

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

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>Cinemark Media, Inc.</u>  (Last) (First) (Middle) 3900 DALLAS PARKWAY SUITE 500  (Street) PLANO TX 75093  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 02/07/2007	3. Issuer Name and Ticker or Trading Symbol <u>National CineMedia, Inc. [ NCM ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)	5. 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 Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
---------------------------------	---	--	---

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Common Units of National CineMedia, LLC	(1)	(1)	Common Stock of National CineMedia, Inc.	14,159,437	0 <sup>(1)</sup>	D <sup>(2)</sup>	

1. Name and Address of Reporting Person\*  
Cinemark Media, Inc.  
 (Last) (First) (Middle)  
 3900 DALLAS PARKWAY  
 SUITE 500  
 (Street)  
 PLANO TX 75093  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
CINEMARK USA INC /TX  
 (Last) (First) (Middle)  
 3900 DALLAS PARKWAY  
 SUITE 500  
 (Street)  
 PLANO TX 75093  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
CNMK Holding, Inc.  
 (Last) (First) (Middle)  
 3900 DALLAS PARKWAY  
 SUITE 500  
 (Street)  
 PLANO TX 75093  
 (City) (State) (Zip)

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">CINEMARK INC</a>		
(Last)	(First)	(Middle)
3900 DALLAS PARKWAY SUITE 500		
(Street)		
PLANO	TX	75093
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">Cinemark Holdings, Inc.</a>		
(Last)	(First)	(Middle)
3900 DALLAS PARKWAY SUITE 500		
(Street)		
PLANO	TX	75093
(City)	(State)	(Zip)

**Explanation of Responses:**

- Common Units of National CineMedia, LLC may be converted at any time into common stock of National CineMedia, Inc. on a one-to-one basis and have no expiration date.
- The Common Units of National CineMedia, LLC are directly owned by Cinemark Media, Inc. and indirectly by Cinemark USA, Inc., CNMK Holding, Inc., Cinemark, Inc. and Cinemark Holdings, Inc. Cinemark Media, Inc. is a wholly owned subsidiary of Cinemark USA, Inc. Cinemark USA, Inc. is a wholly owned subsidiary of CNMK Holding, Inc. CNMK Holding, Inc. is a wholly owned subsidiary of Cinemark, Inc. Cinemark Holdings, Inc. is the ultimate parent company of each joint filer of this report.

/s/ Michael Cavalier, Sr. Vice  
President-General Counsel,  
Cinemark Media, Inc.      02/07/2007

/s/ Michael Cavalier, Sr. Vice  
President-General Counsel,  
Cinemark USA, Inc.      02/07/2007

/s/ Vatoni Ragsdale, President  
& Treasurer, CNMK Holding,  
Inc.      02/07/2007

/s/ Michael Cavalier, Sr. Vice  
President-General Counsel,  
Cinemark, Inc.      02/07/2007

/s/ Michael Cavalier, Sr. Vice  
President-General Counsel,  
Cinemark Holdings, Inc.      02/07/2007

\*\* 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 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.

**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.**