SEC Form 4

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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 | |
|--------------------------|-----|
| hours per response: | 0.5 |
| | |

| 1. Name and Address of Reporting Person* Sullivan Sean S | | g Person [*] | 2. Issuer Name and Ticker or Trading Symbol <u>AMC Networks Inc.</u> [AMCX] | | tionship of Reporting Per all applicable) Director Officer (give title | 10% Owner |
|-------------------------------------------------------------|---------------|------------------------------|-----------------------------------------------------------------------------------------|------------------------|-----------------------------------------------------------------------------------------|---------------|
| (Last) 11 PENN PLAZ | (First) ZA | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 03/12/2016 | X | Other (specify below) | |
| (Street) NEW YORK | NY | 10001 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | idual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person | orting Person |
| (City) | (State) | (Zip) Table I - Non-Deriv | ative Securities Acquired, Disposed of, or Benefi | cially | | |

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Insaction de (Instr. a, 4 and 5) Securitie de (Instr. bisposed Of (D) (Instr. a, 4 and 5) Securitie Benefici Owned F | | Disposed Of (D) (Instr. 3, 4 and 5) | | 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) | | (1150. 4) |
| AMC Networks Inc. Class A Common Stock | 03/12/2016 | | М | | 10,258 | Α | \$0 ⁽¹⁾ | 20,079 | D | |
| AMC Networks Inc. Class A Common Stock | 03/12/2016 | | F ⁽²⁾ | | 3,785 | D | \$65.48 | 16,294 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 3. Transaction Date 8. Price of Derivative 11. Nature of Indirect 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 9. Number of 10. Conversion Expiration Date (Month/Day/Year) of Securities Underlying Derivative Security (Instr. 3 and 4) Transaction Execution Date derivative Ownership of Derivative Security or Exercise Price of (Month/Dav/Year) Code (Instr. Security Securities Form: Beneficial (Month/Day/Year) (Instr. 3) 8) Securities (Instr. 5) Beneficially Direct (D) Ownership Derivative Acquired Owned or Indirect (Instr. 4) (A) or Disposed Security Following (I) (Instr. 4) Reported of (D) (Instr 3, 4 and 5) Transaction(s) (Instr. 4) Amount or Number Date Expiration of Shares ν (A) (D) Title Code Exercisable Date AMC letworks Restricted Inc. Class A Stock Units (1) 03/12/2016 10,258 (1) М 10.258 03/12/2016 03/12/2016 0 D Commo Stock

Explanation of Responses:

1. Each restricted stock unit ("RSU") was granted on March 12, 2013 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. The RSUs vested on March 12, 2016.

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.

/s/ Anne G. Kelly, Attorney-in-03/15/2016

fact for Sean S. Sullivan

** 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.