

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>AMC STARPLEX, LLC</u> (Last) (First) (Middle) <u>ONE AMC WAY</u> <u>11500 ASH STREET</u> (Street) <u>LEAWOOD KS 66211</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>National CineMedia, Inc. [NCMI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/29/2017</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock of National CineMedia, Inc.	09/29/2017		S		2,800,000 ⁽¹⁾	D	\$6.49	0	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
AMC STARPLEX, LLC
 (Last) (First) (Middle)
ONE AMC WAY
11500 ASH STREET
 (Street)
LEAWOOD KS 66211
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
AMERICAN MULTI-CINEMA, INC.
 (Last) (First) (Middle)
ONE AMC WAY
11500 ASH STREET
 (Street)
LEAWOOD KS 66211
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
AMC ENTERTAINMENT HOLDINGS, INC.
 (Last) (First) (Middle)
ONE AMC WAY
11500 ASH STREET
 (Street)
LEAWOOD KS 66211
 (City) (State) (Zip)

Explanation of Responses:

1. Represents 2,800,000 shares of the Issuer's common stock sold by AMC Starplex, LLC ("AMCS"). AMCS is a wholly-owned subsidiary of American Multi-Cinema, Inc. ("AMC"). AMC is a wholly owned subsidiary of AMC Entertainment Holdings, Inc.

Remarks:

Exhibit 99.1 - Joint Filer Information, incorporated herein by reference.

[See Signatures attached as Exhibit 99.1](#) 10/03/2017

** 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.

JOINT FILER INFORMATION

This report is filed jointly by American Multi-Cinema, Inc., AMC Entertainment Holdings, Inc. and AMC Starplex, LLC.

The principal business address of each of the Reporting Persons is One AMC Way, 11500 Ash Street, Leawood, Kansas 66211.

Name of Designated Filer: AMC Starplex, LLC.

Date of Earliest Transaction Required to be Reported: September 29, 2017

Relationship of Reporting Persons to Issuer: 10% Owner

Issuer Name and Ticker or Trading Symbol: National CineMedia, Inc. (NCMI)

AMERICAN MULTI-CINEMA, INC.

By:	<u>/s/ Edwin F. Gladbach</u>	<u>10/03/17</u>
Name:	Edwin F. Gladbach	Date
	Vice President, Legal & Assistant Secretary	

AMC ENTERTAINMENT HOLDINGS, INC.

By:	<u>/s/ Edwin F. Gladbach</u>	<u>10/03/17</u>
	Edwin F. Gladbach	Date
	Vice President, Legal & Assistant Secretary	

AMC STARPLEX, LLC

By:	<u>/s/ Edwin F. Gladbach</u>	<u>10/03/17</u>
Name:	Edwin F. Gladbach	Date
	Vice President, Legal & Assistant Secretary	