

CINEMARK INC
Form 8-K/A
February 01, 2007

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**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 8-K/A
CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934
Date of Report (Date of Earliest Event Reported): October 5, 2006
CINEMARK, INC.**

(Exact name of registrant as specified in charter)

DELAWARE
(State or Other Jurisdiction
of Incorporation)

333-116292
(Commission
File Number)

01-0687923
(IRS Employer
Identification No.)

**3900 DALLAS PARKWAY, SUITE 500
PLANO, TEXAS 75093**
(Address and Zip Code of Principal Executive Offices)
972-665-1000

(Registrant's telephone number, including area code)

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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 4a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2 (b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))
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Consolidated Financial Statements

Unaudited Pro Forma Condensed Consolidated Financial Statements

Item 2.01 Completion of Acquisition or Disposition of Assets

As previously reported, on October 5, 2006, we completed the acquisition of Century Theatres, Inc., or Century, a national theatre chain headquartered in San Rafael, California with 77 theatres in 12 states for a purchase price of approximately \$681 million and the assumption of debt of Century.

Amendment No. 1 on Form 8-K/A amended and supplemented the Current Report on Form 8-K filed by Cinemark, Inc. on October 12, 2006 in connection with the acquisition described above. Amendment No. 1 was filed to include the financial information required by Item 9.01.

This Amendment No. 2 on Form 8-K/A amends and supplements the Current Report on Form 8-K/A filed by Cinemark, Inc. on December 22, 2006 in connection with the acquisition described above. This Amendment No. 2 is being filed to reflect restated financial information of Century Theatres, Inc. as required by Item 9.01.

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Item 9.01 Financial Statements and Exhibits

(a) Financial Statements of Business Acquired

The following audited consolidated financial statements of Century Theatres, Inc. and Subsidiaries are filed with this Form 8-K/A as Exhibit 99.1:

Report of Independent Certified Public Accountants

Century Theatres, Inc. and Subsidiaries Consolidated Balance Sheets as of September 28, 2006 and September 29, 2005 (restated).

Century Theatres, Inc. and Subsidiaries Consolidated Statements of Operations, Consolidated Statement of Stockholders Equity (Deficit) and Consolidated Statements of Cash Flows for the years ended September 28, 2006 (restated), September 29, 2005 (restated) and September 30, 2004.

Notes to the Consolidated Financial Statements of Century Theatres, Inc. and Subsidiaries.

(b) Unaudited Pro Forma Financial Information

The following unaudited pro forma condensed consolidated financial information of Cinemark, Inc. are filed with this Form 8-K/A as Exhibit 99.2:

Unaudited Pro Forma Condensed Consolidated Balance Sheet of Cinemark, Inc. as of September 30, 2006.

Unaudited Pro Forma Condensed Consolidated Statements of Operations of Cinemark, Inc. for the nine months ended September 30, 2006 and the year ended December 31, 2005.

Notes to the Unaudited Pro Forma Condensed Consolidated Financial Information of Cinemark, Inc.

(d) Exhibits

Exhibit

Number

Description

| | |
|------|--|
| 99.1 | Consolidated Financial Statements of Century Theatres, Inc. and Subsidiaries as of September 28, 2006 and September 29, 2005 (restated) and for the years ended September 28, 2006 (restated), September 29, 2005 (restated) and September 30, 2004. |
| 99.2 | Cinemark, Inc. Unaudited Pro Form Condensed Consolidated Financial Statements as of September 30, 2006 and for the nine months ended September 30, 2006 and the year ended December 31, 2005. |

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SIGNATURE

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.

CINEMARK, INC.

Date: February 1, 2007

By: /s/ Michael D. Cavalier
Michael D. Cavalier
Senior Vice President - General
Counsel