

MCGURK CHRISTOPHER J
 Form 4
 June 11, 2018

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 *
 MCGURK CHRISTOPHER J

(Last) (First) (Middle)
 C/O CINEDIGM CORP., 45 W.
 36TH ST., 7TH FLOOR
 (Street)

NEW YORK, NY 10018

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 06/07/2018

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 Indirect Beneficial Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price
Class A Common Stock					461,740	D			
Class A Common Stock					382,333	I			

By
 Christopher and Jamie McGurk Living Trust
(1)

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

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(9-02)

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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Stock Options (Right to Buy)	(2)					(2)	12/23/2020	Class A Common Stock	450
Stock Options (Right to Buy)	\$ 14					(3)	08/22/2023	Class A Common Stock	150
Stock Appreciation Right	\$ 1.47	06/07/2018		A	700,000	(4)	06/07/2028	Class A Common Stock	700

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCGURK CHRISTOPHER J C/O CINEDIGM CORP. 45 W. 36TH ST., 7TH FLOOR NEW YORK, NY 10018	X		CEO and Chairman	

Signatures

/s/ Christopher J. McGurk 06/11/2018

**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).

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(1) The reporting person is a trustee of the Christopher and Jamie McGurk Living Trust.

These options are grouped in three tranches, consisting of 150,000 having an exercise price of \$15.00, 250,000 having an exercise price

(2) 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.

(3) One-third of the options vested on March 31 of each of 2015, 2016 and 2017.

(4) One-third of the stock appreciation right will vest on March 31 of each of 2019, 2020 and 2021.

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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