UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 10, 2026

National CineMedia, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware	**001-33296**	**20-5665602**
(State or Other Jurisdiction of Incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**

6300 S. Syracuse Way, Suite 200 **Centennial, Colorado** **(Address of Principal Executive Offices)**	**80111** **(Zip Code)**

Registrant's Telephone Number, Including Area Code: (303) 792-3600

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	**Trading Symbol(s)**	**Name of each exchange on which registered**
Common Stock, par value $0.01 per share	NCMI	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 10, 2026, National CineMedia, Inc. (the "Company") announced that Thomas F. Lesinski, the Company's Chief Executive Officer, will retire as part of a transition plan from his position as Chief Executive Officer and as a member of the Board of Directors (the "Board"), with an anticipated departure of December 31, 2026 (the "Transition Date"). In connection with the transition plan, the Board has commenced a formal search process to identify a successor chief executive officer. Mr. Lesinski will continue to serve as Chief Executive Officer and support the transition through the Transition Date to ensure continuity during this period.

In connection with Mr. Lesinski's separation from the Company, the Company and Mr. Lesinski entered into a Transition and Separation Agreement and General Release (the "Transition and Separation Agreement"), dated as of November 9, 2026, pursuant to which he will receive the following severance payments and benefits: (i) a severance payment of $3,000,000 (minus applicable deductions and withholdings), payable over the 12-month period following the Transition Date; (ii) COBRA continuation for up to 12 months following the Transition Date; and (iii) eligibility for payment of any annual bonus earned in respect of the 2026 performance year. With respect to outstanding equity-based awards, Mr. Lesinski will generally receive pro-rata vesting through the Transition Date and, with respect to outstanding performance-based stock units, will remain eligible to vest in all or a portion of such awards based on actual performance achieved in respect of the applicable performance period. The foregoing payment and benefits are subject to Mr. Lesinski's execution and non-revocation of an effective release of claims included in the Transition and Separation Agreement, and continued compliance with his restrictive covenants.

Item 7.01 Regulation FD Disclosure.

A copy of the press release announcing the foregoing events is furnished herewith as Exhibit 99.1 and is incorporated in this Item 7.01 by reference.

Item 9.01 Financial Statements and Exhibits.

Exhibit No.	Description
99.1	Press Release, dated November 10, 2026
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NATIONAL CINEMEDIA, INC.

Date: November 10, 2026

By: /s/ Ronnie Y. Ng
Ronnie Y. Ng
Chief FInancial OFficer

National CineMedia Announces Leadership Transition Plan

Tom Lesinski to Retire as Chief Executive Officer

Board of Directors Initiates Comprehensive CEO Search

CENTENNIAL, Colo., [November 10], 2026 – National CineMedia, Inc. (NASDAQ: NCMI) ("NCM" or the "Company"), a leading premium video and digital out-of-home advertising platform in the U.S., today announced Chief Executive Officer Thomas F. Lesinski will retire as part of a transition plan, with an anticipated departure of December 31, 2026. The Board of Directors (the "Board") has retained Korn Ferry, a leading global executive search firm, to assist with a comprehensive search for the Company's next Chief Executive Officer.

"I have been part of NCM for over 12 years, having joined the Board in 2014 and appointed as CEO in 2019. Over my career in media from Warner Bros. to Paramount Pictures to NCM, I can honestly say that serving as CEO of NCM has been one of the great honors of my life. It has been a privilege to lead NCM and its talented team, and I'm incredibly proud of what we have accomplished together to transform the business and establish a strong and diverse foundation for the future," said Mr. Lesinski. "I'm grateful to our shareholders, employees, advertisers, and exhibitor partners for their ongoing support and partnership, and I look forward to working closely with the Board and my colleagues to ensure a smooth transition and position NCM for continued success. As NCM enters its next evolution following the closing of our recent Captivate acquisition, I believe that now is the right time to pass the baton to a new leader who can continue to carry our momentum forward and drive the Company to new levels of innovation and growth."

"On behalf of the Board, I thank Tom for his dedicated leadership and significant contributions to National CineMedia," said David Glazek, Chair of the National CineMedia Board of Directors. "Tom led NCM through a period of significant change, and he has played an important role in advancing the Company's transformation and creating new opportunities for long-term success. As we look forward, the Board intends to identify a new leader with the vision and operating experience to accelerate NCM's growth and capture the full value of our expanded cinema and digital out-of-home platform."

Glazek continued, "We begin this search with a strong foundation of digital out-of-home assets, prime cultural real estate, and captive attention among sought-after audiences. With the addition of Captivate, NCM is well-positioned to capitalize on meaningful growth opportunities across an expanded platform. We are confident that the next CEO will build on this momentum to maximize long-term shareholder value."

Throughout this period, NCM remains focused on accelerating the core advertising business, integrating Captivate, and executing its long-term growth strategy. The Company does not expect any disruption to day-to-day operations and will keep employees, partners, shareholders, and other stakeholders informed throughout the transition.

About National CineMedia, Inc.
National CineMedia, Inc. (NCM, NASDAQ:NCMI) is a leading premium video and digital out-of-home advertising platform in the U.S., connecting brands to sought-after audiences across cinema, office, and residential environments. As a premium video, full-funnel marketing solution for advertisers, NCM enhances marketers' ability to measure and drive results in 185 Designated Market Areas®, including all of the top 100. NCM's platform comprises approximately 48,000 digital screens, including approximately 22,000 theater and lobby screens in more than 1,750 theaters and, through its wholly owned Captivate subsidiary, over 26,000 digital video screens across more than 11,000 office and residential buildings in North America. NCM is the managing member and owner of 100% of National CineMedia, LLC (NCM LLC). For more information, visit www.ncm.com.