

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ Section 1001 and Section 1002.

18 Can any resulting loss be recognized? ▶ Yes.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ See attached statement.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here Signature ▶  Date ▶ December 20, 2016

Print your name ▶ Edwin F. Gladbach Title ▶ Vice President

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

Attachment to Form 8937
Report of Organizational Actions Affecting Basis of Securities
AMC Entertainment Holdings, Inc.
EIN: 26-0303916

Part II, Line 14

On December 21, 2016, Congress Merger Subsidiary, Inc. (“Merger Sub”), an indirect wholly-owned subsidiary of AMC Entertainment Holdings, Inc. (“AMC”), merged with and into Carmike Cinemas, Inc. (“Carmike”), with Carmike surviving the merger as an indirect wholly-owned subsidiary of AMC. At the effective time of the merger, each Carmike share then issued and outstanding was converted into the right to receive, at the election of the holder, either (1) \$33.06 in cash or (2) 1.0819 shares of AMC Class A common stock, subject to proration so that 70% of the total number of shares of Carmike common stock issued and outstanding at the effective time of the merger will be converted into cash and 30% of the Carmike shares will be converted into shares of AMC Class A common stock.

Part II, Line 15

Each former Carmike shareholder will take a fair market value basis in the AMC Class A common stock received in the merger.

Part II, Line 16

The fair market value of one share of AMC Class A common stock was determined to be \$33.45 as of December 21, 2016. This fair market value is based on the price at which AMC Class A common shares last traded on the New York Stock Exchange during normal trading hours on December 20, 2016.

The fair market value generally is the price at which property would change hands between a willing buyer and a willing seller, neither being under any compulsion to buy or to sell and both having reasonable knowledge of the facts. U.S. federal income tax law does not specifically prescribe how one should determine the fair market value of AMC Class A common stock. One possible approach is described above. Other approaches may also be possible. You are not bound by the approach described above and may, in consultation with your tax advisor, use another approach. You should consult your tax advisor to determine what measure of fair market value is appropriate.

Part II, Line 19

The transaction is reportable by each former Carmike shareholder in their tax year that includes December 21, 2016.