

COX CHRIS A  
Form 4  
January 04, 2019

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
COX CHRIS A

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)  
AMC ENTERTAINMENT  
HOLDINGS INC, ONE AMC WAY,  
11500 ASH STREET

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/02/2019

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
SVP, CHIEF ACCOUNTING OFFICER

(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<br>Security<br>(Instr. 3)                          | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|----------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| CLASS A<br>COMMON<br>STOCK <u>(1)</u> <u>(2)</u><br><u>(3)</u> | 01/02/2019                              |                                                             | M                                    | 5,324 A                                                                    | \$ 0 17,242                                                                                                        | D                                                                    |                                         |
| CLASS A<br>COMMON<br>STOCK <u>(4)</u>                          | 01/02/2019                              |                                                             | F                                    | 1,846 D                                                                    | \$ 0 15,396                                                                                                        | D                                                                    |                                         |

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 of Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| RESTRICTED STOCK UNITS <sup>(1)</sup>      | \$ 0                                                   | 01/02/2019                           |                                                    | C                              | 796                                                                                     | <u>(1)</u> <u>(1)</u>                                    | CLASS A COMMON STOCK 796                                      |
| RESTRICTED STOCK UNITS <sup>(2)</sup>      | \$ 0                                                   | 01/02/2019                           |                                                    | C                              | 1,350                                                                                   | <u>(2)</u> <u>(2)</u>                                    | CLASS A COMMON STOCK 1,350                                    |
| RESTRICTED STOCK UNITS <sup>(3)</sup>      | \$ 0                                                   | 01/02/2019                           |                                                    | C                              | 3,178                                                                                   | <u>(3)</u> <u>(3)</u>                                    | CLASS A COMMON STOCK 3,178                                    |

## Reporting Owners

| Reporting Owner Name / Address                                                                         | Relationships                    |
|--------------------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                                        | Director 10% Owner Officer Other |
| COX CHRIS A<br>AMC ENTERTAINMENT HOLDINGS<br>INC<br>ONE AMC WAY, 11500 ASH STREET<br>LEAWOOD, KS 66211 | SVP, CHIEF ACCOUNTING<br>OFFICER |

## Signatures

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

01/04/2019

\_\_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).

Shares of Issuer's Class A Common Stock ("Shares") were issued upon the vesting of certain Restricted Stock Units ("RSUs") granted to the Reporting Person pursuant to the terms of a Restricted Stock Award Agreement ("Award") dated March 1, 2016, under the AMC

- (1) Entertainment Holdings, Inc. 2013 Equity Incentive Plan ("EIP"). 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 within 30 days following vesting.

Shares were issued upon the vesting of certain RSUs granted to the Reporting Person pursuant to the terms of an Award dated March 31,

- (2) 2017, under the EIP. 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 within 30 days following vesting.

Shares of Stock were issued upon the vesting of certain RSUs granted to the Reporting Person pursuant to the terms of an Award dated

- (3) March 12, 2018, under the EIP. 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 within 30 days following vesting.

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