CIM Commercial Trust Corp
Form 424B3
July 14, 2017

Filed Pursuant to Rule 424(b)(3)

Registration No. 333-210880

CIM COMMERCIAL TRUST CORPORATION

SUPPLEMENT NO. 8, DATED JULY 14, 2017,

TO THE PROSPECTUS, DATED JULY 1, 2016

This prospectus supplement (this Supplement No. 8) is part of the prospectus of CIM Commercial Trust Corporation (the Company), dated July 1, 2016 (the Prospectus), as supplemented by Supplement No. 6, dated April 14, 2017 (Supplement No. 6), and Supplement No. 7, dated May 12, 2017 (Supplement No. 7). This Supplement No. 8 supplements certain information contained in the Prospectus. This Supplement No. 8 should be read, and will be delivered, with the Prospectus, Supplement No. 6 and Supplement No 7. Unless otherwise defined in this Supplement No. 8, capitalized terms used in this Supplement No. 8 shall have the same meanings as set forth in the Prospectus.

The purpose of this Supplement No. 8 is to:

- include a new section in the Prospectus describing the estimated per share value of our Series A Preferred Stock in order to assist broker-dealers that are participating in our public offering of Series A Preferred Stock in meeting their obligations under applicable FINRA rules; and

- attach as Annex A to this Supplement No. 8 a Current Report on Form 8-K filed by the Company with the SEC on July 10, 2017.

PROSPECTUS UPDATE

The following disclosure is inserted as its own section immediately following the Estimated Net Asset Value section of the Prospectus:

Estimated Per Share Value of Our Series A Preferred Stock

We have prepared an estimate of the per share value of our Series A Preferred Stock as of December 31, 2016 in order to assist broker-dealers that are participating in our public offering of Series A Preferred Stock in meeting their obligations under applicable FINRA rules. This estimate utilizes the fair values of our investments in real estate and certain lending assets as well as the carrying amounts of our other assets and liabilities, in each case as of December 31, 2016, which we refer to as the Calculated Assets and Liabilities. Specifically, we divided (i) the fair values of our investments in real estate and certain lending assets and the carrying amounts of our other assets less the carrying amounts of our liabilities, in each case as of December 31, 2016, by (ii) the number of shares of Series A Preferred Stock outstanding as of that date. The components of the Calculated Assets and Liabilities used for purposes of this calculation are set forth above under Estimated Net Asset Value Overview and were determined with material assistance from third-party appraisal firms engaged to value our investments in real estate and certain lending assets, in each case in accordance with standards set forth by the American Institute of Certified Public Accountants. We believe our methodology of determining the Calculated Assets and Liabilities conforms to standard industry practices. Because the foregoing calculation resulted in an amount greater than the $25 per share Stated Value, we have determined that the estimated value of our Series A Preferred Stock, as of December 31, 2016, is $25 per share, plus accrued and unpaid dividends.

The foregoing valuation is different from the carrying amount of our Series A Preferred Stock as recorded in our consolidated financial statements, which carrying amount represents the gross proceeds allocated to our Series A Preferred Stock less allocated direct and indirect offering costs. The estimated value per share of our Series A Preferred Stock has not been audited. There can be no assurance that:

- a holder of our Series A Preferred Stock would be able to resell his or her shares of Series A Preferred Stock at the estimated value per share;

- a holder of our Series A Preferred Stock would ultimately realize distributions per share equal to the estimated value per share of Series A Preferred Stock upon liquidation of our assets and settlement of our liabilities or a sale of the Company;

- our estimated value per share of our Series A Preferred stock is or will remain accurate;

- an independent third-party appraiser or third-party valuation firm would agree with our estimated value per share of Series A Preferred Stock; or

- the methodology used to calculate the estimated value per share of Series A Preferred Stock would be acceptable to FINRA or for compliance with ERISA reporting requirements (as the applicable FINRA rules do not specifically prescribe the valuation methodologies for preferred stock).

In addition, as described under Description Of Capital Stock And Securities Offered Securities Offered In This Offering Series A Preferred Stock, any redemption of shares of our Series A Preferred Stock prior to the fifth anniversary of the date of original issuance of such shares of Series A Preferred Stock to be redeemed will subject the holder to a redemption fee and we will have the right, in our sole discretion, to pay the redemption price in cash or in equal value through the issuance of shares of our Common Stock (based on the volume weighted average price of our Common Stock for the 20 trading days prior to the redemption).

Annex A

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of report (Date of earliest event reported): **July 10, 2017**

Commission File Number 1-13610

CIM COMMERCIAL TRUST CORPORATION

(Exact name of registrant as specified in its charter)

Maryland (State or other jurisdiction of incorporation or organization)	**75-6446078** (I.R.S. Employer Identification No.)

17950 Preston Road, Suite 600, Dallas, TX 75252
(Address of principal executive offices)

(972) 349-3200
(Registrant s telephone number)

Former name, former address and former fiscal year, if changed since last report: **PMC Commercial Trust**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company o

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. o

Item 2.02 Results of Operations and Financial Condition

The information provided in Item 7.01 of this Current Report on Form 8-K is incorporated by reference into this Item 2.02.

Item 7.01 Regulation FD Disclosure

A copy of the Company s July 2017 Investor Presentation is attached to this Form 8-K as Exhibit 99.1 and is incorporated by reference herein. Additionally, the Company has posted a copy of the presentation on its Investor Relations page at http://investors.cimcommercial.com/events.cfm.

The information in this Current Report on Form 8-K, including Exhibit 99.1, is being furnished and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

Item 9.01 Financial Statements and Exhibits

Exhibit No.	**Description**
99.1	Investor Presentation July 2017

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: July 10, 2017

CIM COMMERCIAL TRUST CORPORATION

By: /s/ David Thompson
David Thompson, Chief Financial Officer

EXHIBIT INDEX

Exhibit No.	Description
99.1	Investor Presentation July 2017

Exhibit 99.1