

ACCESS INTEGRATED TECHNOLOGIES INC

Form 4

October 22, 2007

FORM 4

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

OMB APPROVAL

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 Section 16.
 Form 4 or
 Form 5
 obligations
 may continue.
 See Instruction
 1(b).

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 *
LOFFREDO GARY S

2. Issuer Name and Ticker or Trading
 Symbol
**ACCESS INTEGRATED
 TECHNOLOGIES INC [AIXD]**

5. Relationship of Reporting Person(s) to
 Issuer
 (Check all applicable)

(Last) (First) (Middle)
**C/O ACCESS INTEGRATED
 TECHNOLOGIES, INC., 55
 MADISON AVENUE**

3. Date of Earliest Transaction
 (Month/Day/Year)
10/18/2007

Director 10% Owner
 Officer (give title below) Other (specify
 below)
SVP, GC, Secy

(Street)
MORRISTOWN, NJ 07960

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

6. Individual or Joint/Group Filing(Check
 Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting
 Person

(City) (State) (Zip)

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)
Class A Common Stock				(A) or (D) Price	23,000 ⁽¹⁾	D	

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

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SEC 1474
 (9-02)

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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)	Amount or Number of Shares
						Date Exercisable	Expiration Date		
Stock Option (Right to buy)	\$ 7.5					<u>(2)</u>	08/02/2010	Class A Common Stock	50,000
Stock Option (Right to buy)	\$ 5					<u>(3)</u>	02/28/2012	Class A Common Stock	20,000
Stock Option (Right to buy)	\$ 2.5					<u>(4)</u>	12/18/2012	Class A Common Stock	20,000
Stock Option (Right to buy)	\$ 5					<u>(5)</u>	11/04/2013	Class A Common Stock	50,000
Stock Option (Right to buy)	\$ 3.6						12/01/2005 01/13/2015	Class A Common Stock	40,000
Stock Option (Right to buy)	\$ 10.25						09/14/2006 03/08/2016	Class A Common Stock	10,000
Stock Option (Right to buy)	\$ 5.16	10/18/2007		A	10,000	<u>(6)</u>	10/18/2017	Class A Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

LOFFREDO GARY S
C/O ACCESS INTEGRATED TECHNOLOGIES, INC.
55 MADISON AVENUE
MORRISTOWN, NJ 07960

X

SVP, GC, Secy

Signatures

/s/ Gary S. 10/22/2007
Loffredo

**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).
- (1) Includes 3,000 restricted Class A Common shares granted on September 20, 2007, pursuant to the Issuer's Second Amended and Restated 2000 Equity Incentive Plan. Such restricted shares vest 33.33% on each anniversary of the date of grant.
- (2) Of such options, one-third vested on August 2 of each of 2001, 2002 and 2003.
- (3) Of such options, one-third vested on February 28 of each of 2003, 2004 and 2005.
- (4) Of such options, one-third vested on December 18 of each of 2003, 2004 and 2005.
- (5) Of such options, one-third vested on November 4 of each of 2004 and 2005 and the remaining vested on March 8, 2006.
- (6) Such options issued on October 18, 2007, vest 33.33% on each anniversary of the date of issuance.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.