FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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3235-

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			or Sect	ion 30(h) of th	he Investment Company Ac	ct of	f 1940					
1. Name and A	Requiring (Month/Da	2. Date of Event Requiring Statement (Month/Day/Year) 11/18/2024		3. Issuer Name and Ticker National CineMed				Ι]					
(Last) (First) (Middle) 55 CHARLEMONT PLACE					4. Relationship of Reportin Issuer (Check all applicable)	_	. ,		File	5. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street) DUBLIN	(Street)		_	,		Director Officer (give title below)	V	10% Owner Other (specify below)		(Ch	6. Individual or Joint/Group Filing (Check Applicable Line) 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)					E	2. Amount of Securities Beneficially Owned (Instr. 4)		3. Owner Form: D (D) or Ir (I) (Insti	Direct ndirect		4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock						8,146,376		D ⁽¹⁾					
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)													
Expirati				Date Exercisable and piration Date onth/Day/Year)		3. Title and Amount of Se Underlying Derivative Sec (Instr. 4)				rcise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable					Amount or lumber of Shares	Derivative Security		or Indirect (I) (Instr. 5)	,	
1. Name and Address of Reporting Person* Blantyre Capital ICAV													
(Last) 55 CHARL	(First)	,	(Middle)										
(Street) DUBLIN	L2 2												
(City)	(State)	(2	(Zip)										
1. Name and Address of Reporting Person* Blantyre Mulanje III GP Ltd													
(Last) (First) (Middle) C/O 52 JERMYN STREET													
(Street)	X0	S	SW1Y 6LX										

Explanation of Responses:

(State)

(Zip)

(City)

1. Represents 8,146,376 shares of Common Stock held directly by Blantyre Capital ICAV acting on behalf of its sub-fund, Blantyre Majete Fund, and indirectly by Blantyre Mulanje III GP Limited. Each reporting person disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest.

Burt, its Director

/s/ Blantyre Capital ICAV,

By: Blantyre Capital

Limited, its Investment

11/20/2024

Date

Advisor, By Mubashir Mukadam, its Director

** Signature of Reporting Person

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

- * 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).

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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