine the appropriate fair market values and the exact tax consequences to you as a result of the Spin-off.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶

See above - consult with your tax advisor regarding the appropriate measurement date to determine the relative fair market values of the Inpixon and Sysorex shares.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶
IRC Section 355; IRC Section 358; IRC Section 354.

18 Can any resulting loss be recognized? ▶
N/A

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶
N/A

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here
Signature ▶ Wendy Loudermon Date ▶ 10/15/2018
Print your name ▶ Wendy Loudermon Title ▶ VP of Finance

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	Firm's EIN ▶			
	Firm's address ▶	Phone no.			