

AMC ENTERTAINMENT HOLDINGS, INC.

Form SC 13G

January 31, 2018

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G

(RULE 13d - 102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2(b)

(Amendment No.)*

AMC Entertainment Holdings, Inc.

(Name of Issuer)

Class A Common Stock, par value \$0.01 (the "Class A Common Stock")

(Title of Class of Securities)

00165C104

(CUSIP Number)

December 31, 2017

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Mittleman Brothers, LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

New York

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

3,124,651***

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

3,124,651***

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,092,383

- CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)
EXCLUDES CERTAIN SHARES

10.

**

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.8%*

12. TYPE OF REPORTING PERSON

HC

*Based upon 53,184,885 shares of Class A Common Shares outstanding as of October 31, 2017, as disclosed in the Issuer's 10-Q filed with the Securities and Exchange Commission on November 9, 2017.

** The amount set forth in Row 9 excludes 1,068 shares owned by David J. Mittleman and 31,200 shares owned by Philip C. Mittleman for which Mittleman Brothers, LLC disclaims beneficial ownership.

*** The amount set forth in Rows 6 and 8 include 1,068 shares owned by David J. Mittleman and 31,200 shares owned by Philip C. Mittleman, in respect of which Mittleman Brothers, LLC otherwise disclaims beneficial ownership, but in respect of which Mittleman Brothers, LLC may otherwise be deemed to share voting power and dispositive power. The amount set forth in rows 6 and 8 also include 1,250 shares beneficially owned by the reporting person in accounts managed by Mittleman Investment Management, LLC.

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Master Control LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

- (a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON
WITH:

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

3,124,651***

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

3,124,651***

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,092,383

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

10. EXCLUDES CERTAIN SHARES

**

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.8%*

12. TYPE OF REPORTING PERSON

HC

*Based upon 53,184,885 shares of Class A Common Shares outstanding as of October 31, 2017, as disclosed in the Issuer's 10-Q filed with the Securities and Exchange Commission on November 9, 2017.

** The amount set forth in Row 9 excludes 1,068 shares owned by David J. Mittleman and 31,200 shares owned by Philip C. Mittleman for which Master Control LLC disclaims beneficial ownership.

*** The amount set forth in Rows 6 and 8 include 1,068 shares owned by David J. Mittleman and 31,200 shares owned by Philip C. Mittleman, in respect of which Master Control LLC otherwise disclaims beneficial ownership, but in respect of which Master Control LLC may otherwise be deemed to share voting power and dispositive power.

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Mittleman Investment Management, LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

- (a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

New York

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

3,124,651***

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

3,124,651***

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,092,383

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

10. EXCLUDES CERTAIN SHARES

**

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)