

Cinedigm Corp.
Form 4
March 29, 2017

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 *
CHEZ RONALD L

(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)
03/06/2017

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 Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Class A Common Stock	12/29/2016		J	V	4,076 (5)	D	\$ 0 1,124,535	D
Class A Common Stock						I	33,374	By trust (1)
Class A Common Stock	03/06/2017		A		49,262 (4)	A	\$ 0 204,262	I (2)
Class A Common Stock	12/29/2016		J	V	4,076 (5)	A	\$ 0 208,338	I (2)

Stock

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

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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. I	
				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	97,500
Warrants (right to buy)	(3)					07/14/2016	07/13/2023	Class A Common Stock	200,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHEZ RONALD L C/O CINEDIGM CORP. 902 BROADWAY, 9TH FLOOR NEW YORK, NY 10010	X	X		

Signatures

/s/ Ronald L.
Chez

03/23/2017

**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) Owned by the Chez Family Foundation, of which the reporting person is Trustee.

(2) Owned by Ronald L. Chez, Inc., of which the reporting person is President, Secretary and sole shareholder.

(3) Exercise price is \$1.34 as to 100,000 shares and \$1.68 as to 100,000 shares.

Constitutes stock portion and cash portion, requested by the Reporting Person to be paid in stock, of annual retainer for the year of board service by the Reporting Person commencing October 1, 2016. Such shares vest in quarterly amounts on December 31, 2016, March 31, 2017, June 30, 2017 and September 30, 2017, so long as the Reporting Person is a director on each such date.

(5) The Reporting Person transferred such shares from direct ownership to ownership by Ronald L. Chez, Inc. for no consideration. The transfer was exempt pursuant to Rule 16a-13.

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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