

AMC ENTERTAINMENT HOLDINGS, INC.

Form 8-A12B

December 20, 2007

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

FORM 8-A

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934**

AMC Entertainment Holdings, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State of Incorporation or Organization)

26-0303916

(I.R.S. Employer Identification No.)

c/o AMC Entertainment Inc.

920 Main Street

Kansas City, Missouri

(Address of Principal Executive Offices)

64105

(Zip Code)

Securities Act registration statement file number to which this form relates: **333-146021**

Securities to be registered pursuant to Section 12(b) of the Act:

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**Title of each class
to be so registered**

**Name of each exchange on which
each class is to be registered**

Common Stock, \$0.01 par value per share

New York Stock Exchange, Inc.

Securities to be registered pursuant to Section 12(g) of the Act:

None

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box. ☒ x

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box. ☐ o

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered

The class of securities to be registered hereby is the common stock, \$0.01 par value per share (the "Common Stock") of AMC Entertainment Holdings, Inc. (the "Company").

For a description of the Common Stock, reference is made to the information set forth under the heading "Description of Capital Stock" contained in the Company's Registration Statement on Form S-1 (File No. 333-146021) initially filed with the Securities and Exchange Commission on September 12, 2007, as amended on each of October 25, 2007, December 10, 2007, and as subsequently amended by any amendments to such Registration Statement and by any form of Prospectus subsequently filed pursuant to Rule 424(b) under the Securities Act of 1933, as amended, in connection with such Registration Statement, which description is incorporated herein by reference.

Item 2. Exhibits

Under the Instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed because no other securities of the Company are registered on the New York Stock Exchange, Inc. and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

Signature

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: December 20, 2007

AMC Entertainment Holdings, Inc.
(Registrant)

By: /s/ Kevin M. Connor
Name: Kevin M. Connor
Title: Senior Vice President,
General Counsel & Secretary