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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL							
OMB Number:	3235-0287						
Estimated average burden							

0.5

hours per response:

ant to Section 16(a) of the Securities Exchange Act of 1934 Filed pur:

ed pursuant to Section 16(a) of the Securities Exchange Act of 1	1934
or Section 30(h) of the Investment Company Act of 1940	

						2. Issuer Name and Ticker or Trading Symbol National CineMedia, Inc. [NCMI]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner Officer (give title Other (specify						
					3. Date of Earliest Transaction (Month/Day/Year) 03/17/2016								below)	ve uue		below)	Johny		
(Street) PLANO	T	x	75093		4. If An	nendment, E	Date c	of Original Fil	f Original Filed (Month/Day/Year)				6. Indiv	6. Individual or Joint/Group Filing (Check Applicab Form filed by One Reporting Person X Form filed by More than One Reporting F					
(City)	(S	tate)	(Zip)																
			Table I - Noi						Dis	-	-		-	1					
1. Title of Security (Instr. 3) 2. Transact Date (Month/Day				Execution Date,		ar) Code (Ir 8)	Transaction Code (Instr. 8)		4. Securities Acquire Disposed Of (D) (Inst Amount (A) o (D)) or 4 and 5) Price	Securities Beneficially Owned		Form: Direct I (D) or Indirect I (I) (Instr. 4)		7. Nature of ndirect Beneficial Dwnership Instr. 4)			
			Table II -					quired, Di	isp	osed of	f, or B	enefic	ially Ov	/ned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date if any (Month/Day/Yea	4. Trans Code	action	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5, Options, C 6. Date Exercis: Expiration Date (Month/Day/Yea		able and	7. Title and Amour Securities Underly Derivative Security 3 and 4)		ount of erlying	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable		xpiration	Title	N	nount or Imber of Iares		Transac (Instr. 4)	tion(s)			
Common Units of National CineMedia, LLC	\$0.00 ⁽¹⁾	03/17/2016		A		753,598 ⁽²⁾		(1)		(1)	Comn Stock Natio CineMo Inc	of nal 73 edia,	53,598 ⁽²⁾	(1)	26,384	1,644	I	See Footnote ⁽³⁾	
	d Address of I <mark>rk Holdir</mark>	Reporting Person [*] 1 <u>gs, Inc.</u>																	
(Last) 3900 DA SUITE 5	LLAS PAR 00	(First) KWAY	(Middle))															
(Street) PLANO		тх	75093																
(City)		(State)	(Zip)																
		Reporting Person [*]																	
(Last) 3900 DA SUITE 5	LLAS PAR 00	(First) KWAY	(Middle))															
(Street) PLANO			75093																
(City)		(State)	(Zip)																
	d Address of urk Media	Reporting Person [*] , <u>Inc.</u>																	
(Last) 3900 DA SUITE 5	LLAS PAR 00	(First) KWAY	(Middle))															
(Street) PLANO		ТХ	75093																

(City)	(State)	(Zip)	
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Explanation of Responses:

1. Common Units of National CineMedia, LLC may be converted at any time into common stock of National CineMedia, Inc.on a one-for-one basis and have no expiration date.

Common Units were transferred effective March 17, 2016, pursuant to the Common Unit Adjustment Agreement, dated February 13, 2007 between National CineMedia, LLC and Cinemark Media, Inc.
The reported securities are owned directly by Cinemark Media, Inc. and indirectly by Cinemark USA, Inc. and Cinemark Holdings, Inc. Cinemark Media, Inc. is a wholly-owned subsidiary of Cinemark USA, Inc. and Cinemark USA, Inc. is a wholly-owned subsidiary of Cinemark Holdings, Inc. which is the ultimate parent company of each joint filer of this report.

Remarks:

/s/ Michael Cavalier, Executive
Vice Presidentdent-General
Counsel, Cinemark Holdings,
Inc.03/21/2016/s/ Michael Cavalier, Executive
Vice President-General Counsel,
/s/ Michael Cavalier, Executive
Vice President-General Counsel,
Vice President-General Counsel,
O3/21/201603/21/2016

** Signature of Reporting Person Date

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 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.