

Cinedigm Corp.
Form 4
November 08, 2016

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to 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

(Last) (First) (Middle)
902 BROADWAY, 9TH FLOOR
(Street)

NEW YORK, NY 10010

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/04/2016

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)
Pres Digital Cinema, GC & Secy

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)
			Code	V	Amount		
Class A Common Stock	11/04/2016		A		100,000 (5)	A	\$ 0 119,000 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)

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

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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. Amount or Number of Shares
Stock Option (Right to buy)	\$ 51.6				(1)	10/18/2017	Class A Common Stock	1,000
Stock Option (Right to buy)	\$ 13.7					08/11/2009	Class A Common Stock	4,000
Stock Option (Right to buy)	\$ 13.7					10/21/2012	Class A Common Stock	9,000
Stock Option (Right to buy)	\$ 14				(2)	06/11/2020	Class A Common Stock	6,479
Stock Option (Right to buy)	\$ 14.9					08/17/2012 ⁽³⁾	Class A Common Stock	22,500
Stock Option (Right to buy)	\$ 30					08/17/2012 ⁽³⁾	Class A Common Stock	7,500
Stock Option (Right to buy)	\$ 15.4				(4)	10/13/2023	Class A Common Stock	35,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

LOFFREDO GARY S
902 BROADWAY
9TH FLOOR
NEW YORK, NY 10010

X

Pres Digital Cinema, GC & Secy

Signatures

/s/ Gary S.
Loffredo

11/08/2016

**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) The option vested in three equal annual installments commencing October 18, 2008.
- (2) The option vested in three equal annual installments commencing June 11, 2011.
- (3) One-fourth of the options vested on August 17 of each of 2012, 2013, 2014 and 2015.
- (4) The option vests in three equal annual installments commencing October 13, 2014.
- (5) Consists of restricted stock granted to the reporting person vesting, as to one-third of the shares, on the first three anniversaries of the grant date.

Remarks:

All share and price amounts reflect the 1-for10 reverse stock effected on May 9, 2016.

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.