

# FINAL

Form **8937**  
(December 2011)  
Department of the Treasury  
Internal Revenue Service

## Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

▶ See separate instructions.

### Part I Reporting Issuer

<b>1</b> Issuer's name  NATIONAL CINEMEDIA, INC.		<b>2</b> Issuer's employer identification number (EIN)  20-5665602	
<b>3</b> Name of contact for additional information  TOM MORRISON	<b>4</b> Telephone No. of contact  303-792-8793	<b>5</b> Email address of contact  TOM.MORRISON@NCM.COM	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact  9110 EAST NICHOLS AVENUE, SUITE 200		<b>7</b> City, town, or post office, state, and Zip code of contact  CENTENNIAL, CO 80112-3451	
<b>8</b> Date of action  2015 - SEE LINE 14		<b>9</b> Classification and description  COMMON STOCK	
<b>10</b> CUSIP number  635309107	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol  NCMI	<b>13</b> Account number(s)

### Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

**14** Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ NATIONAL CINEMEDIA, INC. PAYS A QUARTERLY DIVIDEND. FOR 2015 THE DATES OF RECORD FOR THE DIVIDENDS ARE MARCH 12, 2015, MAY 26, 2015, AUGUST 20, 2015, AND NOVEMBER 20, 2015. THE DIVIDEND AMOUNT IS \$0.22/SHARE FOR EACH PAYMENT.

**15** Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ 2007-2014 HISTORICAL PERCENTAGES ARE LISTED BELOW. 2015 INFORMATION WILL BE UPDATED ONCE THE 2015 PERCENTAGES ARE AVAILABLE IN EARLY 2016.

TAX YEAR	TAXABLE DIVIDEND	NON-TAXABLE DISTRIBUTION
2007	80.01%	19.99%
2008	27.64%	72.36%
2009	21.69%	78.31%
2010	33.45%	66.55%
2011	33.86%	66.14%
2012	0.00%	100.00%
2013	31.12%	68.88%
2014	0.00%	100.00%

**16** Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ THE CHANGE IN THE STOCKHOLDER'S BASIS IS THE PERCENTAGE OF EACH DISTRIBUTION THAT DOES NOT COME FROM EITHER ACCUMULATED OR CURRENT EARNINGS & PROFITS ("E&P"). THE AMOUNT NOT COMING FROM ACCUMULATED OR CURRENT E&P IS CONSIDERED A NON-TAXABLE DISTRIBUTION.

