

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | |
|--|-----------|
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | | | | | | |
|---|---------|----------|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person* <u>Sapan Joshua W</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>AMC Networks Inc. [AMCX]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and CEO | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>03/08/2019</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| <u>11 PENN PLAZA</u> | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) <u>NEW YORK NY 10001</u> | | | | | | | | |
| (City) (State) (Zip) | | | | | | | | |

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 | | | |
| AMC Networks Inc. Class A Common Stock | 03/09/2019 | | M | | 32,112 | A | \$0 ⁽¹⁾ | 352,869 | D | |
| AMC Networks Inc. Class A Common Stock | 03/09/2019 | | F ⁽²⁾ | | 17,090 | D | \$62.39 | 335,779 | D | |
| AMC Networks Inc. Class A Common Stock | 03/09/2019 | | M | | 35,726 | A | \$0 ⁽³⁾ | 371,505 | D | |
| AMC Networks Inc. Class A Common Stock | 03/09/2019 | | F ⁽⁴⁾ | | 19,013 | D | \$62.39 | 352,492 | D | |

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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 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 Transaction(s) (Instr. 4) | 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 |
| Restricted Stock Units | (1) | 03/09/2019 | | M | | 32,112 | (1) | 03/09/2020 | | AMC Networks Inc. Class A Common Stock | 32,112 | (1) | 32,112 | D | |
| Restricted Stock Units | (3) | 03/09/2019 | | M | | 35,726 | (3) | 03/09/2021 | | AMC Networks Inc. Class A Common Stock | 35,726 | (3) | 71,452 | D | |
| Restricted Stock Units | (5) | 03/08/2019 | | A | | 88,524 | (6) | 03/09/2022 | | AMC Networks Inc. Class A Common Stock | 88,524 | \$0 | 88,524 | D | |

Explanation of Responses:

- 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, 2019 and one-third of the RSUs vested and were settled on March 9, 2018. The remaining one-third of the RSUs will vest on March 9, 2020 subject to the achievement of certain performance measures.
- Represents RSUs of AMC Networks Inc. withheld to satisfy tax withholding obligations in connection with the vesting of RSUs described in footnote 1 above, exempt under Rule 16b-3.
- Each restricted stock unit ("RSU") was granted on March 9, 2018 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, 2019. The remaining two-thirds of the RSUs vest as follows: one-third on March 9, 2020 and one-third on March 9, 2021 subject to the achievement of certain performance measures.
- Represents RSUs of AMC Networks Inc. withheld to satisfy tax withholding obligations in connection with the vesting of RSUs described in footnote 3 above, exempt under Rule 16b-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.
- The RSUs are scheduled to vest in three equal installments on March 9, 2020, March 9, 2021 and March 9, 2022, subject to the achievement of certain performance measures.

/s/ Anne G. Kelly, Attorney-in-fact for Joshua W. Sapan 03/12/2019

** 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.