

Access Integrated Technologies, Inc. d/b/a Cinedigm Digital Cinema Corp.
 Form 4
 August 13, 2009

FORM 4

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

OMB APPROVAL

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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 *
PFLUG BRIAN D

(Last) (First) (Middle)

55 MADISON AVENUE, SUITE 300

(Street)

MORRISTOWN, NJ 07960

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Access Integrated Technologies, Inc.
 d/b/a Cinedigm Digital Cinema Corp.
 [CIDM]

3. Date of Earliest Transaction
 (Month/Day/Year)
 08/11/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director
 Officer (give title below) _____ Other (specify below)
 Senior VP Accounting & Finance

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Class A Common Stock | | | | (A) or (D) | 25,500 ⁽¹⁾ | 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. 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) | \$ 8.06 | | | | | (2) 06/01/2010 | Class A Common Stock 186 |
| Stock Option (Right to buy) | \$ 7.5 | | | | | (2) 06/01/2010 | Class A Common Stock 5,000 |
| Stock Option (Right to buy) | \$ 12.5 | | | | | (3) 12/12/2010 | Class A Common Stock 10,000 |
| Stock Option (Right to buy) | \$ 5 | | | | | (4) 02/28/2012 | Class A Common Stock 10,000 |
| Stock Option (Right to buy) | \$ 2.5 | | | | | (5) 12/18/2012 | Class A Common Stock 10,000 |
| Stock Option (Right to buy) | \$ 5 | | | | | (6) 11/04/2013 | Class A Common Stock 50,000 |
| Stock Option (Right to buy) | \$ 3.6 | | | | | 12/01/2005 01/13/2015 | Class A Common Stock 40,000 |
| Stock Option (Right to buy) | \$ 10.25 | | | | | 09/14/2006 03/08/2016 | Class A Common Stock 10,000 |
| | \$ 5.16 | | | | | (7) 10/18/2017 | 10,000 |

| | | | | | | | | | |
|-----------------------------|---------|------------|---|--------|------------|------------|--|----------------------|--------|
| Stock Option (Right to buy) | | | | | | | | Class A Common Stock | |
| Stock Option (Right to buy) | \$ 1.37 | 08/11/2009 | A | 40,000 | 08/11/2009 | 08/11/2019 | | Class A Common Stock | 40,000 |
| Restricted Stock Units | (8) | | | | (9) | (9) | | Class A Common Stock | 75,000 |
| Restricted Stock Units | (8) | | | | (10) | (10) | | Class A Common Stock | 25,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| PFLUG BRIAN D 55 MADISON AVENUE, SUITE 300 MORRISTOWN, NJ 07960 | | | Senior VP Accounting & Finance | |

Signatures

/s/ Brian D.
Pflug

08/11/2009

**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) Includes 4,000 restricted Class A Common shares granted on September 20, 2007, pursuant to the Issuer's Second Amended and Restated 2000 Equity Incentive Plan. Such restricted shares vest in three equal annual installments commencing September 20, 2008.
- (2) The option vested in three equal annual installments commencing June 1, 2001.
- (3) The option vested in three equal annual installments commencing December 12, 2001.
- (4) The option vested in three equal annual installments commencing February 28, 2003.
- (5) The option vested in three equal annual installments commencing December 18, 2003.
- (6) Of such options, one-third vested on November 4 of each of 2004 and 2005 and the remaining vested on September 14, 2006.
- (7) The option vests in three equal annual installments commencing October 18, 2008.
- (8) Each restricted stock unit (an "RSU") represents a contingent right to receive one share of Class A Common Stock ("Common Stock"); however, the Issuer has the discretion to settle in Common Stock or cash or a combination thereof.
- (9) (a) On May 9, 2011, all of the RSUs will vest unless earlier vested pursuant to (b) or (c) below. (b) On May 9, 2009, (i) 1/3 of the RSUs will vest if the Common Stock has traded at \$7.00 or more for at least 10 consecutive trading days (a "10-day period") during the year ending on such date or (ii) 2/3 of the RSUs will vest if the Common Stock has traded at \$9.50 or more for a 10-day period during the

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year ending on such date. (c) On May 9, 2010, (i) 1/3 of the unvested RSUs will vest if the Common Stock has traded at \$7.00 or more for a 10-day period during the two years ending on such date or (ii) 2/3 of the unvested RSUs will vest if the Common Stock has traded at \$9.50 or more for a 10-day period during the two years ending on such date or (iii) all of the unvested RSUs will vest if the Common Stock has traded at \$12.00 or more for a 10-day period during the year ending on such date.

- (a) On April 23, 2012, all of the RSUs will vest unless earlier vested pursuant to (b) or (c) below. (b) On April 23, 2010, (i) 1/3 of the RSUs will vest if the Common Stock has traded at \$7.00 or more for at least 10 consecutive trading days (a "10-day period") during the year ending on such date or (ii) 2/3 of the RSUs will vest if the Common Stock has traded at \$9.50 or more for a 10-day period during the year ending on such date. (c) On April 23, 2011, (i) 1/3 of the unvested RSUs will vest if the Common Stock has traded at \$7.00 or more for a 10-day period during the two years ending on such date or (ii) 2/3 of the unvested RSUs will vest if the Common Stock has traded at \$9.50 or more for a 10-day period during the two years ending on such date or (iii) all of the unvested RSUs will vest if the Common Stock has traded at \$12.00 or more for a 10-day period during the year ending on such date.

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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