

Cinedigm Corp.
Form 4
December 29, 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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Rhine Zvi Michael

(Last) (First) (Middle)

401 ONTARIO ST., SUITE 2301

(Street)

CHICAGO, IL 60603

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Cinedigm Corp. [CIDM]

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

12/27/2016

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)

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)	
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock							68,119	D		
Class A Common Stock	12/27/2016		P		15,844	A	\$ 1.4 (4)	122,844	I	See Footnotes (1) (3)
Class A Common Stock	12/28/2016		P		7,156	A	\$ 1.4 (5)	130,000	I	See Footnotes (1) (3)
Class A Common Stock							7,400	I	See Footnotes (2) (3)	

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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 Securities (Instr. 3 and 4)	8. Pr Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrants (right to buy)	\$ 18.5					10/21/2013	10/21/2018	Class A Common Stock	2,625
Warrants (right to buy)	\$ 18.5					10/21/2013	10/21/2018	Class A Common Stock	5,250

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Rhine Zvi Michael 401 ONTARIO ST. SUITE 2301 CHICAGO, IL 60603	X

Signatures

/s/ Zvi Rhine 12/29/2016
 **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).

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- (1) Owned by Sabra Investments, LP (the "Fund").
- (2) Owned by Sabra Capital Partners, LLC (the "General Partner").

The General Partner, as the general partner of the Fund, may be deemed to beneficially own the shares of Class A Common Stock disclosed as directly owned by the Fund in this statement. As the principal of the Fund and the General Partner, the Reporting Person may be deemed to beneficially own the shares of Class A Common Stock disclosed as directly owned by the Fund and the General Partner in this statement. Each of the General Partner and the Reporting Person expressly disclaims such beneficial ownership except to the extent of any pecuniary interest therein.

- (3) Constitutes the weighted average purchase price for multiple transactions reported on this line having prices per share ranging from \$1.40 to \$1.42. The Reporting Persons will provide upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding each separate transaction.

- (4) Constitutes the weighted average purchase price for multiple transactions reported on this line having prices per share ranging from \$1.40 to \$1.41. The Reporting Persons will provide upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding each separate transaction.

Remarks:

All share and price amounts reflect the 1-for-10 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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