

DOLAN CHARLES F
Form 4
November 22, 2011

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)
09/06/2011

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 Indirect Beneficial Ownership (Instr. 4)		
				(A) or (D)	Price				
				Code	V	Amount			
AMC Networks Inc. Class A Common Stock	11/18/2011		J ⁽¹⁾	219,371	A	\$ 37.36	299,142	I	By CFD Revocable Trust ⁽⁴⁾ ⁽⁷⁾ <u>(16)</u>
AMC Networks Inc. Class A Common Stock	11/22/2011		G	133,833	V	\$ 37.36	165,309	I	By CFD Revocable Trust ⁽⁴⁾ ⁽⁷⁾ <u>(16)</u>

Stock
 AMC
 Networks
 Inc. Class
 A
 Common
 Stock

108,592 ⁽²⁾ D ^{(3) (4)}
(16)

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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying Security (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	
AMC Networks Inc. Class B Common Stock	\$ 0	09/06/2011		G V		320,951	<u>(5)</u>	<u>(5)</u>	AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/06/2011		G V	320,951		<u>(5)</u>	<u>(5)</u>	AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/06/2011		G V		192,572	<u>(5)</u>	<u>(5)</u>	AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/06/2011		G V	192,572		<u>(5)</u>	<u>(5)</u>	AMC Networks Inc. Class A Common

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Stock									Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/06/2011	G	V	225,298	(5)	(5)		AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/06/2011	G	V	225,298	(5)	(5)		AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/06/2011	G	V	450,000	(5)	(5)		AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/06/2011	G	V	450,000	(5)	(5)		AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/06/2011	G	V	947,528	(5)	(5)		AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/06/2011	G	V	947,528	(5)	(5)		AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/06/2011	G	V	274,498	(5)	(5)		AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B	\$ 0	09/06/2011	G	V	274,498	(5)	(5)		AMC Networks Inc. Class A

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Common Stock									Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/30/2011	G V	1,421,194	(5)	(5)			AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/30/2011	G V	1,421,194	(5)	(5)			AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/30/2011	G V	39,623	(5)	(5)			AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/30/2011	G V	39,623	(5)	(5)			AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/30/2011	G V	852,716	(5)	(5)			AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/30/2011	G V	852,716	(5)	(5)			AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class B Common Stock	\$ 0	09/30/2011	G V	24,477	(5)	(5)			AMC Networks Inc. Class A Common Stock
AMC Networks Inc. Class	\$ 0	09/30/2011	G V	24,477	(5)	(5)			AMC Networks Inc. Class

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) Exchange of shares of AMC Networks Inc. Class B Common Stock (the "Class B Common Stock") for shares of AMC Networks Inc. Class A Common Stock (the "Class A Common Stock").
- (2) Includes restricted shares.
- (3) Shares held directly by Charles F. Dolan.
- (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) Class B Common Stock of the Issuer is convertible at the option of the holder on a share for share basis into Class A Common Stock of the Issuer.
- (6) These securities are owned solely by the Charles F. Dolan 2011 Grantor Retained Annuity Trust #1C. Charles F. Dolan is the sole trustee and beneficiary of the trust.
- (7) These securities are owned solely by the Charles F. Dolan 2009 Revocable Trust. Charles F. Dolan is the sole trustee and beneficiary of the Charles F. Dolan 2009 Revocable Trust.
- (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 #1C. Helen A. Dolan is the sole trustee and beneficiary of the trust.
- (10) 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.
- (11) These securities are owned solely by the Helen A. Dolan 2009 Revocable Trust. Helen A. Dolan is the sole trustee and beneficiary of the Helen A. Dolan 2009 Revocable Trust.
- (12) 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.
- (13) Payment of \$9,759,253.92 of interest and principal on promissory notes held by family trusts with shares of Class B Stock.
- (14) Payment of \$25,901,015.52 of interest and principal on promissory notes held by family trusts with shares of Class B Stock.
- (15) Shares held directly by Helen A. Dolan.
- (16) Each of the reporting trusts disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that it is the beneficial owner of such securities for purposes of section 16 or for any other purpose.
- (17) Each of the other reporting trusts disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that it 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.