

Edgar Filing: CINEMARK INC - Form 8-A12B

CINEMARK INC
Form 8-A12B
June 28, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

CINEMARK, INC.

(Exact Name of Registrant as Specified in Its Charter)

DELAWARE

01-0687923

(State of Incorporation or Organization)

(I.R.S. Employer
Identification no.)

3900 DALLAS PARKWAY, SUITE 500, PLANO, TEXAS

75093

(Address of Principal Executive Offices)

(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box. [X]

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box. []

Securities Act registration statement file number to which this form relates: 333-88618

(If applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class
to be so Registered

Name of Each Exchange on Which
Each Class is to be Registered

CLASS A COMMON STOCK, PAR VALUE \$0.001

NEW YORK STOCK EXCHANGE

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of Class)

Edgar Filing: CINEMARK INC - Form 8-A12B

INFORMATION REQUIRED IN REGISTRATION STATEMENT

ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

The description of securities set forth in the section entitled "Description of Capital Stock" regarding the Class A Common Stock in the Registrant's Registration Statement on Form S-1/A (File No. 333-88618), initially filed with the Securities and Exchange Commission on May 17, 2002, as amended by Amendment No. 1 filed June 28, 2002 (the "REGISTRATION STATEMENT") and as subsequently amended by any amendments to the Registration Statement and by any form of prospectus filed pursuant to Rule 424(b) under the Securities Act of 1933, as amended, in connection with the Registration Statement, is incorporated herein by reference.

ITEM 2. EXHIBITS.

| NUMBER ----- | EXHIBIT TITLE ----- |
|-----------------|---|
| 3.1 | Amended and Restated Certificate of Incorporation of Cinemark, Inc. filed with the Delaware Secretary of State on June 25, 2002 (incorporated by reference from Exhibit 3.1 to the Registrant's Registration Statement on Form S-1/A (File No. 333-88618) filed June 28, 2002). |
| 3.2 | Bylaws of Cinemark, Inc. (incorporated by reference from Exhibit 3.2 to the Registrant's Registration Statement on Form S-1 (File No. 333-88618) filed May 17, 2002). |
| 4.1(a) | Form of Class A common stock certificate (incorporated by reference from Exhibit 4.1(a) to the Registrant's Registration Statement on Form S-1/A (File No. 333-88618) filed June 28, 2002). |
| 4.2 | Amended and Restated Stockholders' Agreement, dated as of June 25, 2002, by and among Cinemark, Inc. and certain stockholders party thereto (incorporated by reference from Exhibit 4.6 of the Registrant's Registration Statement on Form S-1/A (File No. 333-88618) filed June 28, 2002). |

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Edgar Filing: CINEMARK INC - Form 8-A12B

CINEMARK, INC.

By: /s/ MICHAEL D. CAVALIER

Michael D. Cavalier
Vice President--General Counsel, Secretary

Dated: June 28, 2002

3

EXHIBIT INDEX

| NUMBER | EXHIBIT TITLE |
|--------|---|
| ----- | ----- |
| 3.1 | Amended and Restated Certificate of Incorporation of Cinemark, Inc. filed with the Delaware Secretary of State on June 25, 2002 (incorporated by reference from Exhibit 3.1 to the Registrant's Registration Statement on Form S-1/A (File No. 333-88618) filed June 28, 2002). |
| 3.2 | Bylaws of Cinemark, Inc. (incorporated by reference from Exhibit 3.2 to the Registrant's Registration Statement on Form S-1 (File No. 333-88618) filed May 17, 2002). |
| 4.1(a) | Form of Class A common stock certificate (incorporated by reference from Exhibit 4.1(a) to the Registrant's Registration Statement on Form S-1/A (File No. 333-88618) filed June 28, 2002). |
| 4.2 | Amended and Restated Stockholders' Agreement, dated as of June 25, 2002, by and among Cinemark, Inc. and certain stockholders party thereto (incorporated by reference from Exhibit 4.6 of the Registrant's Registration Statement on Form S-1/A (File No. 333-88618) filed June 28, 2002). |

4