FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPRO	VAL							
	OMB Number:	3235-0287							
l	Estimated average burden								
l	hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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l		of Reporting Po		2. Issuer Name and Ticker or Trading Symbol National CineMedia, Inc. [ NCMI ]										5. Relationship of Reporting Person(s) to Issuer (Check all applicable)										
Marks Clifford E								radonal Gineraledia, inc. [ Novii ]									Direc	ctor		L0% C	wner			
,			(Mic	-   _										X Officion below		er (give title v)		Other (specify below)						
(Last)	(	First)		3. Date of Earliest Transaction (Month/Day/Year)										Dro	s. Sales &	Chief Ml	rta O	ff						
C/O NAT	IONAL (	CINEMEDIA	A, INC.	02/	02/08/2007										110.	s. Jaics &	Cilici Wii	iig O						
0110 F N	IICHOI 9	AVE SIII																						
9110 E. NICHOLS AVE., SUITE 200								4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable						
-						·   <del>*</del> · "	4. II Amenument, Date of Original Filed (Month/Day/Year)										Line)							
(Street)																	X Form filed by One Reporting Person							
CENTEN	INIAL (	CO	801	112-340	)5												Form filed by More than One Reporting							
						-										Person								
(City) (State) (Zip)																								
(9)	`		(																					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																								
1. Title of S	ecurity (In	str. 3)			2. Trans	action	Execution Date,			3.	3. 4. Securities Acquired (A)							ount of	6. Owners		7. Nature			
					Date (Month/	Day/Ve:					Transaction Disposed Of (D) (Ir Code (Instr. 5)			) (Instr.	nstr. 3, 4 and					Form: Direct (D) or Indirect	of Indirect Beneficial			
(Mondinos						Dayric	(Month/Day/Year)							Owne Repor		l Following		(I) (Instr. 4)	Ownership (Instr. 4)					
												(A) or Dri					ted action(s)							
										Code	V	Amount	1	(D)	Price		(Instr. 3 and 4)							
Common	Stock		02/08/2007						3,000		Α	\$21		3,000		D								
			Tabl	la II D	Vorivat	ivo S	0011	ritios	Λοαμί	irod Di	cno	sed of,	or D	onofi	oiall	, Ov	wnod							
			Iabi									onvertib				y Ov	viieu							
1. Title of	2.	3. Transacti	ion 2	A. Deeme	vd	4.		E Nu	mbor	6 Date Ex	vorcis	able and	7 Tit	tle and	$\overline{}$	0 Dri	ice of	9. Number o	of 10.		11. Nature			
Derivative	Conversio	n Date	E	xecution		Transaction				Expiration	<ol><li>Date Exercisable and Expiration Date</li></ol>			7. Title and Amount of			ative/	derivative	Owne	Ownership	of Indirect			
Security (Instr. 3)	or Exercis Price of	(Month/Day		any Month/Day			Code (Instr. 8)		r. Derivative (I Securities Acquired		ay/Ye	ar)			Sec		ırity r. 5)	Securities Beneficially	Form: Direct (D)		Beneficial Ownership			
(111511. 3)	Derivative		"	wioiitii/Da		0)								Underlying Derivative			. 3)	Owned	or Ind	or Indirect	(Instr. 4)			
Security							(A) or Disposed			Security (Instr.				str. 3	3		Following Reported	(I) (Ins	tr. 4)					
							of (D)						and 4)				Transaction	(s)						
								(Instr. 3, 4 and 5)					l					(Instr. 4)						
				L	anu 5)						_													
													Amou											
												Nun	nber											
							v			Date Exercisal	Date Exercisable Da		ation of Title Share		res									
			- 1		- 1	Code	١ ٧	ן ירי	ן ישון	LACICISAL	ין איי	Date	111110	5110	103				- 1					

Explanation of Responses:

Remarks:

/s/ Jennifer A. D'Alessandro, as attorney-in-fact 02/12/2007

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.