



DIVISION OF  
CORPORATION FINANCE

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

October 17, 2022

Maria Woods  
General Counsel  
National CineMedia, Inc.  
6300 S. Syracuse Way, Suite 300  
Centennial, Colorado 80111

**Re: National CineMedia, Inc.**  
**Registration Statement on Form S-3**  
**Filed October 11, 2022**  
**File No. 333-267824**

Dear Maria Woods:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Rucha Pandit at (202) 551-6022 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Trade & Services

cc: David Crandall