

April 20, 2018



Inpixon Prices \$9 Million Public Offering in an Effort to Satisfy Nasdaq's Stockholders' Equity Requirement

PALO ALTO, Calif., April 20, 2018 (GLOBE NEWSWIRE) -- [Inpixon](#) (NASDAQ:INPX), (the "Company" or "Inpixon"), a leading indoor positioning and data analytics company, today announced the pricing of a public offering with anticipated gross proceeds of approximately \$9 million, including the securities to be issued in connection with the satisfaction of outstanding trade payables and before deducting placement agent fees and other offering expenses. The securities offered by the Company consist of Units, at a price to the public of \$1,000 per Unit, consisting of one share of the Company's Series 4 Convertible Preferred Stock, each convertible into approximately 2,174 shares of common stock at a conversion price of \$0.46 and a warrant to purchase 2,174 shares of common stock. The warrants will have an exercise price of \$0.67 (subject to adjustment to the exercise price and the number of warrant shares in the event of recapitalization events, stock dividends, stock splits, stock combinations, dilutive issuances, reclassifications, reorganizations, or similar events), will be exercisable upon issuance and will expire five years from the date of issuance. The offering is expected to close on or about April 24, 2018, subject to customary closing conditions. In addition, the Company may issue an additional \$1.5 million in Units to debtholders to satisfy trade payables.

Inpixon's common stock is listed on the NASDAQ Capital Market under the symbol "INPX". The Company is conducting the offering in order to regain compliance with Nasdaq Listing Rule 5550(b)(1), which requires that listed companies maintain a minimum of \$2.5 million in stockholders' equity. The Company expects to use the net proceeds of the offering for working capital and general corporate purposes (including research and development, sales and marketing, and the satisfaction of outstanding amounts payable to vendors in connection with trade payables) and transaction expenses.

Roth Capital Partners is acting as the sole placement agent for the offering on a "best efforts" basis.

The securities are being offered pursuant to an effective shelf registration statement on Form S-3, as amended (File No. 333-204159), that was previously filed with the Securities and Exchange Commission ("SEC") and declared effective on May 28, 2015. The securities may be offered only by means of a prospectus. A preliminary prospectus supplement and accompanying prospectus relating to and describing the terms of the offering has been filed with the SEC and is available on the SEC's website at sec.gov. Copies of the final prospectus supplement and accompanying prospectus relating to the offering will be filed with the SEC and will be available on the SEC's web site at sec.gov. and may also be obtained from Roth Capital Partners at 888 San Clemente Dr., Suite 400, Newport Beach, Calif. 92660, +1 800-678-9147.

This press release does not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation, or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction. Any offer, if at all, will be made only by means of a preliminary prospectus and final prospectus forming a part of the effective registration statement.

About Inpixon

Inpixon (NASDAQ:INPX) is a leader in Indoor Positioning Analytics (IPA). Inpixon sensors are designed to find all accessible cellular, Wi-Fi, and Bluetooth devices anonymously. Paired with a high-performance data analytics platform, this technology delivers visibility, security, and business intelligence on any commercial or government premises worldwide. Inpixon's products and professional services group help customers take advantage of mobile, big data, analytics, and the Internet of Things (IoT) to uncover the untold stories of the indoors. For the latest insight on IPA, follow [Inpixon](#) on LinkedIn, [@InpixonHQ](#) on Twitter, and visit inpixon.com.

Cautionary Statement Regarding Forward Looking Statements

All statements in this release that are not based on historical fact are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 and the provisions of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, including but not limited to statements regarding Inpixon's expectations on the completion, timing and size of the proposed public offering and the anticipated use of proceeds therefrom. These forward-looking statements are subject to a number of risks, including market conditions related to the proposed public offering and the risk factors set forth from time to time in Inpixon's SEC filings, including but not limited to the risks that are described in the "Risk Factors" section of Inpixon's Annual Report on Form 10-K for the year ended December 31, 2017, and in the preliminary prospectus supplement related to the proposed offering filed with the SEC, each available on the SEC's web site at sec.gov. In addition to the risks described above and in Inpixon's other filings with the SEC, other unknown or unpredictable factors also could affect Inpixon's results. No forward-looking statements can be guaranteed, and actual results (including, without limitation, the ability to complete this offering and generate the net proceeds necessary for Inpixon to complete its business objectives) could differ significantly from those contemplated by the forward-looking statements. The information in this release is provided only as of the date of this release, and Inpixon undertakes no obligation to update any forward-looking statements contained in this release on account of new information, future events, or otherwise, except as required by law.

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