

National CineMedia, Inc.
 Form 3
 February 07, 2007

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

OMB APPROVAL

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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	
Regal CineMedia Holdings, LLC			(Month/Day/Year)	National CineMedia, Inc. [NCMI]	
(Last)	(First)	(Middle)		4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
7132 REGAL LANE				(Check all applicable)	
(Street)				____ Director	<input checked="" type="checkbox"/> 10% Owner
KNOXVILLE, TN 37918				____ Officer	____ Other
(City)	(State)	(Zip)		(give title below)	(specify below)
					6. Individual or Joint/Group Filing(Check Applicable Line)
					____ Form filed by One Reporting Person
					<input checked="" type="checkbox"/> Form filed by More than One Reporting Person

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

SEC 1473 (7-02)

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 control number.

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 (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

(Instr. 5)

Common Units of National CineMedia, LLC	Â (1)	Â (1)	Common Stock of National CineMedia, Inc.	22,868,538	\$ 0 (1)	D (2)	Â
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Regal CineMedia Holdings, LLC 7132 REGAL LANE KNOXVILLE, TN 37918	Â	Â X	Â	Â
REGAL ENTERTAINMENT GROUP 7132 REGAL LANE KNOXVILLE, TN 37918	Â	Â X	Â	Â
Regal Entertainment Holdings, Inc. 7132 REGAL LANE KNOXVILLE, TN 37918	Â	Â X	Â	Â
REGAL CINEMAS CORP 7132 REGAL LANE KNOXVILLE, TN 37918	Â	Â X	Â	Â
REGAL CINEMAS INC 7132 REGAL LANE KNOXVILLE, TN 37918	Â	Â X	Â	Â
Regal CineMedia CORP 7132 REGAL LANE KNOXVILLE, TN 37918	Â	Â X	Â	Â
ANSCHUTZ CO 555 17TH STREET, SUITE 2400 DENVER, CO 80202	Â	Â X	Â	Â
ANSCHUTZ PHILIP F 555 17TH STREET, SUITE 2400 DENVER, CO 80202	Â	Â X	Â	Â

Signatures

/s/ Peter B. Brandow, Executive Vice President (Regal CineMedia Holdings, LLC)	02/07/2007
_____ **Signature of Reporting Person	Date
/s/ Peter B. Brandow, Executive Vice President (Regal Entertainment Group)	02/07/2007
_____ **Signature of Reporting Person	Date
/s/ Peter B. Brandow, Executive Vice President (Regal Entertainment Holdings, Inc.)	02/07/2007

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<u> </u> **Signature of Reporting Person	Date
/s/ Peter B. Brandow, Executive Vice President (Regal Cinemas Corporation)	02/07/2007
<u> </u> **Signature of Reporting Person	Date
/s/ Peter B. Brandow, Executive Vice President (Regal Cinemas, Inc.)	02/07/2007
<u> </u> **Signature of Reporting Person	Date
/s/ Peter B. Brandow, Vice President (Regal CineMedia Corporation)	02/07/2007
<u> </u> **Signature of Reporting Person	Date
/s/ Robert M. Swysgood, by power of attorney (on behalf of Anschutz Co.)	02/07/2007
<u> </u> **Signature of Reporting Person	Date
/s/ Robert M. Swysgood, by power of attorney (on behalf of Philip R. Anschutz)	02/07/2007
<u> </u> **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).
- (1) Common Units of National CineMedia, LLC may be converted at any time into shares of Common Stock of National CineMedia, Inc. on a one-for-one basis, and have no expiration date
The reported securities are owned directly by Regal CineMedia Holdings, LLC, and indirectly by Regal Entertainment Group, Regal Entertainment Holdings, Inc., Regal Cinemas Corporation, Regal Cinemas, Inc., Regal CineMedia Corporation, Anschutz Co., and Philip F. Anschutz. Anschutz Co. and Philip F. Anschutz disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interest therein.
- (2)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.