

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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* <b>CONNOR KEVIN M</b>  (Last) (First) (Middle) <b>AMC ENTERTAINMENT HOLDINGS</b> <b>ONE AMC WAY, 11500 ASH STREET</b>  (Street) <b>LEAWOOD KS 66211</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>AMC ENTERTAINMENT HOLDINGS, INC. [</b> <b>AMC ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>SVP GENERAL COUNSEL &amp; SECRETAR</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>03/02/2022</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)
			Code	V	Amount	(A) or (D)	Price			

**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 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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Restricted Stock Units <sup>(1)</sup>	\$0	03/02/2022		A		19,831		(1)	(1)	Class A Common Stock	\$0	19,831 <sup>(2)</sup>	D	

**Explanation of Responses:**

1. Each restricted stock unit ("RSU") represents the right to receive one share of Class A Common Stock within 30 days following vesting. The RSUs were granted on March 2, 2022, and one-third (1/3) of the total grant will vest in each of January 2023, 2024 and 2025, subject to continued employment. The grant was made pursuant to the Issuer's 2013 Equity Incentive Plan.

2. This amount only includes the current grant and does not represent the Reporting Person's full ownership interests. It does not include 54,051 outstanding shares or additional shares issuable upon future vesting of equity grants, including 69,046 previously reported shares issuable based upon continued service and 88,880 shares issuable upon attainment of performance goals at target, which, when combined with the ownership reported above, would represent a total of 231,808 shares.

/s/ Edwin F Gladbach, Attorney-in-Fact 03/03/2022

\*\* 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 Number.