

Cinedigm Corp.
Form 4
August 03, 2015

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Rhine Zvi Michael

(Last) (First) (Middle)

401 E. ONTARIO ST., SUITE 2301

(Street)

CHICAGO, IL 60603

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Cinedigm Corp. [CIDM]

3. Date of Earliest Transaction
(Month/Day/Year)
07/30/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

See Remarks

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Class A Common Stock					474,100 <u>(1)</u>	D <u>(1)</u> <u>(4)</u>	
Class A Common Stock					1,070,000 <u>(1)</u>	I <u>(1)</u>	See Footnotes <u>(2)</u> <u>(4)</u>
Class A Common Stock					74,000 <u>(1)</u>	I <u>(1)</u>	See Footnotes <u>(3)</u> <u>(4)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Priority (Instr. 3)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Warrant	\$ 1.85					10/21/2013	10/21/2018	Class A Common Stock	26,250
Warrant	\$ 1.85					10/21/2013	10/21/2018	Class A Common Stock	52,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rhine Zvi Michael 401 E. ONTARIO ST., SUITE 2301 CHICAGO, IL 60603	X			See Remarks
Sabra Capital Partners, LLC 401 E. ONTARIO ST., SUITE 2301 CHICAGO, IL 60611				See Remarks
Sabra Investments, LP 401 E. ONTARIO ST., SUITE 2301 CHICAGO, IL 60611				See Remarks

Signatures

/s/ Barry L. Fischer, attorney-in-fact for Zvi Rhine

08/03/2015

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The reporting persons were members of a Section 13(d) group that owned more than 10% of the Issuer's Class A Common Stock by virtue of entry into a group agreement. Effective as of July 30, 2015, the members of the group terminated the group agreement and the group pursuant to a termination agreement. The Issuer appointed Mr. Rhine to its Board of Directors on July 30, 2015.

(2) The indicated securities are owned by Sabra Investments, LP (the "Fund").

(3) The indicated securities are owned by Sabra Capital Partners, LLC (the "General Partner").

The General Partner, as the general partner of the Fund, may be deemed to beneficially own the shares of Class A Common Stock disclosed as directly owned by the Fund in this statement. As the principal of the Fund and the General Partner, Mr. Rhine may be deemed to beneficially own the shares of Class A Common Stock disclosed as directly owned by the Fund and the General Partner in this report. Each of the General Partner and Mr. Rhine expressly disclaims such beneficial ownership by them.

Remarks:

The reporting members were members of a Section 13(d) group that was a 10% owner. Mr. Rhine became a director on July 30, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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