

Digital Music Group, Inc.  
 Form 3  
 July 12, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â BALLARD Michalson B			(Month/Day/Year)	Digital Music Group, Inc. [DMGI]	
(Last)	(First)	(Middle)	07/10/2007	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
2151 RIVER PLAZA DR., SUITE 200				(Check all applicable)	
(Street)				___ Director ___ 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
SACRAMENTO,Â CAÂ 95833-3881				<u> X </u> Officer ___ Other (give title below) (specify below) Vice President-Operations	<u> X </u> Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
(City)	(State)	(Zip)			

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common stock	15	D	Â

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable      Expiration Date	Title      Amount or Number of			

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				Shares		(I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (1)	06/02/2013	Common stock	8,000	\$ 6.5	D	Â
Employee Stock Option (right to buy)	Â (2)	04/17/2014	Common stock	10,000	\$ 4.99	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BALLARD Michalson B 2151 RIVER PLAZA DR., SUITE 200 SACRAMENTO, CA 95833-3881	Â	Â	Â Vice President-Operations	Â

## Signatures

/s/ Barth Ballard 07/10/2007

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

The option vested and became exercisable as to 25% of the shares on June 2, 2007 and 1/48 of the shares on July 2, 2007, and will vest  
(1) and become exercisable as to 1/48 of the shares each month following July 2, 2007 for 35 months, provided that the Reporting Person continues to serve as an employee through each such vest date.

(2) The option will vest and become exercisable as to 25% of the shares on April 17, 2008 and 1/48 of the shares each month following April 17, 2008 for 36 months, provided that the Reporting Person continues to serve as an employee through each such vest 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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