Edgar Filing: ENTERTAINMENT DISTRIBUTION CO INC - Form 4

ENTERTAINMENT DISTRIBUTION CO INC

Form 4 May 27, 2008

FORM 4

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

OMB 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Number: January 31, Expires: 2005

0.5

Form 4 or Form 5 obligations may continue.

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

Estimated average burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SPEAKS HOWARD W JR			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			ENTERTAINMENT DISTRIBUTION CO INC [EDCI]	(Check all applicable)			
(Last) 825 8TH AV	(Last) (First) (Middle) 325 8TH AVENUE, 23RD FLOOR		3. Date of Earliest Transaction (Month/Day/Year) 05/22/2008	_X_ Director 10% Owner Officer (give title below) Other (specify below)			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NEW YORK, NY 10019				Form filed by More than One Reporting			

(State)

(Zip)

(City)

(City)	(State) (2	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of	2. Transaction Date				curities		5. Amount of	6. Ownership Form: Direct (D) or	7. Nature of	
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if	Transactio Code	FransactionAcquired (A) or			Securities Beneficially		Indirect Beneficial	
(IIISU. 3)		any (Month/Day/Year)	(Instr. 8)	Disposed of (D) (Instr. 3, 4 and 5)		<i>'</i>	Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
		(A) or			Reported Transaction(s)					
			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	05/22/2008		M	2,956	A	\$0	29,551	D		
Common Stock	05/23/2008		M	2,000	A	\$0	31,551	D		

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. Transactic Code (Instr. 8)	5. Number one 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 Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0	05/22/2008		M	2,956	<u>(1)</u>	<u>(1)</u>	Common Stock	2,956	\$
Resticted Stock Units	\$ 0	05/23/2008		M	2,000	<u>(1)</u>	<u>(1)</u>	Common Stock	2,000	\$

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SPEAKS HOWARD W JR 825 8TH AVENUE, 23RD FLOOR X NEW YORK, NY 10019

Signatures

Kyle Blue for Howard Speaks 05/27/2008

**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) These restricted stock units are payable in common stock as follows: one-third are payable each year from the original grant dates.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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