SEC Form 4

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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

OMB APPRC	VAL
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1 I. Nume and Address of Reporting Leson		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) (First 4700 WILSHIRE BL	, , ,	3. Date of Earliest Transaction (Month/Day/Year) 06/17/2016	Officer (give title Other (specify below) below)
(Street) LOS ANGELES CA	A 90010	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
(City) (Sta	ate) (Zip)		Feisui

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 Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	06/17/2016		D		9,911,418(1)	D	\$21	85,898,139 ⁽²⁾	Ι	See footnote ⁽³⁾

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. Transa Code (8)		of Expiration D		Expiration Date Am (Month/Day/Year) Sec Una Der Sec		d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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. Urban Partners II, LLC sold 9,911,418 shares of common stock in a self tender offer by the issuer. The reporting person did not have a pecuniary interest in these shares sold by Urban Partners II, LLC and, to the extent of any pecuniary interest, the reporting person's disposition was approved in accordance with Rule 16b-3(e).

2. 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.

3. These shares are owned directly by CIM Service Provider, LLC, Urban Partners II, LLC and The Kuba Family Trust. The reporting person, together with Richard Ressler and Avraham Shemesh, is a control person of CIM Holdings, Inc., which is the sole managing member of CIM Group, LLC, which is the sole equity member of CIM Service Provider, LLC and the sole managing member of Urban Partners II, LLC. The reporting person is the grantor of The Kuba Family Trust. The reporting person, CIM Holdings, Inc. and CIM Group, LLC are indirect beneficial owners of 353,944 shares through the holdings of CIM Service Provider, LLC and Indirect beneficial owners of 85,528,582 shares through the holdings of Urban Partners II, LLC. The reporting person is the indirect beneficial owner of 15,613 shares through the holdings of The Kuba Family Trust.

/s/ David Thompson, attorney 06/21/2016

in fact

** Signature of Reporting Person Date

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

 \ast 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.

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