

DOLAN CHARLES F
Form 4
August 16, 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

(Last) (First) (Middle)

C/O DOLAN FAMILY
OFFICE, 340 CROSSWAYS PARK
DRIVE

(Street)

WOODBURY, NY 11797

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/14/2012

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)
Executive Chairman / 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) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| AMC Networks Inc. Class A Common Stock | 08/14/2012 | | C ⁽¹⁾ | | 1,750,000 | A | \$ 0 |
| | | | | | 1,826,868 ⁽⁵⁾ | D | (4) (6) |
| AMC Networks Inc. Class A Common Stock | 08/14/2012 | | S ⁽²⁾ | | 1,750,000 | D | \$ 41.38 |
| | | | | | 76,868 ⁽⁵⁾ | D | (4) (6) |

Stock
AMC
Networks
Inc. Class
A
Common
Stock

1,726 I

By CFD
2009
Revocable
Trust ⁽³⁾ ⁽⁴⁾

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 of Number of Shares |
| AMC Networks Inc. Class B Common Stock | \$ 0 | 08/14/2012 | | C ⁽¹⁾ | 1,750,000 | (7) (7) | (7) (7) | AMC Networks Inc. Class A Common Stock | 1,750,000 |
| AMC Networks Inc. Class B Common Stock | \$ 0 | | | | | (7) (7) | (7) (7) | AMC Networks Inc. Class A Common Stock | 753,611 |
| AMC Networks Inc. Class B Common Stock | \$ 0 | | | | | (7) (7) | (7) (7) | AMC Networks Inc. Class A Common Stock | 465,531 |
| AMC Networks Inc. Class B Common Stock | \$ 0 | | | | | (7) (7) | (7) (7) | AMC Networks Inc. Class A Common Stock | 791,181 |

Stock

Stock

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, as Attorney-in-Fact for Charles F. Dolan 08/16/2012

__Signature of Reporting Person Date

/s/ William A. Frewin, as Attorney-in-Fact for Helen A. Dolan 08/16/2012

__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) Exempt conversion of Class B Common Stock for shares of Class A Common Stock. Reflects change in form of beneficial ownership exempt pursuant to Rule 16a-13.
- (2) Sale of Class A Common Stock in block sale through a broker.
- (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 the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (5) Includes restricted shares.
- (6) Shares held directly by Charles F. Dolan.
- (7) AMC Networks Inc. Class B Common Stock (the "Class B Common Stock") of the Issuer is convertible at the option of the holder on a share for share basis into AMC Networks Inc. Class A Common Stock (the "Class A Common Stock") of the Issuer.
- (8) These securities are owned solely by the Charles F. Dolan 2011 Grantor Retained Annuity Trust #1A. Charles F. Dolan is the sole trustee and beneficiary of the trust.
- (9) These securities are owned solely by the Helen A. Dolan 2011 Grantor Retained Annuity Trust #1A. Helen A. Dolan is the sole trustee and beneficiary of the trust.
- (10) Helen A. Dolan is the sole trustee and beneficiary of the Helen A. Dolan 2009 Revocable Trust.
- (11) Charles F. Dolan disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that he is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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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