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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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)		
<u>Goodman Sean D.</u>			<u>AMC ENTERTAINMENT HOLDINGS, INC. [AMC/APE]</u>			<input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) Other (specify below) EVP & CFO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line)		
11500 ASH STREET			08/25/2023					
(Street)	(City)	(State)	4. If Amendment, Date of Original Filed (Month/Day/Year)			<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
LEAWOOD	KS	66211						
(City)	(State)	(Zip)						

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				
CLASS A COMMON STOCK	08/25/2023		M ⁽¹⁾		13,259	A	\$0	28,285 ⁽²⁾⁽⁸⁾⁽⁹⁾	D		

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					
AMC PREFERRED EQUITY UNITS ⁽³⁾	\$0	08/25/2023		M ⁽¹⁾			132,591	(3)	(3)	CLASS A COMMON STOCK	\$0	0	D	
RESTRICTED STOCK UNITS ⁽⁴⁾	\$0	08/25/2023		M ⁽⁴⁾		6,752		(5)	(5)	CLASS A COMMON STOCK	\$0	13,504 ⁽²⁾	D	
RESTRICTED STOCK UNITS ⁽⁴⁾	\$0	08/25/2023		M ⁽⁴⁾		67,512		(5)	(5)	AMC PREFERRED EQUITY UNITS ⁽³⁾	\$0	0	D	
RESTRICTED STOCK UNITS ⁽⁴⁾	\$0	08/25/2023		M ⁽⁴⁾		3,778		(6)	(6)	CLASS A COMMON STOCK	\$0	7,556 ⁽²⁾	D	
RESTRICTED STOCK UNITS ⁽⁴⁾	\$0	08/25/2023		M ⁽⁴⁾		37,773		(6)	(6)	AMC PREFERRED EQUITY UNITS ⁽³⁾	\$0	0	D	
RESTRICTED STOCK UNITS ⁽⁴⁾	\$0	08/25/2023		M ⁽⁴⁾		19,798		(7)	(7)	CLASS A COMMON STOCK	\$0	30,818 ⁽²⁾	D	
RESTRICTED STOCK UNITS ⁽⁴⁾	\$0	08/25/2023		M ⁽⁴⁾		197,975		(7)	(7)	AMC PREFERRED EQUITY UNITS ⁽³⁾	\$0	0	D	

Explanation of Responses:

- On August 25, 2023, each APEU (defined in footnote 3 below) automatically converted into one-tenth of a share of Issuer's Class A Common Stock ("Common Stock").
- On August 24, 2023, the Issuer effected a 1-for-10 reverse stock split (the "Reverse Stock Split") on its Common Stock. The number of securities reported on this Form 4 have been adjusted to reflect the Reverse Stock Split.
- Each AMC Preferred Equity Unit ("APEU") was a depository share and represented an interest in one one-hundredth (1/100th) of a share of the Issuer's Series A Convertible Participating Preferred Stock. Each APEU was designed to have the same economic and voting rights as a share of Common Stock and traded on the NYSE under the symbol "APEU". Each APEU was automatically convertible into Common Stock upon approval by Issuer's stockholders to authorize sufficient additional shares of Common Stock to permit the conversion of the then-outstanding APEUs. The APEUs had no expiration date.
- Upon the conversion of APEUs into shares of Common Stock, all unvested restricted stock units granted under the Issuer's 2013 Equity Incentive Plan ("RSUs") that represented the right to receive APEUs upon vesting automatically became eligible receive shares of Common Stock upon vesting.
- The RSUs will be eligible to vest in January 2024, subject to continued employment.

6. One-half of RSUs will be eligible to vest in each of January 2024 and 2025, subject to continued employment.

7. One-third of RSUs will be eligible to vest in each of January 2024, 2025, and 2026, subject to continued employment.

8. Includes 1,766 shares of Common Stock received by the Reporting Person on August 28, 2023 in connection with the settlement by the Issuer of the action entitled In re AMC Entertainment Holdings, Inc. Stockholder Litigation, C.A. No. 2023-0215-MTZ.

9. Does not include Common Shares issuable upon future vesting of equity grants, including 51,878 Common Shares issuable based upon continued service and 51,878 Common Shares issuable upon attainment of performance goals at target, which, when combined with the ownership reported above, would represent a total of 132,041 equity interests.

/S/EDWIN F GLADBACH
ATTORNEY-IN-FACT

08/28/2023

** 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.