

DOLAN CHARLES F
Form 4
March 06, 2019

FORM 4

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

Check this box
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DOLAN CHARLES F

(Last) (First) (Middle)

C/O DOLAN FAMILY
OFFICE, 340 CROSSWAYS PARK
DRIVE

(Street)

WOODBURY, NY 11797

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AMC Networks Inc. [AMCX]

3. Date of Earliest Transaction
(Month/Day/Year)
03/04/2019

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☒ Other (specify
below)
Executive Chairman / Member of 13D Group

6. Individual or Joint/Group Filing(Check
Applicable Line)
☐ Form filed by One Reporting Person
☒ Form filed by More than One Reporting
Person

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 (A) or Disposed of (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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	03/04/2019		A		8,846	A	\$ 0 ⁽¹⁾ 8,846
Class A Common Stock	03/04/2019		F ⁽²⁾		3,043	D	\$ 62.38 5,803
Class A Common Stock	03/04/2019		M		1,929	A	\$ 0 ⁽³⁾ 7,732
Class A	03/04/2019		F ⁽⁶⁾		655	D	\$ 7,077

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Common Stock	62.38				
Class A Common Stock	109,274	I (5) (7)		By CFD Revocable Trust	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 (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. Amount or Number of Shares
Restricted Stock Units	(3)	03/04/2019		M	1,929	(8) 03/04/2019	Class A Common Stock	1,929

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOLAN CHARLES F C/O DOLAN FAMILY OFFICE 340 CROSSWAYS PARK DRIVE WOODBURY, NY 11797	X	X	Executive Chairman	Member of 13D Group
DOLAN HELEN A C/O DOLAN FAMILY OFFICE 340 CROSSWAYS PARK DRIVE WOODBURY, NY 11797		X		Member of 13D Group

Signatures

/s/ Dennis H. Javer, Attorney-in-Fact for Charles F.
Dolan

03/06/2019

__Signature of Reporting Person

Date

/s/ Dennis H. Javer, Attorney-in-Fact for Helen A.
Dolan

03/06/2019

__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).

- Each share of Class A Common Stock was issued on March 4, 2019 upon the vesting of performance restricted stock units ("PRSUs").
- (1) The PRSUs were initially granted on March 4, 2016 under the AMC Networks Inc. 2011 Amended and Restated Employee Stock Plan, and the number of shares of Class A Common Stock issued on March 4, 2019 was determined based on the achievement of performance criteria established at the time of grant.
- (2) Securities withheld to pay withholding taxes on vested PRSUs exempt under Rule 16b-3.
- (3) Each restricted stock unit ("RSU") was granted under the AMC Networks Inc. 2011 Amended and Restated Employee Stock Plan and represents a right to receive one share of Class A Common Stock or the cash equivalent thereof, at the election of the issuer.
- (4) Securities held directly by Mr. Charles F. Dolan and indirectly by his spouse, Mrs. Helen A. Dolan.
- (5) Helen A. Dolan disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that she is, for the purposes of Section 16 or for any other purpose, the beneficial owner of such securities.
- (6) Securities withheld to pay withholding taxes on vested RSUs exempt under Rule 16b-3.
- (7) Charles F. Dolan is a co-trustee and beneficiary of the Charles F. Dolan 2009 Revocable Trust.
- (8) Two-thirds of the RSUs vested and were settled on March 6, 2017 and March 5, 2018. The remaining one-third of the RSUs vested were settled on March 4, 2019.

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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