

AMC ENTERTAINMENT HOLDINGS, INC.

Form 3

December 07, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2015

Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Hands Guy		(Month/Day/Year)	AMC ENTERTAINMENT HOLDINGS, INC. [AMC]	
(Last)	(First)	(Middle)	11/30/2016	
4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)	
OLD BANK CHAMBERS, LA				
GRANDE RUE			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other	
ST MARTIN'S,Â Y7Â GY4 6RT			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	4,536,466	I <u>(1)</u> <u>(2)</u>	By Monterey Capital III S.a r.l. <u>(1)</u> <u>(2)</u>

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hands Guy OLD BANK CHAMBERS, LA GRANDE RUE ST MARTIN'S, Y7 GY4 6RT	Â	Â	Â	Â
Terra Firma Holdings Ltd OLD BANK CHAMBERS, LA GRANDE RUE ST MARTIN'S, Y7 GY4 6RT	Â	Â	Â	Â
Monterey Capital III S.a r.l. 1-3 BOULEVARD DE LA FOIRE LUXEMBOURG, N4 L-1528	Â	Â	Â	Â

Signatures

/s/ Guy Hands	12/07/2016
<u> </u> Signature of Reporting Person	Date
/s/ Glen Broadhurst for Terra Firma Holdings Limited	12/07/2016
<u> </u> Signature of Reporting Person	Date
/s/ Gerard Maitrejean for Monterey Capital III S.a r.l. as its Authorized Signatory	12/07/2016
<u> </u> Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) This Statement is being filed by Guy Hands, Terra Firma Holdings Limited ("TFHL") and Monterey Capital III S.a r.l. ("MCIII", and collectively with Guy Hands and TFHL, the "Reporting Persons"). Mr. Hands may be deemed to control Monterey through TFCP Capital Investments Limited as nominee, which holds 100% of the equity of TFHL, which holds 100% of the equity of TFCP Holdings Limited, which holds 100% of the equity of Terra Firma Investments (GP) 2 Limited, which is the general partner of Terra Firma Capital Partners II, L.P.-A, Terra Firma Capital Partners II, L.P.-B, Terra Firma Capital Partners II, L.P.-C, Terra Firma Capital Partners II, L.P.-D, Terra Firma Capital Partners II, L.P.-E, Terra Firma Capital Partners II, L.P.-F, TFCP II Co-investment 2 LP, TFCP II Co-investment 2A LP, Terra Firma Capital Partners II, L.P.-H and Performance Direct Investments 1 LP, which collectively hold 100% of the equity of Monterey Capital III S.a.r.l.

(2) Mr. Hands is an indirect beneficial owner of the reported securities, and disclaims a pecuniary interest in the reported securities except to the extent of his interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.