

Dolan Kristin A
Form 4
December 13, 2012

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 JAMES LAWRENCE

(Last) (First) (Middle)

1111 STEWART AVENUE

(Street)

BETHPAGE, NY 11714

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/11/2012

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)

Member of 13(d) 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)
Class A Common Stock	08/13/2012		G	300	D \$ 0	92,250 <u>(1)</u> <u>(2)</u>	D <u>(3)</u>
Class A Common Stock	12/11/2012		M	41,666	A \$ 9.42	133,916 <u>(1)</u> <u>(2)</u>	D <u>(3)</u>
Class A Common Stock	12/11/2012		S	34,365	D \$ 52.499 <u>(10)</u>	99,551 <u>(1)</u> <u>(2)</u>	D <u>(3)</u>
Class A Common	12/11/2012		S	7,301	D \$ 53.166	92,250 <u>(1)</u> <u>(2)</u>	D <u>(3)</u>

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Stock						<u>(13)</u>			
Class A Common Stock	12/12/2012		M	14,000	A	\$ 9.14	106,250 <u>(1)</u> <u>(2)</u>	D <u>(3)</u>	
Class A Common Stock	12/12/2012		M	18,600	A	\$ 13.55	124,850 <u>(1)</u> <u>(2)</u>	D <u>(3)</u>	
Class A Common Stock	12/12/2012		S	32,600	D	\$ 52.083 <u>(14)</u>	92,250 <u>(1)</u> <u>(2)</u>	D <u>(3)</u>	
Class A Common Stock							7,490 <u>(1)</u>	I <u>(4)</u>	By Spouse
Class A Common Stock							4,225	I <u>(5)</u> <u>(7)</u>	By Minor Children
Class A Common Stock							1,150	I <u>(6)</u> <u>(7)</u>	By Son
Class A Common Stock							405	I <u>(4)</u>	By 401(k)

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

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SEC 1474
(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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (Right to Buy)	\$ 9.42	12/11/2012		M	41,666 (8)	06/25/2004(11)	06/25/2013	Class A Common Stock	41,666

Options (Right to Buy)	\$ 9.14	12/12/2012	M	14,000 (8)	10/01/2005 ⁽¹¹⁾	10/01/2014	Class A Common Stock	14,000
Options (Right to Buy)	\$ 13.55	12/12/2012	M	18,600 (8)	11/08/2005 ⁽¹²⁾	10/01/2014	Class A Common Stock	18,600

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOLAN JAMES LAWRENCE 1111 STEWART AVENUE BETHPAGE, NY 11714	X			Member of 13(d) Group
Dolan Kristin A 11 PENN PLAZA NEW YORK, NY 10001		X		

Signatures

/s/ James L.
Dolan 12/13/2012

 Signature of
Reporting Person Date

/s/ Kristin A.
Dolan 12/13/2012

 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).
- (1) Includes restricted shares.
- (2) Includes shares held jointly with spouse.
- (3) Securities held directly by Mr. James L. Dolan and indirectly by his spouse, Ms. Kristin A. Dolan. Ms. 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.
- (4) Securities held directly, or indirectly through a 401(k) plan, by Mr. Dolan's spouse, Ms. Kristin A. Dolan. Mr. Dolan disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that he is, for the purposes of Section 16 or for any other purpose, the beneficial owner of such securities.
- (5) Securities held by James L. Dolan as custodian for the Reporting Persons' minor children.
- (6) Securities held by the Reporting Persons' son.
- (7) Reporting Persons disclaim beneficial ownership of these securities and this report shall not be deemed to be an admission that either is, for the purposes of Section 16 or for any other purpose, the beneficial owner of such securities.
- (8) Exercise of options under the Company's Employee Stock Plan, exempt under Rule 16b-3.
- (9) 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

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such securities.

(10) This transaction was executed in multiple trades at prices ranging from \$52.27 to \$52.93 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) Options vested in three equal annual installments beginning on the date indicated.

(12) 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.

(13) 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.

(14) This transaction was executed in multiple trades at prices ranging from \$51.75 to \$52.65 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.

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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