

REGAL ENTERTAINMENT GROUP  
Form 8-K  
July 30, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

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**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): **July 30, 2015**

**Regal Entertainment Group**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-31315**  
(Commission  
File Number)

**02-0556934**  
(IRS Employer  
Identification No.)

**7132 Regal Lane, Knoxville, Tennessee 37918**

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **865-922-1123**

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N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02 Results of Operations and Financial Condition.**

On July 30, 2015, Regal Entertainment Group ( Regal ) announced its financial results for its second fiscal quarter ended June 30, 2015. A copy of the press release is furnished to the United States Securities and Exchange Commission (the Commission ) with this current report on Form 8-K as Exhibit 99.1.

Regal is also furnishing to the Commission as Exhibit 99.2 to this current report on Form 8-K certain other financial information for its last four completed fiscal quarters, including reconciliations to the most directly comparable GAAP financial measures of the non-GAAP financial measures included therein.

**Item 8.01 Other Events.**

On July 30, 2015, Regal s board of directors declared a cash dividend in the amount of \$0.22 per share of Class A and Class B common stock, payable on September 15, 2015 to the Class A and Class B common stockholders of record on September 4, 2015.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| Exhibit No. | Exhibit Description                                                            |
|-------------|--------------------------------------------------------------------------------|
| 99.1        | Press release furnished pursuant to Item 2.02                                  |
| 99.2        | Reconciliations of Non-GAAP Financial Measures furnished pursuant to Item 2.02 |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**REGAL ENTERTAINMENT GROUP**

Date: July 30, 2015

|        |                                                         |
|--------|---------------------------------------------------------|
| By:    | /s/ David H. Ownby                                      |
| Name:  | David H. Ownby                                          |
| Title: | Executive Vice President and<br>Chief Financial Officer |

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Exhibit Description</b>                                                     |
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