FORM 4

340 CROSSWAYS PARK DRIVE

1. Name and Address of Reporting Person*

NY

(State)

11797

(Zip)

(Street) WOODBURY

(City)

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

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

						or Se	ection 3	80(h) of th	e Invest	tment C	Company Act o	of 1940								
						Issuer Name and Ticker or Trading Symbol MC Networks Inc. [AMCX]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner						
					-									l	Officer	give title	X		(specify	
(Last)	(I	First)	(Middle)		3	. Date	e of Ea	rliest Trar	saction	(Mont	h/Day/Year)			X	below)			below)		
C/O DO	LAN FAM	ILY OFFICE			1	2/11	/2012				. ,			1	Executive	_		lember o	f 13(d)	
340 CRO	OSSWAYS	PARK DRIVE														G	roup			
(Street)					_ ₄	. If An	nendm	ent, Date	of Origi	inal File	ed (Month/Day	//Year)		6. Ind	ividual or Jo	oint/Group	p Filing	(Check Ap	plicable	
(Street) 4.1 WOODBURY NY 11797												Line)	Line) Form filed by One Reporting Person							
					_									X	Form fil			One Repo		
(City)	?)	State)	(Zip)												Person					
		Ta	able I - I	Non-De	rivati	ve S	Secui	rities A	cquire	ed, D	isposed o	f, or B	enefi	cially	Owned					
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Ye		r) E	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (ADisposed Of (D) (Instr. 3)				5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	(A) or (D)	Price		Reported Transaction (Instr. 3 a				(Instr. 4)		
Class A	Common St	ock		12/11/2012				M		20,833	A	\$8	3.11	97,701(1)		D ⁽²⁾⁽⁴⁾				
Class A Common Stock				12/11/2012				S		16,721	D	\$52 .	506 ⁽⁹⁾	80,980(1)		D	(2)(4)			
Class A Common Stock			12/11	L/2012	.2			S		4,112	D	\$53.	222(10)	76,868(1)		D	D ⁽²⁾⁽⁴⁾			
Class A Common Stock			12/12/2012		2		M		41,666	A	\$9).42	118,534(1)		D ⁽²⁾⁽⁴⁾					
Class A Common Stock				12/12	2			M	Ш	6,200	Α	\$1	3.55	124,734 ⁽¹⁾		D ⁽²⁾⁽⁴⁾				
Class A Common Stock				12/12				S	Ш	46,900	D	\$52.	083(11)	77,834 ⁽¹⁾		D ⁽²⁾⁽⁴⁾				
Class A Common Stock			12/12/2012					S	Ш	966	D	\$52.	723(12)	76,868(1)		D ⁽²⁾⁽⁴⁾				
Class A Common Stock															1,7	26	I(By Revocable	
																		Trust		
			Table								sposed of, , convertib				wned					
Derivative Conversion Date		3. Transaction Date (Month/Day/Year)	3A. Deen Executio if any (Month/E	n Date,	4. Transa Code (8)				Expiration I (Month/Day			7. Title and Amo of Securities Underlying Derivative Secur (Instr. 3 and 4)		curity	8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitic Benefici Owned Followin Reporte	ve es ially ng d	10. Ownersh Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership ect (Instr. 4)	
													Ar	nount		Transac (Instr. 4)				
									Date		Expiration			ımber						
					Code	v	(A)	(D)		cisable		Title		ares						
Options (rights to Buy)	\$8.11	12/11/2012			M			20,833 ⁽⁵	06/25	5/2004 ⁽	7) 06/25/2013	Class Comm Stock	on 20),833	\$0	0		D ⁽⁶⁾		
Options (rights to Buy)	\$9.42	12/12/2012			М			41,666 ⁽⁵	06/25	5/2004 ⁽¹	7) 06/25/2013	Class Comm Stock	on 41	1,666	\$0	0		D ⁽⁶⁾		
Options (rights to Buy)	\$13.55	12/12/2012			М			6,200 ⁽⁵⁾	11/08	3/2005 ⁽¹	8) 10/01/2014	Class Comm Stock	on 6	,200	\$0	12,4	100	D ⁽⁶⁾		
	nd Address o	f Reporting Person	,																	
,																				
(Last) C/O DO	LAN FAM	(First) ILY OFFICE	(M	iddle)																

DOLAN HELEN A								
(Last)	(First)	(Middle)						
C/O DOLAN FAMILY OFFICE								
340 CROSSWAYS PARK DRIVE								
(Street)								
WOODBURY	NY	11797						
,								
(City)	(State)	(Zip)						

Explanation of Responses:

- 1. Includes restricted shares.
- 2. Securities held directly by Mr. Charles F. Dolan and indirectly by his spouse, Ms. Helen A. Dolan.
- 3. Charles F. Dolan is the sole trustee and beneficiary of the Charles F. Dolan 2009 Revocable Trust.
- 4. 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
- 5. Exercise of options under the Company's Employee Stock Plan, exempt under Rule 16b-3.
- 6. Ms. Dolan disclaims beneficial ownership of all options beneficially owned or deemed to be beneficially owned by her spouse 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.
- 7. Options vested in three equal annual installments beginning on the date indicated.
- $8. \ One-third \ of the \ options \ vested \ on \ the \ date \ written, \ one-third \ vested \ on \ October \ 1,2006 \ and \ one-third \ vested \ on \ October \ 1,2007.$
- 9. This transaction was executed in multiple trades at prices ranging from \$52.29 to \$53.01 per share. The price reported above reflects the weighted average sale price. Mr. Dolan hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- 10. This transaction was executed in multiple trades at prices ranging from \$53.00 to \$53.50 per share. The price reported above reflects the weighted average sale price. Mr. Dolan hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- 11. This transaction was executed in multiple trades at prices ranging from \$51.70 to \$52.67 per share. The price reported above reflects the weighted average sale price. Mr. Dolan hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- 12. This transaction was executed in multiple trades at prices ranging from \$52.70 to \$52.88 per share. The price reported above reflects the weighted average sale price. Mr. Dolan hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

/s/ William A. Frewin,

Attorney-in-Fact for Charles F. 12/13/2012

Dolan

s/ Wiliam A. Frewin, Attorney-

12/13/2012 in-Fact for Helen A. Dolan

** 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.