

Dolan Kristin A
 Form 4
 December 17, 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 JAMES LAWRENCE

(Last) (First) (Middle)

1111 STEWART AVENUE,

(Street)

BETHPAGE, NY 11714

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
12/13/2012

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)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Class A Common Stock | 12/13/2012 | | M | | 16,000 A \$ 9.14 | D (3) | |
| Class A Common Stock | 12/13/2012 | | M | | 40,000 A \$ 8.95 | D (3) | |
| Class A Common Stock | 12/13/2012 | | S | | 51,600 D \$ 51.097 (10) | D (3) | |
| Class A Common | 12/13/2012 | | S | | 4,400 D \$ 52.057 | D (3) | |

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| Stock | | | | | | <u>(12)</u> | | | |
|----------------------------|------------|---|--------|---|-------------------------|----------------------------------|-------------------------|--|----------------------|
| Class A Common Stock | 12/14/2012 | M | 17,362 | A | \$ 8.95 | 109,612 <u>(1)</u> <u>(2)</u> | D <u>(3)</u> | | |
| Class A Common Stock | 12/14/2012 | S | 17,362 | D | \$ 50.88 <u>(13)</u> | 92,250 <u>(1)</u> <u>(2)</u> | D <u>(3)</u> | | |
| Class A Common Stock | | | | | | 7,490 <u>(1)</u> | I <u>(4)</u> | | By Spouse |
| Class A Common Stock | | | | | | 4,225 | I <u>(5)</u> <u>(7)</u> | | By Minor Children |
| Class A Common Stock | | | | | | 1,150 | I <u>(6)</u> <u>(7)</u> | | By Son |
| Class A Common Stock | | | | | | 405 | I <u>(4)</u> | | By 401(k) |

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 displays a currently valid OMB control number.

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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Options (Right to Buy) | \$ 9.14 | 12/13/2012 | | M | 16,000 <u>(8)</u> | 10/01/2005 <u>(11)</u> | 10/01/2014 | Class A Common Stock | 16,000 |
| Options (Right to Buy) | \$ 8.95 | 12/13/2012 | | M | 40,000 <u>(8)</u> | 03/05/2010 <u>(11)</u> | 09/05/2014 | Class A Common Stock | 40,000 |

| | | | | | | | | |
|---------------------------|---------|------------|---|---------------|----------------------------|------------|----------------------------|--------|
| Options (Right to Buy) | \$ 8.95 | 12/14/2012 | M | 17,362 (8) | 03/05/2010 ⁽¹¹⁾ | 09/05/2014 | Class A Common Stock | 17,362 |
|---------------------------|---------|------------|---|---------------|----------------------------|------------|----------------------------|--------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|--------------------------|
| | Director | 10% Owner | Officer | Other |
| DOLAN JAMES LAWRENCE 1111 STEWART AVENUE BETHPAGE, NY 11714 | X | | | Member of 13(d) Group |
| Dolan Kristin A C/O KNICKERBOCKER GROUP LLC PO BOX 420 OYSTER BAY, NY 11771 | X | | | |

Signatures

/s/ James L.
Dolan

12/17/2012

**Signature of
Reporting Person

Date

/s/ Kristin A.
Dolan

12/17/2012

**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) Includes shares held jointly with spouse.
- (3) Securities held directly by Mr. James L. Dolan and indirectly by his spouse, Ms. Kristin A. Dolan. Ms. 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.
- (4) Securities held directly, or indirectly through a 401(k) plan, by Mr. Dolan's spouse, Ms. Kristin A. Dolan. Mr. Dolan disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that he is, for the purposes of Section 16 or for any other purpose, the beneficial owner of such securities.
- (5) Securities held by James L. Dolan as custodian for the Reporting Persons' minor children.
- (6) Securities held by the Reporting Persons' son.
- (7) Reporting Persons disclaim beneficial ownership of these securities and this report shall not be deemed to be an admission that either is, for the purposes of Section 16 or for any other purpose, the beneficial owner of such securities.
- (8) Exercise of options under the Company's Employee Stock Plan, exempt under Rule 16b-3.
- (9) 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.
- (10)

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This transaction was executed in multiple trades at prices ranging from \$50.68 to \$51.68 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) Options vested in three equal annual installments beginning on the date indicated.

This transaction was executed in multiple trades at prices ranging from \$51.70 to \$52.41 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 \$50.59 to \$51.39 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.

(13)

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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