

REGAL ENTERTAINMENT GROUP  
 Form 4  
 July 14, 2010

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 ANSCHUTZ PHILIP F

2. Issuer Name and Ticker or Trading Symbol  
 REGAL ENTERTAINMENT GROUP [RGC]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 555 SEVENTEENTH STREET,  
 SUITE 2400  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 07/12/2010

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 10% Owner  
 \_\_\_\_ Other (specify below)

DENVER, CO 80202

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_\_ Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)		
				Code V	Amount	(A) or (D)	Price		
Class A Common Stock	07/12/2010		S	7,299,270	D	\$ 13.7	50,000,000	I	By Anschutz Company (1) (2)
Class A Common Stock	07/12/2010		P	5,839,416	A	\$ 13.7	5,839,416	I	By Anschutz Family Investment Company LLC (2)
	07/12/2010		P	1,459,854	A		1,459,854	I	

Class A Common Stock	\$ 13.7	By AFIC II LLC <sup>(3)</sup>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title Number of Shares	

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director    10% Owner    Officer    Other
ANSCHUTZ PHILIP F 555 SEVENTEENTH STREET, SUITE 2400 DENVER, CO 80202	X
ANSCHUTZ CO 555 SEVENTEENTH STREET, SUITE 2400 DENVER, CO 80202	X

## Signatures

Robert M. Swysgood by Power of Attorney (on behalf of Philip F. Anschutz)	07/14/2010
**Signature of Reporting Person	Date
Robert M. Swysgood by Power of Attorney (on behalf of Philip F. Anschutz for Anschutz Company)	07/14/2010
**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).
- (1) Philip F. Anschutz is the sole shareholder of Anschutz Company ("AC") which is the registered owner of the securities being transferred to Anschutz Family Investment Company LLC ("AFIC") and AFIC II LLC ("AFIC II")
- (2) AC is the manager and one percent owner of AFIC and may be deemed to beneficially own all shares held by AFIC
- (3) AC is the manager and one percent owner of AFIC II and may be deemed to beneficially own all shares held by AFIC II

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.