

Brownson John  
Form 4  
June 19, 2012

**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 \*  
Brownson John

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

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/11/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SVP Finance and Accounting

C/O CINEDIGM DIGITAL  
CINEMA CORP., 55 MADISON  
AVENUE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

MORRISTOWN, NJ 07960

(City) (State) (Zip)

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Class A Common Stock            | 06/11/2012                           |  | M                              |   | 2,138   | A  | \$ 0                              |
|                                 |                                      |  |                                |   | 104,043   |  |                                   |
| Class A Common Stock            | 06/15/2012                           |  | M                              |   | 680   | A  | \$ 0                              |
|                                 |                                      |  |                                |   | 104,723   |  |                                   |

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

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SEC 1474 (9-02)

displays a currently valid OMB control number.

**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) |                      |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                | Amount or Number of Shares |
| Stock Option (Right to Buy)                | \$ 5.16  |                                      |  |                                |   | 10/18/2010   | 10/18/2017  | Class A Common Stock | 3,000                      |
| Stock Option (Right to Buy)                | \$ 1.37  |                                      |  |                                |   | <u>(1)</u>   | 10/21/2019  | Class A Common Stock | 10,000                     |
| Stock Option (Right to Buy)                | \$ 1.49  |                                      |  |                                |   | <u>(2)</u>   | 08/17/2021  | Class A Common Stock | 75,000                     |
| Stock Option (Right to Buy)                | \$ 3   |                                      |  |                                |   | <u>(2)</u>   | 08/17/2021  | Class A Common Stock | 25,000                     |
| Restricted Stock Units                     | <u>(3)</u>   | 06/11/2012                           |  | M                              | 2,138   | <u>(4)</u>   | <u>(4)</u>  | Class A Common Stock | 2,138                      |
| Restricted Stock Units                     | <u>(3)</u>   | 06/15/2012                           |  | M                              | 680   | 06/15/2012   | 06/15/2012  | Class A Common Stock | 680                        |

## Reporting Owners

| Reporting Owner Name / Address                     | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| Brownson John<br>C/O CINEDIGM DIGITAL CINEMA CORP. |               |           | SVP Finance and Accounting |       |

55 MADISON AVENUE  
MORRISTOWN, NJ 07960

## Signatures

/s/ John B.  
Brownson

06/19/2012

\_\_\_\_\_  
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) Of such options, 6,667 vested on October 29, 2011 and 3,333 will vest on October 29, 2012.
- (2) One-fourth of the options vest on August 17 of each 2012, 2013, 2014 and 2015.
- (3) Each restricted stock unit (an "RSU") represents a contingent right to receive one share of Common Stock; however, the Issuer has the discretion to settle in Common Stock or cash or a combination thereof.
- (4) One half of the RSUs vest on June 11 of each of 2012 and 2013.

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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