

**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): February 22, 2012

Cinemark Holdings, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-33401
(Commission
File Number)

20-5490327
(IRS Employer
Identification No.)

3900 Dallas Parkway, Suite 500, Plano, Texas
(Address of Principal Executive Offices)

75093
(Zip Code)

Registrant's telephone number, including area code: 972.665.1000

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))

Item 2.02 Results of Operations and Financial Condition.

On February 22, 2012, we announced our financial results for the fourth quarter and fiscal year ended December 31, 2011. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

Item 7.01 Regulation FD Disclosure.

On February 22, 2012, we announced our financial results for the fourth quarter and fiscal year ended December 31, 2011. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) *Exhibits.*

<u>Exhibit No.</u>	<u>Exhibit Description</u>
99.1	Earnings press release dated February 22, 2012.

The information furnished pursuant to Items 2.02 and 7.01 of this Current Report on Form 8-K, including the exhibits, shall not be deemed to be incorporated by reference into any of our filings with the SEC under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in any such filing, and shall not be deemed to be "filed" with the SEC under the Securities Exchange Act of 1934, as amended.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CINEMARK HOLDINGS, INC.

By: /s/ Michael D. Cavalier

Name: Michael D. Cavalier

Title: Senior Vice President—General Counsel

Date: February 22, 2012



**CINEMARK HOLDINGS, INC. REPORTS A 2.1% INCREASE IN REVENUES
TO \$535.9 MILLION FOR Q4 2011**

Plano, TX, February 22, 2012 – Cinemark Holdings, Inc. (NYSE: CNK), one of the largest motion picture exhibitors in the world, today reported results for the three months and year ended December 31, 2011.

Cinemark Holdings, Inc.'s revenues for the three months ended December 31, 2011 increased 2.1% to \$535.9 million compared to \$524.9 million for the three months ended December 31, 2010. For the three months ended December 31, 2011, admissions revenues decreased 1.4% to \$336.9 million and concession revenues increased 7.9% to \$166.0 million.

Adjusted EBITDA for the three months ended December 31, 2011 was \$112.7 million compared to \$113.9 million for the three months ended December 31, 2010. Reconciliations of non-GAAP financial measures are provided in the financial schedules accompanying this press release. Net income attributable to Cinemark Holdings, Inc. for the three months ended December 31, 2011 was \$18.3 million compared to \$38.0 million for the three months ended December 31, 2010. Net income for the three months ended December 31, 2011 included an after-tax noncash loss on marketable securities of \$7.9 million, which lowered diluted earnings per share by approximately \$0.07. Reported diluted earnings per share for the three months ended December 31, 2011 was \$0.16 compared to \$0.33 for the three months ended December 31, 2010.

"Cinemark's increase in attendance this quarter of 2.3% drove an admissions revenue performance that again exceeded the North American industry's box office results. Our Latin American assets led us with admissions revenue growth of 8.4%," stated Tim Warner, Cinemark's Chief Executive Officer. "During Q4, we completed our goal of being 100% digital in all of the Company's U.S. first-run theatres and we continue to focus on further expanding our international digital footprint."

Cinemark Holdings, Inc.'s revenues for the year ended December 31, 2011 increased 6.5% to \$2,279.6 million from \$2,141.1 million for the year ended December 31, 2010. For the year ended December 31, 2011, admissions revenues increased 4.7% to \$1,471.6 million and concession revenues increased 8.5% to \$696.8 million.

Adjusted EBITDA for the year ended December 31, 2011 increased 6.9% to \$519.5 million from \$485.9 million for the year ended December 31, 2010. Reconciliations of non-GAAP financial measures are provided in the financial schedules accompanying this press release. Net income attributable to Cinemark Holdings, Inc. for the year ended December 31, 2011 decreased to \$130.6 million from \$146.1 million for the year ended December 31, 2010. The full-year net income figure was impacted by the aforementioned \$7.9 million after-tax noncash loss on marketable securities and an after-tax loss on early retirement of debt of \$3.1 million, which together lowered diluted earnings per share by approximately \$0.10. Reported diluted earnings per share for the year ended December 31, 2011 was \$1.14 compared to \$1.29 for the year ended December 31, 2010.

As of December 31, 2011, the Company's aggregate screen count was 5,152 and the Company had commitments to open 11 new theatres and 117 screens during 2012 and 11 additional new theatres with 129 screens subsequent to 2012.

Conference Call/Webcast – Today at 8:30 AM ET

Telephone: via 800/374-1346 or 706/679-3149 (for international callers).

Live Webcast/Replay: available live at www.cinemark.com in the [Investor Relations](#) section and archived for a limited time immediately following the call.

About Cinemark Holdings, Inc.

Cinemark is a leading domestic and international motion picture exhibitor, operating 456 theatres with 5,152 screens in 39 U.S. states, Brazil, Mexico and 11 other Latin American countries as of December 31, 2011. For more information go to www.cinemark.com.

Contacts:

Robert Copple – 972/665-1500

Robert Rinderman – Jaffoni & Collins – 212/835-8500 or CNK@jcir.com

Forward-looking Statements

This press release includes “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. The “forward-looking statements” include our current expectations, assumptions, estimates and projections about our business and our industry. They include statements relating to future revenues, expenses and profitability, the future development and expected growth of our business, projected capital expenditures, attendance at movies generally or in any of the markets in which we operate, the number or diversity of popular movies released and our ability to successfully license and exhibit popular films, national and international growth in our industry, competition from other exhibitors and alternative forms of entertainment and determinations in lawsuits in which we are defendants. You can identify forward-looking statements by the use of words such as “may,” “should,” “could,” “estimates,” “predicts,” “potential,” “continue,” “anticipates,” “believes,” “plans,” “expects,” “future” and “intends” and similar expressions which are intended to identify forward-looking statements. These statements are not guarantees of future performance and are subject to risks, uncertainties and other factors, some of which are beyond our control and difficult to predict and could cause actual results to differ materially from those expressed or forecasted in the forward-looking statements. In evaluating forward-looking statements, you should carefully consider the risks and uncertainties described in the “Risk Factors” section or other sections in the Company’s Annual Report on Form 10-K filed March 1, 2011 and quarterly reports on Form 10-Q. All forward-looking statements attributable to us or persons acting on our behalf are expressly qualified in their entirety by these cautionary statements and risk factors. Forward-looking statements contained in this press release reflect our view only as of the date of this press release. We undertake no obligation, other than as required by law, to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Cinemark Holdings, Inc.
Financial and Operating Summary
(unaudited, in thousands)

	Three Months Ended December 31,		Year Ended December 31,	
	2011	2010	2011	2010
Statement of Income Data:				
Revenues				
Admissions	\$336,930	\$341,652	\$1,471,627	\$1,405,389
Concession	165,926	153,862	696,754	642,326
Other	33,015	29,395	111,232	93,429
Total revenues	<u>\$535,871</u>	<u>\$524,909</u>	<u>\$2,279,613</u>	<u>\$2,141,144</u>
Cost of operations				
Film rentals and advertising	185,402	186,834	798,606	769,698
Concession supplies	27,046	24,019	112,122	97,484
Facility lease expense	68,167	64,425	276,278	255,717
Other theatre operating expenses	119,874	117,922	486,178	460,716
General and administrative expenses	34,796	30,456	127,621	109,045
Depreciation and amortization	34,870	39,518	154,449	143,508
Impairment of long-lived assets	3,432	6,481	7,033	12,538
(Gain) loss on sale of assets and other	817	(12,337)	8,792	(431)
Total cost of operations	<u>474,404</u>	<u>457,318</u>	<u>1,971,079</u>	<u>1,848,275</u>
Operating income				
Interest expense ⁽¹⁾	(31,786)	(28,891)	(123,102)	(112,444)
Loss on early retirement of debt	—	(3)	(4,945)	(3)
Distributions from NCM	7,631	7,817	24,161	23,358
Loss on marketable securities—RealD	(12,610)	—	(12,610)	—
Other income	5,305	3,716	13,594	3,721
Income before income taxes	30,007	50,230	205,632	207,501
Income taxes	11,404	11,920	73,050	57,838
Net income	<u>\$ 18,603</u>	<u>\$ 38,310</u>	<u>\$ 132,582</u>	<u>\$ 149,663</u>
Less: Net income attributable to noncontrolling interests	340	297	2,025	3,543
Net income attributable to Cinemark Holdings, Inc.	<u>\$ 18,263</u>	<u>\$ 38,013</u>	<u>\$ 130,557</u>	<u>\$ 146,120</u>
Earnings per share attributable to Cinemark Holdings, Inc.'s common stockholders:				
Basic	<u>\$ 0.16</u>	<u>\$ 0.33</u>	<u>\$ 1.15</u>	<u>\$ 1.30</u>
Diluted	<u>\$ 0.16</u>	<u>\$ 0.33</u>	<u>\$ 1.14</u>	<u>\$ 1.29</u>
Weighted average diluted shares outstanding	<u>113,339</u>	<u>112,783</u>	<u>113,224</u>	<u>112,151</u>
Other Financial Data:				
Adjusted EBITDA ⁽²⁾	<u>\$112,703</u>	<u>\$113,946</u>	<u>\$ 519,473</u>	<u>\$ 485,920</u>

(1) Includes amortization of debt issue costs and excludes capitalized interest.

(2) Adjusted EBITDA is a non-GAAP financial measure. A reconciliation of Adjusted EBITDA to net income is provided in the financial schedules accompanying this press release.

	As of	
	December 31,	
	2011	2010
Balance Sheet Data (unaudited, in thousands):		
Cash and cash equivalents	\$ 521,408	\$ 464,997
Theatre properties and equipment, net	1,238,850	1,215,446
Total assets	3,507,076	3,421,478
Long-term debt, including current portion	1,572,221	1,532,441
Equity	1,023,639	1,033,152

Segment Information
(unaudited, in thousands)

	Three Months Ended		Year Ended	
	December 31,		December 31,	
	2011	2010	2011	2010
Revenues				
U.S.	\$376,988	\$384,425	\$1,593,667	\$1,584,281
International	161,291	143,836	696,119	564,240
Eliminations	<u>(2,408)</u>	<u>(3,352)</u>	<u>(10,173)</u>	<u>(7,377)</u>
Total revenues	<u>\$535,871</u>	<u>\$524,909</u>	<u>\$2,279,613</u>	<u>\$2,141,144</u>
Adjusted EBITDA				
U.S.	\$ 82,121	\$ 89,614	\$ 371,212	\$ 363,345
International	30,582	24,332	148,261	122,575
Total Adjusted EBITDA	<u>\$112,703</u>	<u>\$113,946</u>	<u>\$ 519,473</u>	<u>\$ 485,920</u>
Capital Expenditures				
U.S.	\$ 22,194	\$ 22,903	\$ 79,510	\$ 70,474
International	36,442	44,943	105,309	85,628
Total capital expenditures	<u>\$ 58,636</u>	<u>\$ 67,846</u>	<u>\$ 184,819</u>	<u>\$ 156,102</u>

Additional Segment Information ⁽¹⁾
(unaudited)

	U.S. Operating Segment			International Operating Segment			Consolidated		
	Three Months Ended			Three Months Ended			Three Months Ended		
	December 31,			December 31,			December 31,		
	2011	2010	% Change	2011	2010	% Change	2011	2010	% Change
Admissions revenues	\$ 241.5	\$ 253.7	(4.8)%	\$ 95.4	\$ 88.0	8.4%	\$ 336.9	\$ 341.7	(1.4)%
Concession revenues	\$ 119.7	\$ 114.8	4.3%	\$ 46.3	\$ 39.0	18.7%	\$ 166.0	\$ 153.8	7.9%
Other revenues ⁽²⁾	\$ 13.3	\$ 12.6	5.6%	\$ 19.7	\$ 16.8	17.3%	\$ 33.0	\$ 29.4	12.2%
Total revenues ⁽²⁾	\$ 374.5	\$ 381.1	(1.7)%	\$ 161.4	\$ 143.8	12.2%	\$ 535.9	\$ 524.9	2.1%
Attendance	36.8	37.8	(2.6)%	21.3	19.0	12.1%	58.1	56.8	2.3%
Average ticket price	\$ 6.57	\$ 6.71	(2.1)%	\$ 4.48	\$ 4.63	(3.2)%	\$ 5.80	\$ 6.02	(3.7)%
Concession revenues per patron	\$ 3.26	\$ 3.04	7.2%	\$ 2.17	\$ 2.05	5.9%	\$ 2.86	\$ 2.71	5.5%
Average screen count	3,870	3,829		1,251	1,098		5,121	4,927	
Revenues per average screen ⁽²⁾	\$96,803	\$99,536	(2.7)%	\$128,904	\$130,998	(1.6)%	\$104,647	\$106,548	(1.8)%

	U.S. Operating Segment		International Operating Segment		Consolidated	
	Three Months Ended		Three Months Ended		Three Months Ended	
	December 31,		December 31,		December 31,	
	2011	2010	2011	2010	2011	2010
Film rentals and advertising	\$ 135.7	\$ 140.9	\$ 49.7	\$ 46.0	\$ 185.4	\$ 186.9
Concession supplies	15.7	14.1	11.3	9.9	27.0	24.0
Salaries and wages	41.8	42.6	16.5	13.0	58.3	55.6
Facility lease expense	46.8	45.3	21.4	19.1	68.2	64.4
Utilities and other	42.0	36.9	19.6	25.4	61.6	62.3

	U.S. Operating Segment			International Operating Segment			Consolidated		
	Year Ended			Year Ended			Year Ended		
	December 31,			December 31,			December 31,		
	2011	2010	% Change	2011	2010	% Change	2011	2010	% Change
Admissions revenues	\$ 1,033.6	\$ 1,044.7	(1.1)%	\$ 438.0	\$ 360.7	21.4%	\$ 1,471.6	\$ 1,405.4	4.7%
Concession revenues	\$ 503.4	\$ 487.9	3.2%	\$ 193.4	\$ 154.4	25.3%	\$ 696.8	\$ 642.3	8.5%
Other revenues ⁽²⁾	\$ 46.5	\$ 44.3	5.0%	\$ 64.7	\$ 49.1	31.8%	\$ 111.2	\$ 93.4	19.1%
Total revenues ⁽²⁾	\$ 1,583.5	\$ 1,576.9	0.4%	\$ 696.1	\$ 564.2	23.4%	\$ 2,279.6	\$ 2,141.1	6.5%
Attendance	158.5	161.2	(1.7)%	88.9	80.0	11.1%	247.4	241.2	2.6%
Average ticket price	\$ 6.52	\$ 6.48	0.6%	\$ 4.93	\$ 4.51	9.3%	\$ 5.95	\$ 5.83	2.1%
Concession revenues per patron	\$ 3.18	\$ 3.03	5.0%	\$ 2.18	\$ 1.93	13.0%	\$ 2.82	\$ 2.66	6.0%
Average screen count	3,847	3,830		1,174	1,079		5,021	4,909	
Revenues per average screen ⁽²⁾	\$411,618	\$411,708	0.0%	\$593,142	\$523,078	13.4%	\$454,051	\$436,181	4.1%

	U.S. Operating Segment		International Operating Segment		Consolidated	
	Year Ended December 31,		Year Ended December 31,		Year Ended December 31,	
	2011	2010	2011	2010	2011	2010
Film rentals and advertising	\$574.2	\$586.6	\$224.4	\$183.1	\$798.6	\$769.7
Concession supplies	64.0	59.1	48.1	38.4	112.1	97.5
Salaries and wages	167.5	174.1	59.0	47.1	226.5	221.2
Facility lease expense	185.8	181.9	90.5	73.8	276.3	255.7
Utilities and other	174.5	161.5	85.2	78.0	259.7	239.5

(1) Revenues and attendance are in millions. Average ticket price, concession revenues per patron and revenues per average screen are in dollars. Theatre operating costs are in millions.

(2) U.S. operating segment revenues include eliminations of intercompany transactions with the international operating segment.

Reconciliation of Adjusted EBITDA (unaudited, in thousands)

	Three months ended December 31,		Year ended December 31,	
	2011	2010	2011	2010
	Net income	\$ 18,603	\$ 38,310	\$132,582
Income taxes	11,404	11,920	73,050	57,838
Interest expense	31,786	28,891	123,102	112,444
Loss on early retirement of debt	—	3	4,945	3
Loss on marketable securities—RealD	12,610	—	12,610	—
Other income	(5,305)	(3,716)	(13,594)	(3,721)
Depreciation and amortization	34,870	39,518	154,449	143,508
Impairment of long-lived assets	3,432	6,481	7,033	12,538
(Gain) loss on sale of assets and other	817	(12,337)	8,792	(431)
Deferred lease expenses—theatres (2)	252	823	1,218	3,221
Deferred lease expenses—DCIP (3)	993	341	2,937	719
Amortization of long-term prepaid rents (2)	681	539	2,657	1,786
Share based awards compensation expense (4)	2,560	3,173	9,692	8,352
Adjusted EBITDA (1)	<u>\$112,703</u>	<u>\$113,946</u>	<u>\$519,473</u>	<u>\$485,920</u>

(1) Adjusted EBITDA as calculated in the chart above represents net income before income taxes, interest expense, loss on early retirement of debt, loss on marketable securities—RealD, other income, depreciation and amortization, impairment of long-lived assets, (gain) loss on sale of assets and other, changes in deferred lease expense, amortization of long-term prepaid rents and share based awards compensation expense. Adjusted EBITDA is a non-GAAP financial measure commonly used in our industry and should not be construed as an alternative to net income as an indicator of operating performance or as an alternative to cash flow provided by operating activities as a measure of liquidity (as determined in accordance with GAAP). Adjusted EBITDA may not be comparable to similarly titled measures reported by other companies. We have included Adjusted EBITDA because we believe it provides management and investors with additional information to measure our performance and liquidity, estimate our value and evaluate our ability to service debt. In addition, we use Adjusted EBITDA for incentive compensation purposes.

(2) Non-cash expense included in facility lease expense.

(3) Non-cash expense included in other theatre operating expenses.

(4) Non-cash expense included in general and administrative expenses.