

Cinedigm Corp.  
Form 4  
May 24, 2016

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MCGURK CHRISTOPHER J**

(Last) (First) (Middle)

**C/O CINEDIGM CORP., 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)

**05/20/2016**

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)

**CEO and Chairman**

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)
Class A Common Stock	05/20/2016		A	125,000 (3)	A \$ 0 161,740	D	

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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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. Pri Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	<u>(1)</u>					<u>(1)</u>	12/23/2020	Class A Common Stock	450,000	
Stock Options (Right to Buy)	\$ 14					<u>(2)</u>	08/22/2023	Class A Common Stock	150,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCGURK CHRISTOPHER J C/O CINEDIGM CORP. 902 BROADWAY, 9TH FLOOR NEW YORK, NY 10010	X		CEO and Chairman	

## Signatures

/s/ Christopher J. McGurk 05/20/2016

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).
- These options are grouped in three tranches, consisting of 150,000 having an exercise price of \$15.00, 250,000 having an exercise price of \$30.00 and 50,000 having an exercise price of \$50.00. One-third of the options in each tranche vested on December 23 of each of 2011, 2012 and 2013.
- (2) One-third of the options vest on March 31 of each of 2015, 2016 and 2017.
  - (3) These shares were issued as payment of a retention bonus pursuant to the Reporting Person's employment agreement dated August 22, 2013 with the Issuer.

### Remarks:

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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.

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