

CHERESKIN BENJAMIN D

Form 4

April 15, 2011

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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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 \*  
CHERESKIN BENJAMIN D2. Issuer Name and Ticker or Trading  
Symbol  
Cinemark Holdings, Inc. [CNK]5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

400 N. MICHIGAN  
AVENUE, SUITE 6203. Date of Earliest Transaction  
(Month/Day/Year)  
04/14/2011☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify  
below)

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check  
Applicable Line)

CHICAGO, IL 60611

☒ 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 or Disposed of (A) or (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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/14/2011		J(1)	18,406 A \$ 0	31,178	D	
Common Stock	04/14/2011		J(1)	3,568 A \$ 0	3,568	I	By limited partnership (2)
Common Stock	04/14/2011		J(1)	9,736 A \$ 0	9,736	I	By trust (3)

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**SEC 1474  
(9-02)

**displays a currently valid OMB control number.**

**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. Number of Derivative Securities Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CHERESKIN BENJAMIN D 400 N. MICHIGAN AVENUE SUITE 620 CHICAGO, IL 60611	X

## Signatures

/s/ Benjamin D.  
Chereskin 04/15/2011

\_\_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) Consists of shares of common stock received by the reporting person in the pro rata distribution of shares of common stock of the issuer for no consideration by Madison Dearborn Partners IV, L.P. ("MDP IV") to its general and limited partners on April 14, 2011. On April 14, 2011, Madison Dearborn Capital Partners IV, L.P. ("MDCP IV") distributed, on a pro rata basis for no consideration, 6,000,000 shares of common stock to its general and limited partners (the "MDCP IV Distribution"), including MDP IV, the sole general partner of MDCP IV. As a result of the MDCP IV Distribution, MDP IV became the direct owner of 626,217 shares of common stock of the issuer. Following the MDCP IV Distribution and on the same day, MDP IV further distributed, on a pro rata basis for no consideration, all 626,217 shares of common stock of the issuer to its general and limited partners, including the shares of common stock received by the reporting person.

(2) These shares are held by LEGATUM Partners, L.P., of which shares Mr. Chereskin is the beneficial owner.

(3) These shares are held in a grantor trust. The reporting person's spouse and Mr. Robin Selati are trustees of the trust.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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