

ACCESS INTEGRATED TECHNOLOGIES INC
 Form 4
 May 13, 2008

FORM 4

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

OMB APPROVAL

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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 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 *
CROTTY GERALD C

2. Issuer Name and Ticker or Trading Symbol
ACCESS INTEGRATED TECHNOLOGIES INC [AIXD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/09/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O WEICHERT ENTERPRISES LLC, 1625 STATE ROUTE 10

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

MORRIS PLAINS, NJ 07950

(City) (State) (Zip)

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Security
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(Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nu of
Non-Employee Stock Option (Right to buy)	\$ 5						<u>(1)</u>	02/14/2013	Class A Common Stock	2
Non-Employee Stock Option (Right to buy)	\$ 5						<u>(2)</u>	03/17/2014	Class A Common Stock	5
Non-Employee Stock Option (Right to buy)	\$ 6.4						03/08/2006	06/09/2016	Class A Common Stock	10
Non-Employee Stock Option (Right to buy)	\$ 12.93						09/14/2006	03/31/2016	Class A Common Stock	10
Non-Employee Stock Option (Right to buy)	\$ 7.55						<u>(3)</u>	06/25/2017	Class A Common Stock	10
Restricted Stock Units	<u>(4)</u>	05/09/2008	A		20,690		<u>(5)</u>	<u>(5)</u>	Class A Common Stock	20

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CROTTY GERALD C C/O WEICHERT ENTERPRISES LLC 1625 STATE ROUTE 10 MORRIS PLAINS, NJ 07950	X			

Signatures

/s/ Gerald C.
Crotty

05/13/2008

**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) Of such options, one-third vested on February 14 of each of 2004, 2005 and 2006.
- (2) Of such options, one-third vested on March 17, 2005 and the remaining vested on March 8, 2006.
- (3) Of such options, one-third will vest on June 25, 2008, June 25, 2009 and June 25, 2010, respectively.
- (4) Each restricted stock unit (an "RSU") represents a contingent right to receive one share of Class A Common Stock; however, the Issuer has the discretion to settle in Class A Common Stock or cash or a combination thereof.
- (5) The RSUs vest in three equal annual installments commencing May 9, 2009.

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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