

**National CineMedia, Inc.**

**Reconciliation of Operating Income to Adjusted OIBDA and Adjusted OIBDA Margin**

(dollars in millions)

(unaudited)

Operating Income Before Depreciation and Amortization ("OIBDA"), Adjusted OIBDA and Adjusted OIBDA margin are not financial measures calculated in accordance with GAAP in the U.S. OIBDA represents operating income (loss) before depreciation and amortization expense. Adjusted OIBDA excludes from OIBDA non-cash share based payment costs, the merger termination fee and related merger costs and Chief Executive Officer transition costs. Adjusted OIBDA margin is calculated by dividing Adjusted OIBDA by total revenue. Our management uses these non-GAAP financial measures to evaluate operating performance, to forecast future results and as a basis for compensation. The Company believes these are important supplemental measures of operating performance because they eliminate items that have less bearing on its operating performance and so highlight trends in its core business that may not otherwise be apparent when relying solely on GAAP financial measures. The Company believes the presentation of these measures is relevant and useful for investors because it enables them to view performance in a manner similar to the method used by the Company's management, helps improve their ability to understand the Company's operating performance and makes it easier to compare the Company's results with other companies that may have different depreciation and amortization policies, non-cash share based compensation programs, levels of mergers and acquisitions, CEO turnover, interest rates or debt levels or income tax rates. A limitation of these measures, however, is that they exclude depreciation and amortization, which represent a proxy for the periodic costs of certain capitalized tangible and intangible assets used in generating revenues in the Company's business. In addition, Adjusted OIBDA has the limitation of not reflecting the effect of the Company's share based payment costs, costs associated with the terminated merger with Screenvision, or costs associated with the resignation of the Company's former Chief Executive Officer. OIBDA or Adjusted OIBDA should not be regarded as an alternative to operating income, net income or as indicators of operating performance, nor should they be considered in isolation of, or as substitutes for financial measures prepared in accordance with GAAP. The Company believes that operating income (loss) is the most directly comparable GAAP financial measure to OIBDA. Because not all companies use identical calculations, these non-GAAP presentations may not be comparable to other similarly titled measures of other companies, or calculations in the Company's debt agreement.

	Q1 2006	Q2 2006	Q3 2006	Q4 2006	FY 2006	Q1 2007	Q2 2007	Q3 2007	Q4 2007	FY 2007	Q1 2008	Q2 2008	Q3 2008	Q4 2008	FY 2008
Operating income	\$ 9.4	\$ 36.6	\$ 39.0	\$ 41.8	\$ 126.8	\$ 22.9	\$ 44.0	\$ 53.8	\$ 50.5	\$ 171.2	\$ 17.7	\$ 39.1	\$ 57.2	\$ 59.2	\$ 173.2
Depreciation and amortization	1.2	1.1	1.1	1.4	4.8	1.1	1.3	1.5	1.7	5.6	1.9	2.8	3.8	3.9	12.4
OIBDA	\$ 10.6	\$ 37.7	\$ 40.1	\$ 43.2	\$ 131.6	\$ 24.0	\$ 45.3	\$ 55.3	\$ 52.2	\$ 176.8	\$ 19.6	\$ 41.9	\$ 61.0	\$ 63.1	\$ 185.6
Share-based compensation costs (1)	1.9	1.3	1.9	1.8	6.9	1.7	1.4	1.2	1.0	5.3	1.1	0.9	1.0	0.9	3.9
Adjusted OIBDA	\$ 12.5	\$ 39.0	\$ 42.0	\$ 45.0	\$ 138.5	\$ 25.7	\$ 46.7	\$ 56.5	\$ 53.2	\$ 182.1	\$ 20.7	\$ 42.8	\$ 62.0	\$ 64.0	\$ 189.5
Total revenue	\$ 41.1	\$ 73.0	\$ 73.9	\$ 87.7	\$ 275.7	\$ 62.1	\$ 83.7	\$ 97.6	\$ 94.5	\$ 337.9	\$ 62.7	\$ 86.7	\$ 107.7	\$ 112.4	\$ 369.5
Adjusted OIBDA margin	30.4%	53.4%	56.8%	51.3%	50.2%	41.4%	55.8%	57.9%	56.3%	53.9%	33.0%	49.4%	57.6%	56.9%	51.3%

	Q1 2009	Q2 2009	Q3 2009	Q4 2009	FY 2009	Q1 2010	Q2 2010	Q3 2010	Q4 2010	FY 2010	Q1 2011	Q2 2011	Q3 2011	Q4 2011	FY 2011
Operating income	\$ 22.2	\$ 39.9	\$ 46.3	\$ 59.8	\$ 168.2	\$ 26.4	\$ 43.3	\$ 67.1	\$ 53.8	\$ 190.6	\$ 15.0	\$ 50.2	\$ 74.0	\$ 54.5	\$ 193.7
Depreciation and amortization	3.5	3.9	4.0	4.2	15.6	4.0	4.3	5.0	4.5	17.8	4.6	4.3	5.1	4.8	18.8
OIBDA	\$ 25.7	\$ 43.8	\$ 50.3	\$ 64.0	\$ 183.8	\$ 30.4	\$ 47.6	\$ 72.1	\$ 58.3	\$ 208.4	\$ 19.6	\$ 54.5	\$ 79.1	\$ 59.3	\$ 212.5
Share-based compensation costs (1)	1.2	1.5	1.5	1.3	5.5	2.1	2.3	2.3	7.3	14.0	4.0	3.2	0.9	3.7	11.8
Adjusted OIBDA	\$ 26.9	\$ 45.3	\$ 51.8	\$ 65.3	\$ 189.3	\$ 32.5	\$ 49.9	\$ 74.4	\$ 65.6	\$ 222.4	\$ 23.6	\$ 57.7	\$ 80.0	\$ 63.0	\$ 224.3
Total revenue	\$ 73.5	\$ 92.9	\$ 95.7	\$ 118.6	\$ 380.7	\$ 84.6	\$ 99.1	\$ 125.7	\$ 118.1	\$ 427.5	\$ 70.8	\$ 114.0	\$ 136.0	\$ 114.6	\$ 435.4
Adjusted OIBDA margin	36.6%	48.8%	54.1%	55.1%	49.7%	38.4%	50.4%	59.2%	55.5%	52.0%	33.3%	50.6%	58.8%	55.0%	51.5%

	Q1 2012	Q2 2012	Q3 2012	Q4 2012	FY 2012	Q1 2013	Q2 2013	Q3 2013	Q4 2013	FY 2013	Q1 2014	Q2 2014	Q3 2014	Q4 2014	FY 2014
Operating income	\$ 17.0	\$ 45.3	\$ 78.1	\$ 51.4	\$ 191.8	\$ 21.6	\$ 58.0	\$ 67.4	\$ 55.0	\$ 202.0	\$ 12.8	\$ 40.3	\$ 40.7	\$ 57.9	\$ 151.7
Depreciation and amortization	4.9	5.0	5.0	5.5	20.4	5.4	6.2	7.2	7.8	26.6	7.8	7.8	8.6	8.2	32.4
OIBDA	\$ 21.9	\$ 50.3	\$ 83.1	\$ 56.9	\$ 212.2	\$ 27.0	\$ 64.2	\$ 74.6	\$ 62.8	\$ 228.6	\$ 20.6	\$ 48.1	\$ 49.3	\$ 66.1	\$ 184.1
Share-based compensation costs (1)	2.9	2.7	2.0	1.4	9.0	2.1	2.0	2.1	(0.3)	5.9	2.0	2.2	0.9	2.6	7.7
Merger-related administrative costs (2)	-	-	-	-	-	-	-	-	-	-	-	1.7	2.0	3.8	7.5
Adjusted OIBDA	\$ 24.8	\$ 53.0	\$ 85.1	\$ 58.3	\$ 221.2	\$ 29.1	\$ 66.2	\$ 76.7	\$ 62.5	\$ 234.5	\$ 22.6	\$ 52.0	\$ 52.2	\$ 72.5	\$ 199.3
Total revenue	\$ 79.1	\$ 110.1	\$ 143.7	\$ 115.9	\$ 448.8	\$ 82.2	\$ 122.8	\$ 135.1	\$ 122.7	\$ 462.8	\$ 70.2	\$ 99.9	\$ 100.8	\$ 123.1	\$ 394.0
Adjusted OIBDA margin	31.4%	48.1%	59.2%	50.3%	49.3%	35.4%	53.9%	56.8%	50.9%	50.7%	32.2%	52.1%	51.8%	58.9%	50.6%

	Q1 2015	Q2 2015	Q3 2015	Q4 2015	FY 2015	Q1 2016	Q2 2016	Q3 2016	Q4 2016	FY 2016	Q1 2017
Operating (loss) income	\$ (16.7)	\$ 55.4	\$ 47.8	\$ 61.5	\$ 148.0	\$ 5.8	\$ 46.5	\$ 48.4	\$ 72.3	\$ 173.0	\$ 5.1
Depreciation and amortization	8.0	8.2	8.0	8.0	32.2	8.7	8.9	8.9	9.3	35.8	9.6
OIBDA	\$ (8.7)	\$ 63.6	\$ 55.8	\$ 69.5	\$ 180.2	\$ 14.5	\$ 55.4	\$ 57.3	\$ 81.6	\$ 208.8	\$ 14.7
Share-based compensation costs (1)	3.0	2.9	3.8	5.1	14.8	6.6	3.7	3.4	4.6	18.3	2.7
Merger-related administrative costs (2)	33.4	0.9	-	-	34.3	-	-	-	-	-	-
CEO transition costs (3)	-	-	-	0.6	0.6	2.9	0.3	0.2	0.2	3.6	0.2
Adjusted OIBDA	\$ 27.7	\$ 67.4	\$ 59.6	\$ 75.2	\$ 229.9	\$ 24.0	\$ 59.4	\$ 60.9	\$ 86.4	\$ 230.7	\$ 17.6
Total revenue	\$ 76.9	\$ 121.5	\$ 111.7	\$ 136.4	\$ 446.5	\$ 76.2	\$ 115.4	\$ 113.5	\$ 142.5	\$ 447.6	\$ 71.9
Adjusted OIBDA margin	36.0%	55.5%	53.4%	55.1%	51.5%	31.5%	51.5%	53.7%	60.6%	51.5%	24.5%

(1) Share-based compensation costs are included in network operations, selling and marketing and administrative expense in the financial statements.

(2) Merger-related costs primarily include the merger termination payment and legal, accounting, advisory and other professional fees associated with the terminated merger with Screenvision.

(3) Chief Executive Officer transition costs represent severance, consulting and other costs.