

Cinedigm Corp.  
Form 3  
June 11, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â Rhine Zvi Michael                       |         | (Month/Day/Year)                     | Cinedigm Corp. [CIDM]                              |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                             |
|   |         | 06/02/2015                           |  |  |
| 401 E. ONTARIO ST., SUITE 2301            |         |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner   |
|   |         |                                      | <input type="checkbox"/> Officer                   | <input checked="" type="checkbox"/> Other  |
|   |         |                                      | (give title below)                                 | (specify below)  |
|   |         |                                      | See Remarks  |  |
| CHICAGO,Â ILÂ 60611                       |         |                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line)                       |
| (City)                                    | (State) | (Zip)                                |  | <input type="checkbox"/> Form filed by One Reporting Person                      |
|   |         |                                      |  | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Class A Common Stock            | 474,100   | D <u>(1)</u> <u>(4)</u>                                  | Â   |
| Class A Common Stock            | 1,070,000   | I  | See Footnotes <u>(2)</u> <u>(4)</u>                   |
| Class A Common Stock            | 74,000  | I  | See Footnotes <u>(3)</u> <u>(4)</u>                   |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial Ownership |
|--|--|--|---------------|--------------|--|
|--|--|--|---------------|--------------|--|

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|         | Date Exercisable | Expiration Date | Derivative Security (Instr. 4)<br>Title | Amount or Number of Shares | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5)                              |
|---------|------------------|-----------------|---|----------------------------|--|--|---|
| Warrant | 10/21/2013       | 10/21/2018      | Class A Common Stock                    | 26,250                     | \$ 1.85                                  | D <sup>(1)</sup> <sup>(4)</sup>                                    | Â                                       |
| Warrant | 10/21/2013       | 10/21/2018      | Class A Common Stock                    | 52,500                     | \$ 1.85                                  | I  | See Footnotes <sup>(2)</sup> <u>(4)</u> |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |             |
|--|---------------|-----------|---------|-------|-------------|
|  | Director      | 10% Owner | Officer | Other |             |
| Rhine Zvi Michael<br>401 E. ONTARIO ST., SUITE 2301<br>CHICAGO, IL 60611           | Â             | Â         | Â       |       | See Remarks |
| Sabra Investments, LP<br>401 E. ONTARIO ST., SUITE 2301<br>CHICAGO, IL 60611       | Â             | Â         | Â       |       | See Remarks |
| Sabra Capital Partners, LLC<br>401 E. ONTARIO ST., SUITE 2301<br>CHICAGO, IL 60611 | Â             | Â         | Â       |       | See Remarks |

## Signatures

/s/ Barry L. Fischer, attorney-in-fact for Zvi Rhine

06/11/2015

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) The indicated securities are owned by Mr. Zvi Rhine.
- (2) The indicated securities are owned by Sabra Investments, LP (the "Fund").
- (3) The indicated securities are owned by Sabra Capital Partners, LLC (the "General Partner").
- (4) 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, Mr. Rhine 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 report. Each of the General Partner and Mr. Rhine expressly disclaims such beneficial ownership by them.

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### Remarks:

Member of a Section 13(d) group that is a 10% owner.

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Each of the reporting person is a member of a group with Ronald L. Chez for purposes of Section

Exhibit 24 - Power of Attorney attached.

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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