MILES AMY E Form 4 May 03, 2007

FORM 4

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

Check this box if no longer subject to Section 16.

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

Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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)

(Last)

(City)

1. Name and Address of Reporting Person * MILES AMY E

(First)

(State)

2. Issuer Name and Ticker or Trading Symbol

REGAL ENTERTAINMENT

GROUP [RGC]

(Month/Day/Year) REGAL ENTERTAINMENT

(Middle)

(Zip)

05/01/2007 GROUP, 7132 REGAL LANE (Street)

(Check all applicable) 3. Date of Earliest Transaction Director 10% Owner

Issuer

X_ Officer (give title Other (specify below) Chief Financial Officer

Form filed by More than One Reporting

5. Relationship of Reporting Person(s) to

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Applicable Line) Filed(Month/Day/Year) _X_ Form filed by One Reporting Person

KNOXVILLE, TN 37918

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

` •	` '	` 17 I abi	e 1 - Non-1	jerivative S	ecurii	ies Acqui	rea, Disposea oi,	or Benefician	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(III3u. +)	
Class A Common Stock	05/01/2007		M	108,216	, ,	\$ 4.88	234,792	D	
Class A Common Stock	05/01/2007		S	12,476	D	\$ 21.64	222,316	D	
Class A Common Stock	05/01/2007		S	9,989	D	\$ 21.63	212,327	D	
Class A	05/01/2007		S	7,357	D	\$	204,970	D	

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Common Stock					21.62		
Class A Common Stock	05/01/2007	S	7,015	D	\$ 21.6	197,955	D
Class A Common Stock	05/01/2007	S	6,843	D	\$ 21.66	191,112	D
Class A Common Stock	05/01/2007	S	6,301	D	\$ 21.61	184,811	D
Class A Common Stock	05/01/2007	S	6,272	D	\$ 21.65	178,539	D
Class A Common Stock	05/01/2007	S	5,803	D	\$ 21.59	172,736	D
Class A Common Stock	05/01/2007	S	5,560	D	\$ 21.77	167,176	D
Class A Common Stock	05/01/2007	S	4,930	D	\$ 21.67	162,246	D
Class A Common Stock	05/01/2007	S	4,444	D	\$ 21.7	157,802	D
Class A Common Stock	05/01/2007	S	4,321	D	\$ 21.74	153,481	D
Class A Common Stock	05/01/2007	S	4,073	D	\$ 21.73	149,408	D
Class A Common Stock	05/01/2007	S	3,507	D	\$ 21.71	145,901	D
Class A Common Stock	05/01/2007	S	3,136	D	\$ 21.69	142,765	D
Class A Common Stock	05/01/2007	S	2,635	D	\$ 21.68	140,130	D
Class A Common Stock	05/01/2007	S	2,599	D	\$ 21.75	137,531	D

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Class A Common Stock	05/01/2007	S	2,441	D	\$ 21.76 135,090	D
Class A Common Stock	05/01/2007	S	2,408	D	\$ 21.72 132,682	D
Class A Common Stock	05/01/2007	S	1,131	D	\$ 21.5 131,551	D
Class A Common Stock	05/01/2007	S	1,115	D	\$ 21.51 130,436	D
Class A Common Stock	05/01/2007	S	1,099	D	\$ 21.58 129,337	D
Class A Common Stock	05/01/2007	S	1,048	D	\$ 21.57 128,289	D
Class A Common Stock	05/01/2007	S	921	D	\$ 21.54 127,368	D
Class A Common Stock	05/01/2007	S	323	D	\$ 21.56 127,045	D
Class A Common Stock	05/01/2007	S	275	D	\$ 21.55 126,770	D
Class A Common Stock	05/01/2007	S	162	D	\$ 21.52 126,608	D
Class A Common Stock	05/01/2007	S	16	D	\$ 21.53 126,592	D
Class A Common Stock	05/01/2007	S	16	D	\$ 21.78 126,576	D

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.

SEC 1474 (9-02)

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

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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. Transactic Code (Instr. 8)	TransactionDerivative Code Securities		vative Expiration Date urities (Month/Day/Year) uired (A) or osed of (D)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares	
Employee Stock Option (right to buy)	\$ 4.88	05/01/2007		M	108,216	<u>(1)</u>	05/03/2012	Class A Common Stock	108,21	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MILES AMY E REGAL ENTERTAINMENT GROUP 7132 REGAL LANE KNOXVILLE, TN 37918

Chief Financial Officer

Signatures

/s/ Peter B. Brandow, by power of attorney

05/03/2007

**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) As of January 29, 2007, the stock option has vested with respect to 100% of the original total underlying shares (as adjusted for extraordinary dividends).

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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