

REGAL ENTERTAINMENT GROUP  
Form 8-K  
June 04, 2004

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## 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) **June 4, 2004**

### Regal Entertainment Group

(Exact Name of Registrant as Specified in Charter)

<b>Delaware</b> (State or Other Jurisdiction of Incorporation)	<b>001-31315</b> (Commission File Number)	<b>02-0556934</b> (IRS Employer Identification No.)
<b>9110 East Nichols Avenue, Suite 200, Centennial, CO 80112</b> (Address of Principal Executive Offices) (Zip Code)		

Registrant's telephone number, including area code **303-792-3600**

**N/A**

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

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**Item 9. Regulation FD Disclosure.**

Based upon dividends paid to holders of shares of Regal Entertainment Group's (the "Company's") Class A and Class B common stock through the June 2, 2004 payment of the Company's extraordinary dividend of \$5.00 per Class A and Class B share, the Company has adjusted the conversion price of the 3<sup>3</sup>/<sub>4</sub>% Convertible Senior Notes due May 15, 2008 to \$16.1438 per share.

**Limitation of Incorporation by Reference**

In accordance with the general instruction B.2 of Form 8-K, the information in this report is furnished pursuant to Item 9 and shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liability of that section.

**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: June 4, 2004

By: /s/ PETER B. BRANDOW

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Name: Peter B. Brandow  
Title: Executive Vice President  
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