SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1	ress of Reporting P RICHARD S		2. Issuer Name and Ticker or Trading Symbol <u>CIM Commercial Trust Corp</u> [CMCT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner
(Last) 4700 WILSHI	(First) RE BLVD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/10/2020	Officer (give title Other (specify below) below)
(Street) LOS ANGELES (City)	CA (State)	90010 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X 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)	Transaction		4. Securities A Disposed Of (5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	04/10/2020		A		203,349(1)	A	\$11.6	2,946,448 ⁽²⁾⁽³⁾⁽⁴⁾	I	See footnotes (3) and (4) ⁽³⁾⁽⁴⁾
Common Stock								10,219 ⁽²⁾	I	See footnote 5 ⁽⁵⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	(e.g., puts, calls, warrants, options, convertible securities)															
Deri Sec	itle of ivative urity tr. 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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. CIM Capital, LLC ("CIM Capital"), a wholly owned subsidiary of CIM Group, LLC, received 203,349 shares of common stock from the Issuer as payment for the obligation of CIM Urban Partners, L.P. ("CIM Urban"), a wholly-owned indirect subsidiary of the Issuer, to pay CIM Capital a management fee in respect of the first fiscal quarter of 2020 pursuant to the investment management agreement between CIM Capital and CIM Urban.

2. All share amounts give effect to the 3-for-1 reverse stock split of the common stock of the Issuer on September 3, 2019.

3. These shares are owned directly by CIM Service Provider, LLC, CIM Urban Sponsor, LLC and CIM Capital, LLC. CIM Group, LLC is the sole equity member of each of CIM Service Provider, LLC, CIM Urban Sponsor, LLC and CIM Capital, LLC. The reporting person, Avraham Shemesh and Shaul Kuba may be deemed to beneficially own all of these shares because of their positions with CIM Group, LLC. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

4. Includes 2,468,390 shares of common stock of the Issuer acquired by CIM Service Provider, LLC at a price of \$19.1685 per share on October 11, 2019 and not previously reported by the reporting person on Form 4, and does not include 13,719,185 shares of common stock previously held by Urban Partners II, LLC (an entity for which the Reporting Person was a controlling person) included in the Reporting Person's prior Form 4 in which he had no pecuniary interest.

5. Shares held by the subsidiary of a trust formed by the reporting person for the benefit of his family members for which the reporting person serves as trustee.

/s/ David Thompson, attorney	<u>04/14/202</u>			
<u>in fact</u>				
** Signature of Reporting Person	Date			

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.