REGAL ENTERTAINMENT GROUP

Form 4

March 09, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

burden hours per

OMB APPROVAL

response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

if no longer

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * **DUNN GREGORY W**

2. Issuer Name and Ticker or Trading

Symbol

REGAL ENTERTAINMENT

GROUP [RGC]

3. Date of Earliest Transaction

(Month/Day/Year) 03/07/2010

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

10% Owner

REGAL ENTERTAINMENT GROUP, 7132 REGAL LANE

(First)

(Street)

(State)

(Middle)

(Zip)

4. If Amendment, Date Original

Filed(Month/Day/Year)

Other (specify X_ Officer (give title below) President and COO

6. Individual or Joint/Group Filing(Check Applicable Line)

Director

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

KNOXVILLE, TN 37918

	Tuble 1 Tion Bettyudiye Securities required, Bisposed of, or Beneficiany Symed								
2. Transaction Date	2A. Deemed	3.	4. Securit	ties A	cquired	5. Amount of	6. Ownership	7. Nature of	
(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D)				Securities	Form: Direct	Indirect	
	any	Code (Instr. 3, 4 and 5)			Beneficially	(D) or	Beneficial		
	(Month/Day/Year)	(Instr. 8)	(Instr. 8)			Owned	Indirect (I)	Ownership	
						Following	(Instr. 4)	(Instr. 4)	
				()		Reported			
					Transaction(s)				
		Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
					Φ.				
03/07/2010		F	3,991	D	\$ 15.22	147,138	D		
	(Month/Day/Year)	2. Transaction Date 2A. Deemed Execution Date, if any (Month/Day/Year)	2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if any Code (Month/Day/Year) (Instr. 8)	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 3, (Instr. 8)) Code V Amount	2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Instr. 8) (A) or Code V Amount (D)	2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price	2. Transaction Date (Month/Day/Year) 2A. Deemed 3. 4. Securities Acquired (Month/Day/Year) 5. Amount of Securities Acquired (Instr. 3, 4 and 5) 5. Amount of Securities Acquired (Instr. 3, 4 and 5) 6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of Securities Securities Form: Direct Code (Instr. 3, 4 and 5) Securities Beneficially Owned Indirect (I) Following Reported Transaction(s) (Instr. 4) Or Code V Amount (D) Price Securities Securities Securities Securities Securities Securities Securities Beneficially Owned Indirect (I) Following Reported Transaction(s) (Instr. 3 and 4) Securities Securit	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title a	ınd	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Underlyi	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr. 3 a	and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								٨٠	ma a u m t		
									mount		
						Date	Expiration	or			
						Exercisable	Date		umber		
				G 1 17	(A) (D)			of			
				Code V	(A) (D)			Sh	nares		

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DUNN GREGORY W REGAL ENTERTAINMENT GROUP 7132 REGAL LANE KNOXVILLE, TN 37918

President and COO

Signatures

Peter B. Brandow, by Power of Attorney

03/09/2010

**Signature of Reporting Person

Date

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).

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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