## SEC Form 4

## 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden

- 64		
	hours per response:	0.5
	Estimated average burde	n
		3233-0201

1. Name and Addres Carroll Edwar	s of Reporting Person <u>rd A</u>	*	2. Issuer Name and Ticker or Trading Symbol <u>AMC Networks Inc.</u> [ AMCX ]		ionship of Reporting Persor all applicable) Director Officer (give title	(s) to Issuer 10% Owner Other (specify	
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/09/2018	X	chief Operating C	below)	
(Street) NEW YORK	NY	10001	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	dual or Joint/Group Filing ( Form filed by One Report Form filed by More than C	ing Person	
(City)	(State)	(Zip)			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)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)	
AMC Networks Inc. Class A Common Stock	03/09/2018		М		9,748	A	\$0 <sup>(1)</sup>	59,341	D		
AMC Networks Inc. Class A Common Stock	03/09/2018		<b>F</b> <sup>(2)</sup>		4,773	D	\$52.86	54,568	D		
AMC Networks Inc. Class A Common Stock								1,337	Ι	By 401(k)	

# 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. Transa Code ( 8)		n Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Units	(3)	03/09/2018		A		32,536		(4)	03/09/2021	AMC Networks Inc. Class A Common Stock	32,536	\$0	32,536	D	
Restricted Stock Units	(1)	03/09/2018		М			9,748	(1)	03/09/2020	AMC Networks Inc. Class A Common Stock	9,748	(1)	19,497	D	

**Explanation of Responses:** 

1. Each restricted stock unit ("RSU") was granted on March 9, 2017 under the AMC Networks Inc. 2016 Employee Stock Plan and represents a right to receive one share of Class A Common Stock or the cash equivalent thereof. One-third of the RSUs vested and were settled on March 9, 2018. The remaining two-thirds of the RSUs vest as follows: one-third on March 9, 2019 and one-third on March 9, 2020 subject to the achievement of certain performance measures.

2. Represents RSUs of AMC Networks Inc. withheld to satisfy tax withholding obligations in connection with the vesting of RSUs described in footnote 1 above.

3. Each restricted stock unit is granted under the AMC Networks Inc. 2016 Employee Stock Plan and represents a right to receive one share of Class A Common stock or the cash equivalent thereof.

4. The RSUs are scheduled to vest in three equal installments on March 9, 2019, March 9, 2020 and March 9, 2021, subject to the achievement of certain performance measures.

<u>/s/ Anne G. Kelly, Attorney-in-</u> <u>fact for Edward A. Carroll</u> 03/12/2018

\*\* Signature of Reporting Person Date

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

\* 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).

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

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 Number.