

SANDERS CARLA C

Form 4

January 04, 2018

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 *
SANDERS CARLA C

2. Issuer Name **and** Ticker or Trading
Symbol
AMC ENTERTAINMENT
HOLDINGS, INC. [AMC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE AMC WAY, 11500 ASH
STREET

3. Date of Earliest Transaction
(Month/Day/Year)
01/03/2018

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
SVP, HUMAN RESOURCES

(Street)
LEAWOOD, KS 66211

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(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 Ownership (Instr. 4)
CLASS A COMMON STOCK <u>(1)</u> <u>(2)</u>	01/03/2018		M	5,562 A	\$ 0 10,031	D	
CLASS A COMMON STOCK <u>(3)</u>	01/03/2018		F	2,206 D	\$ 0 7,825	D	

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
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SEC 1474
(9-02)

number.

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 Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
RESTRICTED STOCK UNITS ⁽¹⁾	\$ 0	01/03/2018		C	2,862	<u>(1)</u>	<u>(1)</u>	CLASS A COMMON STOCK	2,862
RESTRICTED STOCK UNITS ⁽²⁾	\$ 0	01/03/2018		C	2,700	<u>(2)</u>	<u>(2)</u>	CLASS A COMMON STOCK	2,700

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SANDERS CARLA C ONE AMC WAY 11500 ASH STREET LEAWOOD, KS 66211	SVP, HUMAN RESOURCES

Signatures

/S/EDWIN F GLADBACH,
ATTORNEY-IN-FACT

01/04/2018

____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) Shares of Stock were delivered upon the vesting and settlement of certain RSUs granted to the Reporting Person pursuant to the terms of a Restricted Stock Award Agreement dated March 1, 2016. One third of the original grant vested at the beginning of the year based upon the Reporting Person's continued employment with the Issuer with each RSU convertible into one share of Stock within 30 days following vesting.
- (2) Shares of Stock were delivered upon the vesting and settlement of certain RSUs granted to the Reporting Person pursuant to the terms of a Restricted Stock Award Agreement dated March 31, 2017. One third of the original grant vested at the beginning of the year based upon the Reporting Person's continued employment with the Issuer with each RSU convertible into one share of Stock within 30 days

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following vesting.

- (3) Shares of Stock otherwise deliverable were withheld to satisfy the Reporting Person's tax obligations arising from RSU conversion and Stock delivery events described in notes 1 and 2 above.

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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