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National Cin	eMedia, Inc.										
Form 4	_										
May 04, 201	5										
FORM	FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION							OMB AF	OMB APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB	3235-0287			
Check thi	is box		vvas	nington,	D.C. 20	549			Number:	January 31,	
if no longer				CES IN I	PENEEI			NEDCHID OF	Expires:		
subject to)		r Chan	CHANGES IN BENEFICIAL OW SECURITIES					Estimated average		
Form 4 of	Section 10.							burden hours per response 0.5			
Form 5		pursuant to	Section 10	6(a) of the	e Securit	ies E	xchange	e Act of 1934,	response	0.5	
obligation	ns Section	*					U	1935 or Section	n		
may cont <i>See</i> Instru	inue.		of the In	•	•	· ·					
1(b).					•	•					
(Print or Type F	Responses)										
1 Nome and A	ddmass of Domor	ting Danson *						5 Deletionship of	Departing Days	an(a) to	
Oddo David	ddress of Report			2. Issuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
Oddo Duvid			Symbol Notiona	l CineMe	dia Ina	INCI					
						Inci	vIIJ	(Check	k all applicable)	
(Last)	(First)	(Middle)		Earliest Tr	ansaction			D. (100	0	
C/O NATIO	(Month/Day/Year) 05/01/2015					Director 10% Owner X_ Officer (give title Other (specify					
	E. NICHOLS		03/01/20	515				below)	below)		
SUITE 200	L. Menolo	····,						SVP & Int	erim Co-CFO (PFO)	
	(Street)		4 If Amo	ndmant Do	to Original	I		6 Individual or Io	int/Group Filin	c (Chaolr	
· · · ·				4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)			
	1 1100(1110)	un Duy Iour	,			_X_ Form filed by One Reporting Person					
CENTENNI	IAL, CO 801	12-3405						Form filed by M Person	Iore than One Re	porting	
(City)	(State)	(Zip)				~	•.•				
		-					-	uired, Disposed of		•	
1.Title of	2. Transaction		3. Transactio	4. Securit			5. Amount of	6. Ownership			
Security (Instr. 3)	(Month/Day/Y	any	n Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)					Securities Beneficially	Form: Direct Indirect (D) or Beneficial	Beneficial	
			Day/Year)					Owned	Indirect (I)	Ownership	
								Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
				Code V	A	or	Delas	(Instr. 3 and 4)			
Common				Code V		(D)	Price \$				
Stock	05/01/2015			F	130 <u>(1)</u>	D	ф 15.26	53,604	D		
Stook							15.20				

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

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 control number.

 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. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day/ e	6. Date Exercisable and Expiration Date (Month/Day/Year)		le and unt of rlying tities (1, 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
Repor	rting O	wners		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Oddo David J C/O NATIONAL CINEMEDIA, INC. 9110 E. NICHOLS AVE., SUITE 200 CENTENNIAL, CO 80112-3405			SVP & Interim Co-CFO (PFO)					
Signatures								
/s/ Teri A. Scott, as attorney-in-fact	05/04/2	015						
Signature of Reporting Person	Date							
Explanation of Pospor	10001							

Explanation of Responses:

* 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).

(1) Represents withholding of shares to satisfy tax obligations upon the vesting of restricted stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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