REGAL ENTERTAINMENT GROUP

Form 4

November 07, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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obligations

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * TYRRELL JACK

2. Issuer Name and Ticker or Trading

Symbol

Issuer

(Check all applicable)

5. Relationship of Reporting Person(s) to

REGAL ENTERTAINMENT

GROUP [RGC]

_X__ Director

(First)

(Middle)

RICHLAND VENTURES, 1201

3. Date of Earliest Transaction

(Month/Day/Year) 11/06/2008

10% Owner Officer (give title Other (specify below)

16TH AVENUE SOUTH

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

NASHVILLE, TN 37212

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative :	Secur	ities Acqu	iired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Dir (Instr. 3, 4)	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	11/06/2008		P	49,938	A	\$ 10.82	63,147	I (1)	See Footnote 1
Class A Common Stock	11/06/2008		P	62	A	\$ 10.85	63,209	I (1)	See Footnote 1
Class A Common Stock	11/06/2008		P	17,200	A	\$ 10.25	80,409	I (1)	See Footnote 1
Class A	11/06/2008		P	7,800	A	\$	88,209	I (1)	See

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Common Stock					10.14			Footnote 1
Class A Common Stock	11/06/2008	P	40,000	A	\$ 10.74	128,209	I (2)	See Footnote 2
Class A Common Stock	11/06/2008	P	6,936	A	\$ 10.72	135,145	I (2)	See Footnote 2
Class A Common Stock	11/06/2008	P	3,064	A	\$ 10.75	138,209	I (2)	See Footnote 2
Class A Common Stock	11/06/2008	P	20,300	A	\$ 10.24	158,509	I (2)	See Footnote 2
Class A Common Stock	11/06/2008	P	2,900	A	\$ 10.18	161,409	I (2)	See Footnote 2
Class A Common Stock	11/06/2008	P	1,800	A	\$ 10.2	163,209	I (2)	See Footnote 2

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivati Security (Instr. 3)	ve Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8	5. tionNumber of) Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S	ate	7. Title Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)
				Code V	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TYRRELL JACK RICHLAND VENTURES 1201 16TH AVENUE SOUTH NASHVILLE, TN 37212

X

Signatures

Jack Tyrrell 11/07/2008

**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).
 - JRS Partners GP ("JRS Partners") is the direct beneficial owner of the shares. The reporting person is a general partner of JRS Partners and may be deemed to have an indirect pecuniary interest in the Regal Entertainment Group Class A Common Stock (the "Shares")
- (1) owned by JRS Partners. The reporting person disclaims beneficial ownership of the Shares held by JRS Partners except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that such reporting person is the beneficial owner of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended ("Section 16") or for any other purpose.
- The Jack Tyrrell Revocable Trust (the "Trust") is the direct beneficial owner of the Shares. The reporting person is the trustee of the Trust and may be deemed to have an indirect pecuniary interest in the Shares owned by the Trust. The reporting person disclaims beneficial ownership of the Shares held by the Trust except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that such reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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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