

National CineMedia, Inc.
Form SC 13G
September 22, 2017
SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.)*

National CineMedia, Inc.
(Name of Issuer)

Common Stock, \$0.01 par value
(Title of Class of Securities)

635309107
(CUSIP Number)

September 18, 2017
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. Beneficial ownership information contained herein is given as of the date listed above.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Names of Reporting
Persons.

1 Standard General L.P.

2 Check the Appropriate Box
if a Member of a Group (See
Instructions)

(a)

(b)

3 SEC Use Only
Citizenship or Place of
Organization.

4 Delaware

Number
of Shares
Beneficially Owned by

Each Reporting
Person With

0

5 Sole Voting Power

12,576,000 shares

6 Shared Voting Power

0

7 Sole Dispositive Power

12,576,000 shares

8 Shared Dispositive Power

9 Aggregate Amount
Beneficially Owned by Each
Reporting Person

12,576,000 shares

10 Check if the Aggregate
Amount in Row (9)
Excludes Certain Shares
(See Instructions)

11 Not Applicable
Percent of Class
Represented by Amount in
Row (9)

16.2%

12

Type of Reporting Person
(See Instructions)

IA

Names of Reporting
Persons.

1 Soohyung Kim

2 Check the Appropriate Box
if a Member of a Group (See
Instructions)

(a)

(b)

3 SEC Use Only
Citizenship or Place of
Organization.

4 United States

Number
of Shares
Beneficially Owned by

Each Reporting
Person With

5 Sole Voting Power
0

6 Shared Voting Power

12,576,000 shares

7 Sole Dispositive Power

0

8 Shared Dispositive Power

12,576,000 shares

9 Aggregate Amount
Beneficially Owned by Each
Reporting Person

12,576,000 shares

10 Check if the Aggregate
Amount in Row (9)
Excludes Certain Shares
(See Instructions)

11 Percent of Class
Represented by Amount in
Row (9)

16.2%

12

Type of Reporting Person
(See Instructions)

IN, HC

Item 1.

(a) Name of Issuer

National CineMedia, Inc.

(b) Address of Issuer's Principal Executive Offices

9110 E. Nichols Ave., Suite 200, Centennial, Colorado 80112-3405

Item 2.

(a) Name of Person Filing

Standard General L.P.
Soohyung Kim

(b) Address of Principal Business Office or, if none, Residence

Standard General L.P.
Soohyung Kim
767 Fifth Avenue, 12th Floor
New York, NY
10153

(c) Citizenship

Standard General L.P. - Delaware
Soohyung Kim – United States

(d) Title of Class of Securities

Common Stock, \$0.01 par value

CUSIP Number

(e)
635309107

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is
a:

(a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c) Insurance Company as defined in Section 3(a)(19) of the Act

(d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).

(e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);

(f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);

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- (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
(h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
(i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
(j) A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
(k) Group, in accordance with §240.13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

Item 4. Ownership **

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount Beneficially Owned **

Standard General L.P. – 12,576,000 shares
Soohyung Kim – 12,576,000 shares

(b) Percent of Class **

Standard General L.P. – 16.2%
Soohyung Kim – 16.2%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote **

Standard General L.P. – 0 shares
Soohyung Kim – 0 shares

(ii) shared power to vote or to direct the vote **

Standard General L.P. – 12,576,000 shares
Soohyung Kim – 12,576,000 shares

(iii) Sole power to dispose or to direct the disposition of **

Standard General L.P. – 0 shares
Soohyung Kim – 0 shares

(iv) shared power to dispose or to direct the disposition of **

Standard General L.P. – 12,576,000 shares
Soohyung Kim – 12,576,000 shares

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** The securities reported herein are beneficially owned by Standard General L.P. (“Standard General”) in its capacity as investment manager to private investment vehicles. Mr. Kim is a director of the general partner of the general partner of Standard General and Chief Investment Officer of Standard General, and in such capacities may be deemed to indirectly beneficially own the securities reported herein.

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibits Exhibit

99.1 Joint Filing Agreement by and among the Reporting Persons.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 22, 2017

STANDARD GENERAL L.P.

By: /s/ Joseph Mause
Name: Joseph Mause
Title: Chief Financial Officer

SOOHYUNG KIM

/s/ Soohyung Kim
Soohyung Kim