

DOLAN CHARLES F
Form 4
December 13, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DOLAN CHARLES F

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O DOLAN FAMILY
OFFICE, 340 CROSSWAYS PARK
DRIVE

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

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Chairman / Member of 13(d) Group

(Street)
WOODBURY, NY 11797

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)
			Code	V	Amount (A) or (D) Price		
Class A Common Stock	12/11/2012		M		20,833 A \$ 8.11	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	12/11/2012		S		4,112 D \$ 53.222 (10)	76,868 (1)	D (2) (4)
	12/12/2012		M		41,666 A \$ 9.42	118,534 (1)	D (2) (4)

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Class A Common Stock									
Class A Common Stock	12/12/2012		M	6,200	A	\$ 13.55	124,734 ⁽¹⁾	D ⁽²⁾ ⁽⁴⁾	
Class A Common Stock	12/12/2012		S	46,900	D	\$ 52.083 ⁽¹¹⁾	77,834 ⁽¹⁾	D ⁽²⁾ ⁽⁴⁾	
Class A Common Stock	12/12/2012		S	966	D	\$ 52.723 ⁽¹²⁾	76,868 ⁽¹⁾	D ⁽²⁾ ⁽⁴⁾	
Class A Common Stock							1,726	I ⁽³⁾ ⁽⁴⁾	By Revocable Trust

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

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(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 of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Options (rights to Buy)	\$ 8.11	12/11/2012		M	20,833 ⁽⁵⁾	06/25/2004 ⁽⁷⁾ 06/25/2013	Class A Common Stock 20,833
Options (rights to Buy)	\$ 9.42	12/12/2012		M	41,666 ⁽⁵⁾	06/25/2004 ⁽⁷⁾ 06/25/2013	Class A Common Stock 41,666
Options (rights to Buy)	\$ 13.55	12/12/2012		M	6,200 ⁽⁵⁾	11/08/2005 ⁽⁸⁾ 10/01/2014	Class A Common Stock 6,200

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOLAN CHARLES F C/O DOLAN FAMILY OFFICE 340 CROSSWAYS PARK DRIVE WOODBURY, NY 11797	X	X	Executive Chairman	Member of 13(d) Group
DOLAN HELEN A C/O DOLAN FAMILY OFFICE 340 CROSSWAYS PARK DRIVE WOODBURY, NY 11797				Member of 13(d) Group

Signatures

/s/ William A. Frewin, Attorney-in-Fact for Charles F.
Dolan
12/13/2012

--Signature of Reporting Person

Date

s/ William A. Frewin, Attorney-in-Fact for Helen 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) 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 such securities.
- (5) Exercise of options under the Company's Employee Stock Plan, exempt under Rule 16b-3.
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.
- (6) Options vested in three equal annual installments beginning on the date indicated.
- (7) 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.
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.
- (8) 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.
- (9) 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.
- (10) 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.
- (11) 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.
- (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.

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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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