

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

NATIONAL CINEMEDIA, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required.
- Fee paid previously with preliminary materials.
- Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a6(i)(1) and 0-11

Your **Vote** Counts!

NATIONAL CINEMEDIA, INC.

2023 Annual Meeting

Vote by November 01, 2023

11:59 PM ET



You invested in NATIONAL CINEMEDIA, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on November 02, 2023.**

Get informed before you vote

View the Notice & Proxy Statement, Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to October 16, 2023. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxymaterial.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and vote without entering a control number



Vote in Person at the Meeting*

November 02, 2023
7:30 AM MDT

6300 S. Syracuse Way, Suite 300
Centennial, CO 80111

*If you choose to vote these shares in person at the meeting, you must request a "legal proxy." To do so, please follow the instructions at www.ProxyVote.com or request a paper copy of the materials, which will contain the appropriate instructions. Please check the meeting materials for any special requirements for meeting attendance.

Vote at www.ProxyVote.com

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

NATIONAL CINEMEDIA, INC.
2023 Annual Meeting
Vote by November 01, 2023
11:59 PM ET

Voting Items	Board Recommendations
1. Election of Directors Nominees:	
1A Lauren Zalaznick	☑ For
1B Bernadette Aulestia	☑ For
1C Nicholas Bell	☑ For
1D David E. Glazek	☑ For
1E Juliana F. Hill	☑ For
1F Thomas F. Lesinski	☑ For
1G Tiago Lourenco	☑ For
1H Jean-Philippe Maheu	☑ For
1I Joe Marchese	☑ For
2 To approve, on an advisory basis, our executive compensation	☑ For
3 To consider an advisory vote on the frequency of future executive compensation advisory votes	1 Year
4 To approve an increase in the number of shares available under the 2020 Omnibus Incentive Plan	☑ For
5 To ratify the appointment of Deloitte & Touche LLP as our independent auditors for the fiscal year ending December 28, 2023	☑ For

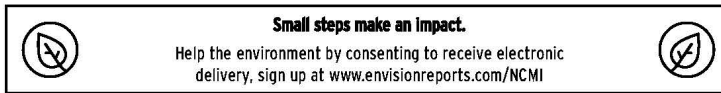
NOTE: Such other business as may properly come before the meeting or any adjournment thereof.

2023 Annual Meeting Admission Ticket
2023 Annual Meeting of National CineMedia, Inc. Stockholders

November 2, 2023, 7:30 a.m., MT
6300 S. Syracuse Way, Suite 300
Centennial, CO 80111

Upon arrival, please present this admission ticket and photo identification at the registration desk.

Important notice regarding the internet availability of proxy materials for the Annual Meeting of Stockholders.
The material is available at: www.envisionreports.com/NCMI



▼ IF VOTING BY MAIL, SIGN, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼

National CineMedia, Inc.



Notice of 2023 Annual Meeting of Stockholders

Proxy Solicited by Board of Directors for Annual Meeting – November 2, 2023

Maria V. Woods and Thomas F. Lesinski, or any of them, each with the power of substitution, are hereby authorized to represent and vote the shares of the undersigned, with all the powers which the undersigned would possess if personally present, at the Annual Meeting of Stockholders of National CineMedia, Inc. to be held on November 2, 2023 or at any postponement or adjournment thereof.

Shares represented by this proxy will be voted by the stockholder. If no such directions are indicated, the shares represented by this proxy will be voted FOR the election of the Board of Directors, FOR Proposals 2, 4 and 5 and for 1 YEAR on Proposal 3.

In their discretion, the Proxies are authorized to vote upon such other business as may properly come before the meeting.

This proxy revokes all proxies with respect to the Annual Meeting of Stockholders and may be revoked prior to exercise.

(Items to be voted appear on reverse side)

C Non-Voting Items

Change of Address – Please print new address below.

Comments – Please print your comments below.

