

MCGURK CHRISTOPHER J

Form 4

June 11, 2018

**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  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|

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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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 of Underlying Shares |
| Stock Options (Right to Buy)               | (2)  |                                      |  |                                |   |  |     | (2)   | 12/23/2020      | Class A Common Stock | 450,000                     |
| Stock Options (Right to Buy)               | \$ 14  |                                      |  |                                |   |  |     | (3)   | 08/22/2023      | Class A Common Stock | 150,000                     |
| Stock Appreciation Right                   | \$ 1.47  | 06/07/2018                           |  | A                              |   | 700,000  |     | (4)   | 06/07/2028      | Class A Common Stock | 700,000                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                  |       |
|---|---------------|-----------|------------------|-------|
|   | Director      | 10% Owner | Officer          | Other |
| MCGURK CHRISTOPHER J<br>C/O CINEDIGM CORP.<br>45 W. 36TH ST., 7TH FLOOR<br>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 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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