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

**FORM 12b-25**  
**NOTIFICATION OF LATE FILING**

- Form 10-K       Form 20-F       Form 11-K       Form 10-Q  
 Form 10-D       Form N-SAR       Form N-CSR

**For the period ended June 30, 2016.**

- Transition Report on Form 10-K.  
 Transition Report on Form 20-F.  
 Transition Report on Form 11-K.  
 Transition Report on Form 10-Q.  
For the Transition Period Ended:

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

**PART I - REGISTRANT INFORMATION**

**Provision Holding, Inc.**

*Full Name of Registrant*

**N/A**

Former Name if Applicable

**9253 Eton Avenue**

*Address of Principal Executive Office (Street and Number)*

**Chatsworth, CA 91311**

*City, State and Zip Code*

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Provision Holding, Inc. has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date: September 29, 2016

By: /s/ Curt Thornton  
Curt Thornton  
Chief Executive Officer