

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person - *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
FRANK ELIZABETH F		AMC ENTERTAINMENT HOLDINGS, INC. [AME]		☐ Director ☐ 10% Owner ☒ Officer (give title below) ☐ Other (specify below) EVP & CHIEF CONTENT OFFICER	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
ONE AMC WAY, 11500 ASH STREET		11/1/2021			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
LEAWOOD, KS 66211				☒ 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
CLASS A COMMON STOCK (1)	11/1/2021		M		70000	A	\$0	162318	D	
CLASS A COMMON STOCK (2)	11/1/2021		F		32236	D	\$0	130082	D	
CLASS A COMMON STOCK (3)	11/1/2021		S		79087	D	\$35.58	50995 (4)	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
PERFORMANCE STOCK UNITS (5)	\$0	11/1/2021		C			35000	(6)	(5)	CLASS A COMMON STOCK	35000	\$0	0	D	
PERFORMANCE STOCK UNITS (5)	\$0	11/1/2021		C			35000	(7)	(5)	CLASS A COMMON STOCK	35000	\$0	0	D	

Explanation of Responses:

- Shares of Issuer's Class A Common Stock ("Shares") were issued upon the vesting of certain performance stock units ("PSUs") granted to the Reporting Person pursuant to the Issuer's 2013 Equity Incentive Plan ("EIP").
- Shares were withheld to satisfy the Reporting Person's tax obligations arising from the PSU vesting.
- The sale reported was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person more than 30 days prior to the transaction.
- Does not include Shares issuable upon future vesting of equity grants, including 150,802 Shares issuable based upon continued service and 188,121 Shares issuable upon attainment of performance goals at target, which, when combined with the ownership reported above, would represent a total of 389,918 Shares.
- Each PSU represents the right to receive one Share upon vesting. The PSUs were originally granted on February 26, 2020, and subsequently modified on October 30, 2020, with an expiration date of February 26, 2030.
- The PSUs vested upon attainment of a 20-day volume weighted average closing price ("VWAP") of \$4 and the Reporting Person's continued employment through October 30, 2021.
- The PSUs vested upon attainment of a VWAP of \$8 and the Reporting Person's continued employment through October 30, 2021.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRANK ELIZABETH F				

ONE AMC WAY 11500 ASH STREET LEAWOOD, KS 66211			EVP & CHIEF CONTENT OFFICER	
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Signatures

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

11/3/2021

******Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.