

REGAL ENTERTAINMENT GROUP
Form 8-K
January 12, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

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): **January 10, 2018**

Regal Entertainment Group

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-31315
(Commission
File Number)

02-0556934
(IRS Employer
Identification No.)

101 East Blount Avenue, Knoxville, Tennessee 37920

(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):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Pursuant to the previously disclosed Annual Executive Incentive Program (the Incentive Program) of Regal Entertainment Group (the Company), and based upon the attainment of performance targets previously established by the Compensation Committee of the Board of Directors of the Company (the Committee) under the Incentive Program, on January 10, 2018, the Company approved annual cash bonus awards for the following individuals as set forth below:

| Name and Principal Positions | Cash Bonus | |
|---|-------------------|-----------|
| Amy E. Miles, Chief Executive Officer (Principal Executive Officer) | \$ | 1,055,600 |
| Gregory W. Dunn, President and Chief Operating Officer | \$ | 631,200 |
| David H. Ownby, Executive Vice President, Chief Financial Officer and Treasurer (Principal Financial Officer) | \$ | 495,975 |
| Peter B. Brandow, Executive Vice President, General Counsel and Secretary | \$ | 442,000 |

Based on its review of the performance of the Company, on January 10, 2018, the Committee recommended, and the Board of Directors of the Company approved, an increase in the base salaries for fiscal 2018 for the following individuals as set forth below:

| Name and Principal Positions | Fiscal 2018 Salary | |
|---|---------------------------|-----------|
| Amy E. Miles, Chief Executive Officer (Principal Executive Officer) | \$ | 1,108,800 |
| Gregory W. Dunn, President and Chief Operating Officer | \$ | 675,000 |
| David H. Ownby, Executive Vice President, Chief Financial Officer and Treasurer (Principal Financial Officer) | \$ | 605,000 |
| Peter B. Brandow, Executive Vice President, General Counsel and Secretary | \$ | 538,200 |

In addition, on January 10, 2018, at the recommendation of the Committee's compensation consultant, Pay Governance, the Committee recommended, and the Board of Directors of the Company approved, an increase in the target annual cash bonus percentage for Ms. Miles from 100% of base salary to 125% of base salary for fiscal 2018. The target annual cash bonus percentages for the Company's other named executive officers remain unchanged from fiscal 2017.

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: January 12, 2018

By: /s/ Peter B. Brandow
Name: Peter B. Brandow
Title: Executive Vice President, General Counsel and
Secretary