20230707139117

Årsredovisning

för

Filmstaden AB

556035-1651

Räkenskapsåret

2022-01-01 - 2022-12-31

Fastställelseintyg

Undertecknad styrelseledamot i Filmstaden AB intygar att resultaträkningen och balansräkningen i årsredovisningen har fastställts på årsstämma . Årsstämman beslutade att godkänna styrelsens förslag till resultatdisposition.

Jag intygar också att innehållet i årsredovisningen och revisionsberättelsen stämmer överens med originalen.

Stockholm den 5 juli 2023

Ramon Biarnes

20230707113918

Årsredovisning

för

Filmstaden AB

556035-1651

Räkenskapsåret

2022-01-01 - 2022-12-31

Innehållsförteckning

Förvaltningsberättelse	2
Resultaträkning	5
Balansräkning	6
Kassaflödesanalys	10
Noter	11

20230707113919

Styrelsen för Filmstaden AB avger följande årsredovisning för räkenskapsåret 2022-01-01 - 2022-12-31.

Årsredovisningen är upprättad i svenska kronor, SEK. Om inte annat särskilt anges, redovisas alla belopp i tusentals kronor (Tkr). Uppgifter inom parentes avser föregående år.

Förvaltningsberättelse

Information om verksamheten

Filmstaden AB bedriver biografrörelse med tillhörande kioskverksamhet på 21 orter i Sverige. Filmstaden har 35 biografer med 31 772 fåtöljer i 253 salonger. Inom Filmstaden finns affärsområdet Filmstaden Business med Filmstaden Media som förmedlar medieköp i våra kanaler på biografer och i digitala fönster, Företagsbiljetter som säljer biobiljetter till företag och Möten & Event som hyr ut biografer till företagsevenemang.
Företaget har sitt säte i Solna.

Väsentliga händelser under räkenskapsåret

Under året beslutades att bolagets helägda dotterbolag Filmstaden Media AB (556379-4014) skulle fusioneras och samtliga tillgångar och skulder skulle tas över av Filmstaden AB. All personal erbjöds samma förutsättningar och avtal som tidigare och alla medarbetare övergick till Filmstaden AB. Bolagsverket registrerade och godkände fusionen den 28 oktober 2022, därmed upplöstes Filmstaden Media AB och gick upp i Filmstaden AB.

NCG distribution UAB, organisationsnummer 304 230 927, med säte i Vilnius, likviderades i början på 2022, aktierna i bolaget skrevs av i december 2021, till det bokförda värdet om 497 000 kr.

Året som gått har präglats av att fortsatt locka tillbaka biobesökarna efter pandemiåren. Försäljningen har ännu inte återhämtat sig till den nivå som innan utbrottet av Covid-19. Det har fortsatt varit strikta rutiner för kostnadskontroll och likviditet och bolaget har varit restriktiva med nyinvesteringar samt nyanställningar.

Bolaget har erhållit tillfälligt anstånd för betalningar av avdragen skatt, arbetsgivaravgifter och moms för 2020 vilka förfaller i enlighet med Skattemyndigheten överenskommen betalningsplan, under åren 2023-2026. Bolaget har erhållit stöd för intäktsbortfall från Svenska Filminstitutet under året.

Förväntningar avseende den framtida utvecklingen

Att vinna tillbaka gästerna till biograferna är bolagets viktigaste, både utmaning och prioritering. Vidareutveckling av digitala kanaler, nära kontakt med medlemmar samt ökad användning av sociala medier gör att bolaget lättare når ut med information och erbjudanden. I och med Filmstaden Medias fusion skapas en enklare bolagsstruktur med minskade administrativa kostnader, vilket i sin tur syftar till att långsiktigt öka värdet för kunder och partners.

Bolagets intäkter är i hög grad beroende av antalet biobesök. Vidare är antalet biobesök i stor utsträckning beroende av utbudet på film. Flera filmer som skulle haft premiär under pågående pandemi men också från förra året har skjutits upp till en senare tidpunkt. Detta har resulterat i att utbudet av film, både nationellt och internationellt, förväntas vara bra under 2023. Det synes troligt att det dröjer innan bolaget upplever efterfrågenivåer i linje med vad bolaget erfor före utbrottet av Covid-19 men det har vänt och förväntad utveckling är ändå att marknaden under 2023 kommer återhämta sig väl.

20230707113920

Risker och andra osäkerhetsfaktorer

Antalet biobesök

Bolagets nettoomsättning är i stor utsträckning beroende av antal biobesök i de olika städerna. Antalet biobesök är i sin tur i stor utsträckning beroende av den underliggande efterfrågan och utbud på svensk och internationell film.

På samtliga av bolagets biografer är det vanligt att antalet biobesök uppvisar variationer drivet av antalet biofilmer och populariteten av dessa. Utvecklingen ett enskilt år kan vidare skilja sig åt mellan bolagets biografer som en följd av inhemskt filmutbud och lokala preferenser.

Intäkter per biobesök

Bolagets intäkter delas in i intäkter från biljettförsäljning, kringförsäljning och övrigt. Samtliga intäktsströmmar är, mer eller mindre, en funktion av antalet biobesök på de städer där bolaget bedriver verksamhet.

Hållbarhetsrapport

I enlighet med ÅRL 6 kap 11§ har bolaget valt att upprätta den lagstadgade hållbarhetsrapporten som en från årsredovisningen avskild rapport. Hållbarhetsrapporten har överlämnats till revisorn samtidigt som årsredovisningen och återfinns som bilaga till årsredovisningen.

Ägarförhållanden

Filmstaden AB ingår i Odeon Cinemas Group som ägs av världens största biografkedja AMC Theatres. Filmstaden AB har två dotterbolag och är delägare i två handelsbolag. Bolaget är helägt dotterbolag till nuvarande moderbolag NCG Holding AB (559094-8328).

Flerårsöversikt (Tkr)	**2022**	**2021**	**2020**	**2019**	**2018**
Nettoomsättning	1 284 219	752 464	612 085	1 709 780	1 685 956
Resultat efter finansiella poster	-275 846	-103 998	-355 378	106 285	336 593
Antal anställda	390	334	381	455	488
Balansomslutning	2 645 512	3 353 145	3 289 696	3 853 658	1 355 741
Avkastning på totalt kap. (%)	-4,7	1,7	-6,3	17,9	27,8
Soliditet (%)	5,8	6,3	5,5	13,5	38,9
Avkastning på eget kap. (%)	-180,5	-49,2	-68,6	20,1	103,2

Nyckeltalsdefinitioner framgår av not 1.

20230707113921

Förslag till vinstdisposition

Styrelsen föreslår att till förfogande stående vinstmedel (kronor):

balanserad vinst	285 475 418
årets förlust	-268 878 792
	16 596 626

disponeras så att	
i ny räkning överföres	16 596 626
	16 596 626

Företagets resultat och ställning i övrigt framgår av efterföljande resultat- och balansräkning samt kassaflödesanalys med noter.

20230707113922

Resultaträkning
Tkr

	Not	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Rörelsens intäkter			
Nettoomsättning		1 284 219	752 464
Övriga rörelseintäkter	2	47 208	191 911
		1 331 427	**944 375**
Rörelsens kostnader			
Handelsvaror		-71 433	-32 869
Övriga externa kostnader	3, 4	-795 329	-577 487
Personalkostnader	5	-319 119	-227 977
Av- och nedskrivningar av immateriella anläggningstillgångar	6	-252 770	-261 743
Av- och nedskrivningar av materiella anläggningstillgångar	7	-45 418	-57 757
Övriga rörelsekostnader		-3 369	-1 943
		-1 487 438	**-1 159 775**
Rörelseresultat	8	**-156 011**	**-215 400**
Resultat från finansiella poster			
Resultat från andelar i koncernföretag	9	0	243 954
Resultat från andelar i intresseföretag		10 999	11 514
Övriga ränteintäkter och liknande resultatposter	10	19 513	20 059
Räntekostnader och liknande resultatposter	11	-150 346	-164 125
		-119 834	**111 402**
Resultat efter finansiella poster		**-275 846**	**-103 998**
Bokslutsdispositioner	12	17 633	16 406
Resultat före skatt		**-258 212**	**-87 592**
Skatt på årets resultat	13	-10 666	245
Årets resultat		**-268 879**	**-87 346**

20230707013923

Balansräkning
Tkr

	Not	2022-12-31	2021-12-31
TILLGÅNGAR			
Anläggningstillgångar			
Immateriella anläggningstillgångar			
Övriga immateriella anläggningstillgångar	14	21 500	34 051
Goodwill	15	201 337	441 557
Pågående arbete avseende immateriella anläggningstillgångar	16	31 018	7 142
		253 855	**482 750**
Materiella anläggningstillgångar			
Inventarier	17	158 899	182 059
Pågående nyanläggningar och förskott avseende materiella anläggningstillgångar	18	23 837	14 719
		182 736	**196 778**
Finansiella anläggningstillgångar			
Andelar i koncernföretag	19, 20	1 460 978	1 485 478
Fordringar hos koncernföretag	21	168 375	367 601
Andelar i intresseföretag	22, 23	42 669	39 537
Uppskjutna skattefordringar	24	16 584	24 241
Andra långfristiga fordringar	25	7 557	9 873
		1 696 163	**1 926 730**
Summa anläggningstillgångar		**2 132 754**	**2 606 258**

20230707713924

Balansräkning

Tkr

	Not	2022-12-31	2021-12-31
Omsättningstillgångar			
Varulager m m			
Handelsvaror		15 827	16 814
Förskott till leverantörer		468	1 031
		16 295	**17 845**
Kortfristiga fordringar			
Kundfordringar		111 238	82 282
Fordringar hos koncernföretag		10 749	66 723
Fordringar hos intresseföretag		2 142	0
Övriga kortfristiga fordringar	26	4 845	39 907
Förutbetalda kostnader och upplupna intäkter	27	134 164	105 891
		263 138	**294 803**
Kassa och bank	28	233 325	434 240
Summa omsättningstillgångar		**512 758**	**746 888**
SUMMA TILLGÅNGAR		**2 645 512**	**3 353 146**

20230707139225

Balansräkning
Tkr

	Not	2022-12-31	2021-12-31
EGET KAPITAL OCH SKULDER			
Eget kapital	29		
Bundet eget kapital			
Aktiekapital	30	500	500
Fond för utvecklingsutgifter	31	32 226	13 300
		32 726	**13 800**
Fritt eget kapital			
Balanserat resultat		285 475	167 254
Årets resultat		-268 879	-87 346
		16 596	**79 908**
Summa eget kapital		**49 322**	**93 708**
Obeskattade reserver	32	130 328	147 962
Avsättningar			
Avsättning för pensioner och liknande förpliktelser	33	90 010	64 684
Summa avsättningar		**90 010**	**64 684**
Långfristiga skulder	34		
Skulder till koncernföretag		1 535 832	2 156 243
Övriga långfristiga skulder		7 508	9 824
Summa långfristiga skulder		**1 543 340**	**2 166 067**
Kortfristiga skulder			
Leverantörsskulder		161 392	135 573
Skulder till koncernföretag		22 830	40 914
Skulder till intresseföretag		0	1 516
Aktuella skatteskulder		9 282	4 923
Övriga kortfristiga skulder	35	133 178	125 380
Upplupna kostnader och förutbetalda intäkter	36	505 830	572 419
Summa kortfristiga skulder		**832 512**	**880 725**
SUMMA EGET KAPITAL OCH SKULDER		**2 645 512**	**3 353 146**

K

20230707135926

Rapport över förändringar i eget kapital

Tkr

	Aktie-kapital	Reserv- och utvecklingsfond	Balanserat resultat	Årets resultat	Summa eget kapital
Ingående eget kapital 2021-01-01	**10 000**	**15 544**	**85 366**	**-59 856**	**51 054**
Förändring aktiekapital	-9 500		9 500		0
Förändring fond utvecklingsutgifter		-245	245		0
Förändring reservfond		-2 000	2 000		0
Årets resultat				-87 346	-87 346
Aktieägartillskott			130 000		130 000
Summa totalresultat	**-9 500**	**-2 245**	**141 744**	**-87 346**	**42 654**
Utgående eget kapital 2021-12-31	**500**	**13 299**	**227 110**	**-147 202**	**93 708**
Ingående eget kapital 2022-01-01	**500**	**13 299**	**227 110**	**-147 202**	**93 708**
Förändring fond utvecklingsutgifter		18 926	-18 926		0
Fusionsresultat			-12 552		-12 552
Årets resultat				-268 879	-268 879
Aktieägartillskott			237 046		237 046
Summa totalresultat		**18 926**	**205 568**	**-268 879**	**-44 385**
Utgående eget kapital 2022-12-31	**500**	**32 225**	**432 678**	**-416 080**	**49 323**

20230707013927

Kassaflödesanalys
Tkr

	Not	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Den löpande verksamheten			
Resultat efter finansiella poster		-275 846	-103 998
Justeringar för poster som inte ingår i kassaflödet	37	123 756	25 679
Kassaflöde från den löpande verksamheten före förändring av rörelsekapital		**-152 091**	**-78 319**
Kassaflöde från förändring av rörelsekapitalet			
Förändring av varulager och pågående arbete		987	-3 903
Förändring av kundfordringar		-29 201	-67 066
Förändring av kortfristiga fordringar		60 902	45 371
Förändring av leverantörsskulder		25 819	56 908
Förändring av kortfristiga skulder		240 846	148 703
Förändring koncernintern nettoskuld		78 809	-58 055
Kassaflöde från den löpande verksamheten		**226 071**	**43 636**
Investeringsverksamheten			
Investeringar i immateriella anläggningstillgångar		0	-5 061
Pågående inköp nyanläggningar		-20 243	0
Investeringar i materiella anläggningstillgångar		-11 675	-1 811
Pågående nyanläggningar		-23 877	-5 606
Kassaflöde från investeringsverksamheten		**-55 795**	**-12 478**
Finansieringsverksamheten			
Utlåning koncernföretag		-378 105	-17 597
Upptagna lån		0	208 381
Pensionsavsättning PRI		-2 666	1 184
Erhållen utdelning från intresseföretag		5 000	0
Kassaflöde från finansieringsverksamheten		**-375 771**	**191 968**
Årets kassaflöde		**-205 495**	**223 127**
Likvida medel vid årets början			
Likvida medel vid årets början		434 240	208 343
Kursdifferens i likvida medel			
Kursdifferens i likvida medel		4 580	2 770
Likvida medel vid årets slut		**233 325**	**434 240**

20230707713928

Noter
Tkr

Not 1 Redovisnings- och värderingsprinciper

Allmänna upplysningar
Årsredovisningen är upprättad i enlighet med årsredovisningslagen och BFNAR 2012:1 Årsredovisning och koncernredovisning (K3).

Bolaget tillämpar ändringen i Bokföringsnämndens allmänna råd (BFNAR 2020:1) om vissa redovisningsfrågor med anledning av coronaviruset. I övrigt är redovisningsprinciperna oförändrade jämfört med föregående år.

Fordringar
Fordringar redovisas som omsättningstillgångar med undantag för poster med förfallodag mer än 12 månader efter balansdagen, vilka klassificeras som anläggningstillgångar. Fordringar upptas till det belopp som efter individuell bedömning beräknas bli inbetalt.

Fordringar och skulder i utländsk valuta
Monetära tillgångs- och skuldposter i utländsk valuta värderas till balansdagens kurs. Transaktioner i utländsk valuta omräknas enligt transaktionsdagens avistakurs.

Intäktsredovisning
Intäkter innefattar det verkliga värdet av vad som erhållits eller kommer att erhållas för sålda varor och tjänster i företagets löpande verksamhet. Intäkter redovisas exklusive mervärdesskatt.

Biografintäkter
Intäkter från biljettförsäljning redovisas när filmen som biljetten berättigar innehavaren att se har visats i enlighet med de villkor som biljetten förskriver, och när intäkterna och tillhörande utgifter kan beräknas tillförlitligt samt det är sannolikt att de ekonomiska fördelarna som är förknippade med försäljningen tillfaller företaget. Se även relaterad princip för redovisning av lojalitetsprogram.

Försäljning av varor
Företagets intäkter från försäljning i kioskverksamheten (godis, läsk, popcorn och relaterade produkter) redovisas när risker och förmåner förknippade med ägandet av varorna har övergått på köparen i enlighet med försäljningsvillkoren, vilket normalt inträffar i samband med leverans, och när intäkterna och tillhörande utgifter kan beräknas tillförlitligt samt det är sannolikt att de ekonomiska fördelarna som är förknippade med försäljningen av enheterna tillfaller företaget. Se även relaterad princip för redovisning av lojalitetsprogram.

Presentkort
Intäkter från försäljning av presentkort eller motsvarande värdebevis som innehavaren kan använda för att köpa biljetter till filmvisning eller varor i biografernas kiosker, redovisas när kriterierna för intäktsredovisning av respektive tjänst och vara är uppfyllda (biografintäkter eller kioskvaror). Inbetalningar från sålda presentkort som inte har använts av kunder för köp av biljetter eller varor redovisas som skuld. Vid varje bokslut bedöms hur stor del av försålda presentkorts kvarvarande värden (kvarstående skuld) som kommer att utnyttjas. Den del av kvarstående skuld som företaget bedömer att kunder inte kommer att använda för köp intäktsredovisas. Underlag för bedömningen är historiska data avseende nyttjandegrad.

20230707113929

Reklamfilmsutrymme
Intäkter från försäljning av reklamfilmsutrymme redovisas när utlovad visning av reklamfilmen enligt överenskommelse inträffat och intäkterna och tillhörande utgifter kan beräknas tillförlitligt, samt det är sannolikt att de ekonomiska fördelarna som är förknippade med försäljningen av reklamfilmsutrymmet tillfaller företaget.

Statliga stöd
Ett statligt stöd som inte är förenat med krav på framtida prestation redovisas som en övrig rörelseintäkt det räkenskapsår som stödet hänför sig till och när villkoren för att få stödet har uppfyllts. Statliga stöd som erhålls i förskott redovisas som en skuld.

Anläggningstillgångar
Immateriella och materiella anläggningstillgångar redovisas till anskaffningsvärde minskat med ackumulerade avskrivningar enligt plan och eventuella nedskrivningar.

Linjär avskrivningsmetod används för samtliga typer av materiella tillgångar. Följande avskrivningstider tillämpas:

Inventarier 3-10 år
Inga låneutgifter aktiveras.

Immateriella anläggningstillgångar
Immateriella anläggningstillgångar som innehas av Filmstaden AB avser primärt goodwill och affärssystem. Immateriella tillgångar redovisas till anskaffningsvärde minskat med ackumulerade avskrivningar och nedskrivningar. Avskrivningar görs linjärt över den bedömda nyttjandetiden.

Följande avskrivningstider tillämpas:
Affärssystem 10 år
Goodwill 10 år

Nedskrivningar
När det finns en indikation på att en tillgångs värde minskat, görs en prövning av nedskrivningsbehov. Har tillgången ett återvinningsvärde som är lägre än det redovisade värdet, skrivs den ner till återvinningsvärdet. En tidigare nedskrivning av en tillgång, andra än goodwill, återförs när det har skett en förändring i de antaganden som vid nedskrivningstillfället låg till grund för att fastställa tillgångens återvinningsvärde. Det återförda beloppet ökar tillgångens redovisade värde, dock högst till det värde tillgången skulle ha haft (efter avdrag för normala avskrivningar) om ingen nedskrivning gjorts.

Finansiella instrument
Företagets finansiella instrument såsom lånefordringar, kundfordringar och övriga fordringar, skulder till koncernföretag och leverantörsskulder redovisas till anskaffningsvärde. Instrumenten redovisas i balansräkningen när Filmstaden AB blir part i instrumentets avtalsmässiga villkor. Finansiella tillgångar tas bort från balansräkningen när rätten att erhålla kassaflöden från instrumentet har löpt ut eller överförts och bolaget har överfört i stort sett alla risker och förmåner som är förknippade med äganderätten. Finansiella skulder tas bort från balansräkningen när förpliktelserna har reglerats eller på annat sätt upphört.

Lånefordringar och kundfordringar
Lånefordringar och kundfordringar är finansiella tillgångar som inte är derivat, som har fastställda eller fastställbara betalningar och som inte är noterade på en aktiv marknad. De ingår i omsättningstillgångar med undantag för poster med förfallodag mer än 12 månader efter balansdagen, vilka

K

20230707131930

klassificeras som anläggningstillgångar. Fordringar tas upp till det belopp som förväntas bli inbetalt efter avdrag för individuellt bedömda osäkra fordringar. Väsentliga finansiella svårigheter hos gäldenären, sannolikhet för att gäldenären kommer att gå i konkurs eller genomgå finansiell rekonstruktion och uteblivna eller försenade betalningar betraktas som indikatorer på att ett nedskrivningsbehov av en kundfordran kan föreligga. Kundfordringarnas förväntade löptid är kort varför det redovisade värdet överensstämmer med det nominella värdet eftersom diskonteringseffekten är oväsentlig.

Bokslutsdispositioner
Förändringar av obeskattade reserver redovisas som bokslutsdispositioner i resultaträkningen.
Koncernbidrag redovisas som bokslutsdispositioner.

Leasingavtal
Samtliga leasingavtal, oavsett om de är finansiella eller operationella, redovisas som hyresavtal (operationella leasingavtal). Operationell leasing innebär att leasingavgiften kostnadsförs linjärt över leasingperioden med utgångspunkt från nyttjandet, vilket kan skilja sig åt från vad som de facto erlagts som leasingavgift under året.

Varulager
Varulagret värderas, med tillämpning av först-in först-ut-principen, enligt inkomstskattelagens bestämmelser till det lägsta av 97 procent av anskaffningsvärdet och nettoförsäljningsvärdet.
Varulagret består i allt väsentligt av 3D-glasögon samt produkter som säljs i kioskverksamheten i anslutning till biograferna. Anskaffningsvärdet för varor i lager består av inköpspriset, tullavgifter och transportkostnader.

Inkomstskatter
Aktuella skatter värderas utifrån de skattesatser och skatteregler som gäller på balansdagen.
Uppskjutna skatter värderas utifrån de skattesatser och skatteregler som är beslutade per balansdagen.
Redovisade inkomstskatter innefattar skatt som skall betalas eller erhållas avseende aktuellt år samt justeringar avseende tidigare års aktuella skatt. Aktuell skatt, liksom förändring i uppskjuten skatt, redovisas i resultaträkningen om inte skatten är hänförlig till en händelse eller transaktion som redovisas direkt i eget kapital. Skatteeffekter av poster som redovisas direkt mot eget kapital, redovisas mot eget kapital.
Uppskjuten skatt avseende framtida skatteeffekter redovisas inte i resultat- och balansräkningarna.

Tillgångar, avsättningar och skulder
Tillgångar, avsättningar och skulder har värderats till anskaffningsvärde om inget annat anges nedan.

Lojalitetsprogram
Kundlojalitetsprogrammet innebär att en kund kan välja att bli medlem i Filmstaden. Vid köp av biljett eller kioskprodukt berättigar det medlemmen till poäng i kundlojalitetsprogrammet. Poängen kan sedan användas av medlemmen för att köpa biljetter eller kioskprodukter. Poängen har begränsad livslängd. Vid försäljning av en tjänst eller vara (biljett för filmvisning eller kiosk) avräknas från försäljningssumman det verkliga värde som poängen från försäljningen ger medlemmen rätt till. Det verkliga värdet skuldförs (förutbetald intäkt) och intäktsredovisas när poängen vid senare tillfälle används för köp av tjänster eller varor. Vid skuldföringen tas hänsyn till medlemmarnas historiska utnyttjandegrad av poäng. Bara den andel av poängen som företaget bedömer kommer att användas avräknas från försäljningssumman. Bonuspoängen är giltiga för köp det medlemsår de tjänades in samt ytterligare två medlemsår. Bonuspoäng som inte lösts in efter denna period redovisas som intäkt. Medlemsåret är 12 månader och startar det datum som kunden först blev medlem i Filmstaden.

20230707713931

Ersättningar till anställda
Kortfristiga ersättningar
Kortfristiga ersättningar i företaget utgörs av lön, sociala avgifter, betald semester, betald sjukfrånvaro, sjukvård och bonus. Kortfristiga ersättningar redovisas som en kostnad och en skuld då det finns en legal eller informell förpliktelse att betala ut en ersättning.

Pensionsförpliktelser
Företaget har redovisat pensionsförpliktelser enligt de förenklingsregler som finns i K3. Alla pensionsutfästelser som inte övertagits av försäkringsbolag eller på annat sätt säkerställts genom fondering hos extern part skuldförs i balansräkning. Företaget redovisar en förmånsbestämd plan som en avgiftsbestämd plan när premien är betald. Löneskatten redovisas som en kostnad i resultaträkningen.

Koncernbidrag
Företaget redovisar koncernbidrag enligt inkomstskattelagen som bokslutsdisposition. Skatteeffekten av koncernbidraget redovisas som aktuell skatt i resultaträkningen.

Koncernförhållanden
Uppgift om moderbolaget
Filmstaden AB är ett helägt dotterföretag till NCG Holding AB, (559094-8328), med säte i Stockholm.

Filmstaden AB upprättar inte någon koncernredovisning med hänvisning till undantaget i ÅRL 7:2.

Filmstaden AB ingår i en koncern där AMC Entertainment Holdings, Inc. med säte i Leawood, Kansas USA, (Federal Employer identification no 26- 0303916) upprättar koncernredovisning. Koncernårsredovisningen är tillgänglig på http://www.amctheatres.com.

Kassaflödesanalys
Kassaflödesanalysen upprättas enligt indirekt metod. Det redovisade kassaflödet omfattar endast transaktioner som medfört in- eller utbetalningar. Företaget klassificerar likvida medel som kassamedel, disponibla tillgodohavanden hos banker och andra kreditinstitut.

Eventualförpliktelser
Företagets eventualförpliktelser består till största delen av PRI pensionsgaranti och ansvar som delägare i handelsbolag. Eventualförpliktelserna redovisas när det finns ett möjligt åtagande som härrör från inträffade händelser och vars förekomst bekräftas endast av en eller flera osäkra framtida händelser eller när det finns ett åtagande som inte redovisas som en skuld eller avsättning på grund av att det inte är troligt att ett utflöde av resurser kommer att krävas eller inte kan beräknas med tillräcklig tillförlitlighet.

Nyckeltalsdefinitioner

Nettoomsättning
Rörelsens huvudintäkter, fakturerade kostnader, sidointäkter samt intäktskorrigeringar.

Resultat efter finansiella poster
Resultat efter finansiella intäkter och kostnader men före bokslutsdispositioner och skatter.

Antal anställda
Medelantal anställda under räkenskapsåret.

20230707139 32

Balansomslutning
Företagets samlade tillgångar.

Avkastning på totalt kap. (%)
Rörelseresultat plus finansiella intäkter i procent av balansomslutningen.

Soliditet (%)
Justerat eget kapital (eget kapital och obeskattade reserver med avdrag för uppskjuten skatt) i procent av balansomslutning.

Avkastning på eget kap. (%)
Resultat efter finansiella poster i procent av justerat eget kapital (eget kapital och obeskattade reserver med avdrag för uppskjuten skatt).

Uppskattningar och bedömningar

Filmstaden AB gör uppskattningar och bedömningar om framtiden. I följande avsnitt beskrivs de viktigaste uppskattningar och bedömningar som har gjorts vid tillämpningen av bolagets redovisningsprinciper och som har den mest betydande effekten på de redovisade beloppen i den finansiella rapporten.

Värdering av storlek på skuld avseende företagsbiljetter och presentkort

Vid varje bokslut görs en bedömning hur stor andel av skuldförda företagsbiljetter och presentkort som ej kommer att utnyttjas baserat på historisk nyttjandegrad. Uppskattad intäkt från ej utnyttjade företagsbiljetter och presentkort periodiseras över dess giltighetstid i proportion utifrån det historiska inlösenmönstret. Eventuella avvikelser från estimatet redovisas i den period då giltighetstiden har gått ut. Bolaget ser regelbundet över uppskattningen av förväntad inlösen och den justeras vid behov.

Värdering av storlek på förutbetald intäkt för kundlojalitetsprogram

Filmstaden AB bedömer löpande värdet av ännu ej utnyttjade poäng inom ramen för kundlojalitetsprogram. Viktiga antaganden för värderingen av denna skuld är andelen poäng som kommer lösas in mot varor och tjänster av gästerna och den marginal (och därmed det verkliga värdet) på varor och tjänster som gästen kan förvärva för sina poäng. Kundlojalitetsprogrammet registrerar alla utestående poäng och ger underlag för värderingen av den förutbetalda intäkten. En förändring i antagandet av andelen gäster som löser in sina poäng innan de förfaller med 5 % påverkar resultatet och balansposten med 2 369 tkr (2 403).

Uppskjuten skattefordran

På balansdagen görs en bedömning huruvida det är sannolikt att det skattemässiga underskottet kommer att kunna regleras gentemot framtida vinster. Den del av underskottet som sannolikt kommer att kunna regleras gentemot framtida skattemässiga överskott inom en överskådlig tid redovisas som en uppskjuten skattefordran i balansräkningen. Som en följd av detta har en uppskjuten skattefordran om 16 584 tkr redovisats.

Nedskrivningsprövning för goodwill

Vid varje balansdag bedöms om det finns någon indikation på att en tillgångs värde är lägre än dess redovisade värde. Om en sådan indikation finns görs en nedskrivningsprövning. Bolaget testade nedskrivningsbehovet tidigae år (2021) år och då förutsättningarna är desamma gjordes bedömningen att det inte föreligger behov av nedskrivning. Bolaget testade då om något nedskrivningsbehov förelåg för goodwill i enlighet med den redovisningsprincip som beskrivs i not 1 under nedskrivningar. De viktigaste antagandena i dessa beräkningar rör de framtida ekonomiska prognoserna, tillväxttakt efter den prognostiserade 5 årsperioden, investeringsbehov och diskonteringsränta. Nuvarande värdering av bolagets tillgångar i form av goodwill förutsätter att de framtagna ekonomiska prognoserna kommer att realiseras. Det går inte med säkerhet att säga att använda antaganden i prognoserna är korrekta. Prognoserna är emellertid baserade på konservativa besöksantaganden och bolaget bedömer att sannolikheten är god att

20230707713933

genomföra prognoserna. Bolaget har tillämpat en tillväxttakt om 2 % efter den prognostiserade 5 årsperioden och en diskonteringsränta om 11 %. Utifrån dessa bedömningar förelåg inget nedskrivningsbehov enligt den nedskrivningsprövning som genomfördes av bolagets värde på goodwill. Även om den uppskattade tillväxttakten som har tillämpats för diskonterade kassaflöden efter den prognostiserade 5 årsperioden hade varit 0 % i stället för 2 % skulle inget nedskrivningsbehov av goodwill förekomma. Vidare skulle inget nedskrivningsbehov av goodwill förekomma om den uppskattade diskonteringsräntan som har tillämpats för diskonterade kassaflöden hade varit 1 % högre.

Nedskrivningsprövning för andelar i dotterbolag
Vid varje balansdag bedöms om det finns någon indikation på att en tillgångs värde är lägre än dess redovisade värde. Om en sådan indikation finns görs en nedskrivningsprövning men bedömning är satt sådan inte finns.

20230707713934

Not 2 Övriga rörelseintäkter

	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Kursvinst på fordringar/skulder av rörelsekaraktär	1 383	878
Övriga intäkter	14 141	0
	15 524	**878**
Statliga stöd		
Korttidsstöd	1 755	25 512
Omställningsstöd	-71	85 521
Stöd för intäktsbortfall från Svenska Filminstitutet	30 000	80 000
	31 684	**191 033**

Not 3 Operationella leasingavtal

Framtida minimileasingavgifter, som ska erläggas avseende icke uppsägningsbara leasingavtal:

	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Inom ett år	216 951	195 010
Senare än ett år men inom fem år	611 268	587 252
Senare än fem år	467 767	514 737
	1 295 986	**1 296 999**

I bolagets redovisning utgörs den operationella leasingen i allt väsentligt av hyrda biograflokaler. Årets hyresbetalningar uppgick till 200 542 tkr (191 923).

Not 4 Arvode till revisorer

Med revisionsuppdrag avses granskning av årsredovisningen och bokföringen samt styrelsens förvaltning, övriga arbetsuppgifter som det ankommer på bolagets revisor att utföra samt rådgivning eller annat biträde som föranleds av iakttagelser vid sådan granskning eller genomförandet av sådana övriga arbetsuppgifter.

	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
EY		
Revisionsuppdrag	2 007	1 014
Revisionsverksamhet utöver revisionsuppdraget		1 091
	2 007	2 105

20230707135935

Not 5 Anställda och personalkostnader

	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Medelantalet anställda		
Kvinnor	206	171
Män	184	163
	390	**334**
Löner och andra ersättningar		
Övriga anställda	209 498	167 432
	209 498	**167 432**
Sociala kostnader		
Pensionskostnader för övriga anställda	35 782	9 818
Övriga sociala avgifter enligt lag och avtal	67 984	48 142
	103 766	**57 960**
Totala löner, ersättningar, sociala kostnader och pensionskostnader	**313 264**	**225 392**
Könsfördelning bland ledande befattningshavare		
Andel män i styrelsen	100 %	100 %
Andel kvinnor bland övriga ledande befattningshavare	50 %	50 %
Andel män bland övriga ledande befattningshavare	50 %	50 %

Not 6 Av- och nedskrivningar av immateriella anläggningstillgångar

	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Goodwill	240 220	240 220
Affärssystem - Kassasystem, webb och app	12 550	21 523
	252 770	**261 743**

Not 7 Av- och nedskrivningar av materiella anläggningstillgångar

	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Inventarier	45 418	57 757
	45 418	**57 757**

20230707139336

Not 8 Inköp och försäljning mellan koncernföretag

	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Andel av årets totala inköp som skett från andra företag i koncernen	3,80 %	7,90 %
Andel av årets totala försäljningar som skett till andra företag i koncernen	2,60 %	4,40 %

Vid inköp och försäljning mellan koncernföretag tillämpas samma principer för prissättning som vid transaktioner med externa parter.

Not 9 Resultat från andelar i koncernföretag

	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Utdelning från Finnkino Oy	0	243 954
	0	**243 954**

Not 10 Övriga ränteintäkter och liknande resultatposter

	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Ränteintäkter från koncernföretag	19 505	20 054
Övriga ränteintäkter	8	5
	19 513	**20 059**

Not 11 Räntekostnader och liknande resultatposter

	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Räntekostnader till koncernföretag	123 857	129 432
Räntedel i årets pensionskostnad	2 444	2 564
Övriga räntekostnader	2 407	2 917
Kursdifferenser	21 211	28 849
Övriga finansiella kostnader	427	364
	150 346	**164 125**

Not 12 Bokslutsdispositioner

	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Förändring av överavskrivningar	17 633	16 406
	17 633	**16 406**

20230707l3937

Not 13 Aktuell och uppskjuten skatt

	2022-01-01 -2022-12-31	2021-01-01 -2021-12-31
Skatt på årets resultat		
Uppskjuten skatt	10 666	-245
Summa	**10 666**	**-245**

Avstämning av effektiv skatt

		2022-01-01 -2022-12-31		2021-01-01 -2021-12-31
	Procent	**Belopp**	**Procent**	**Belopp**
Redovisat resultat före skatt		-258 212		-87 592
Skatt enligt gällande skattesats	20,60	53 192	20,60	18 044
Skatteeffekt av ej avdragsgilla Goodwillavskrivningar		-49 485		-49 485
Skatteeffekt av ej avdragsgilla räntor		-13 507		-17 304
Skatteeffekt av ej avdragsgilla kostnader		-735		-1 514
Skatteeffekt av ej skattepliktig utdelning				50 255
Skatt hänförlig till pensionsutbetalningar avseende tidigare återlagda kostnader för kapitalförsäkringar		477		538
Skatteeffekt av utnyttjande av tidigare års underskottsavdrag		10 059		
Skatteeffekt av årets tillkommande underskottsavdrag				-533
Uppskjuten skatt		-10 666		245
Redovisad effektiv skatt	**-4,13**	**-10 666**	**0,28**	**245**

Not 14 Immateriella anläggningstillgångar

	2022-12-31	2021-12-31
Ingående anskaffningsvärden	128 526	128 526
Utgående ackumulerade anskaffningsvärden	**128 526**	**128 526**
Ingående avskrivningar	-94 475	-72 952
Årets avskrivningar	-12 550	-21 523
Utgående ackumulerade avskrivningar	**-107 025**	**-94 475**
Utgående redovisat värde	**21 500**	**34 051**

20230707113938

Not 15 Goodwill

	2022-12-31	2021-12-31
Ingående anskaffningsvärden	2 437 115	2 437 115
Utgående ackumulerade anskaffningsvärden	**2 437 115**	**2 437 115**
Ingående avskrivningar	-1 995 558	-1 755 338
Årets avskrivningar	-240 220	-240 220
Utgående ackumulerade avskrivningar	**-2 235 778**	**-1 995 558**
Utgående redovisat värde	**201 337**	**441 557**

Not 16 Balanserade utgifter för utvecklingsarbeten och liknande arbeten

	2022-12-31	2021-12-31
Ingående anskaffningsvärden	7 142	2 081
Inköp	23 877	5 061
Utgående ackumulerade anskaffningsvärden	**31 018**	**7 142**
Utgående redovisat värde	**31 018**	**7 142**

Not 17 Inventarier

	2022-12-31	2021-12-31
Ingående anskaffningsvärden	1 185 030	1 190 365
Inköp	11 675	1 811
Försäljningar/utrangeringar	-8 346	-8 111
Omklassificeringar	11 125	965
Utgående ackumulerade anskaffningsvärden	**1 199 484**	**1 185 030**
Ingående avskrivningar	-991 232	-941 123
Försäljningar/utrangeringar	7 804	7 648
Årets avskrivningar	-45 418	-57 757
Utgående ackumulerade avskrivningar	**-1 028 846**	**-991 232**
Ingående nedskrivningar	-11 739	-11 739
Utgående ackumulerade nedskrivningar	**-11 739**	**-11 739**
Utgående redovisat värde	**158 899**	**182 059**

20230707013939

Not 18 Pågående nyanläggningar och förskott avseende materiella anläggningar

	2022-12-31	2021-12-31
Ingående anskaffningsvärden	14 719	10 078
Inköp	20 243	5 606
Omklassificeringar	-11 126	-965
Utgående ackumulerade anskaffningsvärden	**23 836**	**14 719**
Utgående redovisat värde	**23 836**	**14 719**

Not 19 Andelar i koncernföretag

	2022-12-31	2021-12-31
Ingående anskaffningsvärden	1 485 478	1 476 975
Aktieägartillskott till dotterbolag (Filmstaden Media AB)		9 000
Fusion av dotterbolag (Filmstaden Media AB)	-24 500	
Likvidering av NCG Distribution UAB		-497
Utgående ackumulerade anskaffningsvärden	**1 460 978**	**1 485 478**
Utgående redovisat värde	**1 460 978**	**1 485 478**

Not 20 Specifikation andelar i koncernföretag

Namn	Andel i %	Antal andelar	Redovisat värde
Odeon Kino AS	100	100	193 010
Finnkino Oy	100	18 321	1 267 968
			1 460 978

	Org.nr	Säte
Odeon Kino AS	962 277 055	Oslo
Finnkino Oy	0647239-1	Helsingfors

Not 21 Långfristiga fordringar

	2022-12-31	2021-12-31
Fordringar på koncernföretag	168 375	367 601
	168 375	**367 601**

20230707013940

Not 22 Resultat från andelar i intresseföretag

Namn	Kapital-andel	Rösträtts-andel
Västerås biografer, Aktiebolaget Svensk Filmindustri & Co	50	50
Handelsbolaget Svenska Bio Lidingö	50	50

	Org.nr	Säte
Västerås biografer, Aktiebolaget Svensk Filmindustri & Co	902002-1664	Stockholm
Handelsbolaget Svenska Bio Lidingö	916615-5698	Lidingö

Not 23 Andelar i intresseföretag

	2022-12-31	2021-12-31
Bokfört värde		
Västerås biografer, Aktiebolaget Svensk Filmindustri & Co	0	0
Handelsbolaget Svenska Bio Lidingö	42 669	39 537
	42 669	**39 537**

Not 24 Uppskjuten skattefordran

	2022-12-31	2021-12-31
Uppskjuten skattefordran på kapitalförsäkring	2 084	2 691
Uppskjuten skattefordran på aktiverade underskott	14 500	21 018
Uppskjuten skattefordan på årets förlust		532
	16 584	**24 241**

Not 25 Andra långfristiga fordringar

	2022-12-31	2021-12-31
Kapitalförsäkring	7 508	9 824
Deposition Tullverket	49	49
	7 557	**9 873**

20230707713941

Not 26 Övriga kortfristiga fordringar

	2022-12-31	2021-12-31
Korttidsstöd	903	38 099
Skattekonto	1 598	239
Övriga poster	2 343	1 569
	4 845	**39 907**

Not 27 Förutbetalda kostnader och upplupna intäkter

	2022-12-31	2021-12-31
Förutbetalda hyror	55 140	49 620
Upplupna ränteintäkter på fordringar på koncernföretag	53 856	44 304
PRI	955	809
Förutbetalda kostnader	21 746	8 722
Upplupna intäkter	2 466	2 437
	134 164	**105 891**

Not 28 Likvida medel

	2022-12-31	2021-12-31
Likvida medel		
Spärrade bankmedel	90 290	82 853
Banktillgodohavanden	8 280	6 413
Tillgodohavanden på koncernkonto	134 756	344 974
	233 325	**434 240**

Spärrade bankmedel har deponerats hos Nordea till säkerhet för hyreskontrakt i dotterbolag samt för pensionsskuld i egen regi. Banktillgodohavanden består av pengar på väg.

Not 29 Disposition av vinst eller förlust

	2022-12-31
Förslag till vinstdisposition	
Styrelsen föreslår att till förfogande stående vinstmedel:	
balanserad vinst	285 475
årets förlust	-268 879
	16 597
disponeras så att	
i ny räkning överföres	16 597
	16 597

Not 30 Antal aktier och kvotvärde

Aktiekapitalet består av 20 000 st aktier med kvotvärde 25 kr.

20230707013942

Not 31 Fond för utvecklingsutgifter

	2022-12-31	2021-12-31
Belopp vid årets ingång	13 300	13 544
Avsättning till fonden under räkenskapsåret	23 877	5 097
Avskrivningar	-4 951	-5 342
Belopp vid årets utgång	**32 226**	**13 300**

Not 32 Obeskattade reserver

	2022-12-31	2021-12-31
Ackumulerade överavskrivningar	130 328	147 962
	130 328	**147 962**

Not 33 Avsättning för pensioner och liknande förpliktelser

	2022-12-31	2021-12-31
Avsättningar enligt Tryggandelagen FPG/PRI-pensioner	90 010	64 684
	90 010	**64 684**

Not 34 Långfristiga skulder

	2022-12-31	2021-12-31
Förfaller senare än fem år efter balansdagen		
Pensionsskuld Kapitalförsäkringar	7 508	9 824
Skulder till koncernföretag	1 535 832	2 156 243
	1 543 340	**2 166 067**

Not 35 Övriga kortfristiga skulder

	2022-12-31	2021-12-31
Tillfälligt anstånd skattebetalningar	111 715	109 405
Reklamskatt	0	340
Moms att betala	11 217	6 723
Personalskatt och arbetsgivaravgifter	8 147	6 985
Övriga poster	2 099	1 926
	133 178	**125 380**

kj

20230707713943

Not 36 Upplupna kostnader och förutbetalda intäkter

	2022-12-31	2021-12-31
Upplupna löner	34 328	30 198
Upplupna semesterlöner	27 950	22 379
Upplupna sociala avgifter och övriga lönebikostnader	9 806	8 033
Förutbetalda intäkter	258 950	266 275
Förutbetalda investeringsbidrag	29 721	28 648
Upplupen filmhyra	29 784	17 884
Upplupna räntekostnader på skulder till koncernföretag	61 391	146 002
Övriga poster	53 899	53 002
	505 829	**572 420**

Not 37 Justering för poster som inte ingår i kassaflödet

	2022-12-31	2021-12-31
Av- och nedskrivningar	298 188	319 500
Avsättningar	-272 700	-150 792
Vinst vid försäljning av anläggningstillgångar	582	408
Resultatandel intressebolag	-10 999	-11 514
Utdelning dotterbolag		-243 954
Ej betald räntekostnad	108 685	112 032
	123 756	**25 679**

Not 38 Ställda säkerheter

	2022-12-31	2021-12-31
För moderföretag		
Företagsinteckningar	400	400
Ställd säkerhet för Svenska Bio	24 550	24 550
Aktier i dotterföretag	132	5 632
Fordringar på koncernföretag	192 879	192 879
	217 961	**223 461**

Not 39 Eventualförpliktelser

	2022-12-31	2021-12-31
Eventualförpliktelser		
Ömsesidigt ansvar PRI Pensionsgaranti	1 800	1 294
Garantiåttagande PRI	150 100	147 900
Bankgaranti	78 175	70 489
Hyresgarantier dotterbolag	52 266	51 794
Ansvar som delägare i handelsbolag	83 956	80 776
	366 297	**352 252**

20230707113944

Not 40 Väsentliga händelser efter räkenskapsårets slut

Inga väsentliga händelser har skett efter räkenskapsårets slut.

Årsredovisningen är upprättad den dag samtliga befattningshavare har skrivit under.

Stockholm 27/6 2023

Mark Way
Ordförande

Andrew Alker

Ramon Biarnes

Revisorspåteckning

Vår revisionsberättelse har lämnats 4/7 2023

Ernst & Young Aktiebolag

Håkan Aspenblad
Auktoriserad revisor

20230707713945

Building a better working world

Revisionsberättelse

Till bolagsstämman i Filmstaden AB, org.nr 556035-1651

Rapport om årsredovisningen

Uttalanden

Vi har utfört en revision av årsredovisningen för Filmstaden AB för räkenskapsåret 2022.

Enligt vår uppfattning har årsredovisningen upprättats i enlighet med årsredovisningslagen och ger en i alla väsentliga avseenden rättvisande bild av Filmstaden ABs finansiella ställning per den 31 december 2022 och av dess finansiella resultat och kassaflöde för året enligt årsredovisningslagen. Förvaltningsberättelsen är förenlig med årsredovisningens övriga delar.

Vi tillstyrker därför att bolagsstämman fastställer resultaträkningen och balansräkningen.

Grund för uttalanden

Vi har utfört revisionen enligt International Standards on Auditing (ISA) och god revisionssed i Sverige. Vårt ansvar enligt dessa standarder beskrivs närmare i avsnittet *Revisorns ansvar*. Vi är oberoende i förhållande till Filmstaden AB enligt god revisorssed i Sverige och har i övrigt fullgjort vårt yrkesetiska ansvar enligt dessa krav.

Vi anser att de revisionsbevis vi har inhämtat är tillräckliga och ändamålsenliga som grund för våra uttalanden.

Styrelsens ansvar

Det är styrelsen som har ansvaret för att årsredovisningen upprättas och att den ger en rättvisande bild enligt årsredovisningslagen. Styrelsen ansvarar även för den interna kontroll som den bedömer är nödvändig för att upprätta en årsredovisning som inte innehåller några väsentliga felaktigheter, vare sig dessa beror på oegentligheter eller misstag.

Vid upprättandet av årsredovisningen ansvarar styrelsen för bedömningen av bolagets förmåga att fortsätta verksamheten. Den upplyser, när så är tillämpligt, om förhållanden som kan påverka förmågan att fortsätta verksamheten och att använda antagandet om fortsatt drift. Antagandet om fortsatt drift tillämpas dock inte om styrelsen avser att likvidera bolaget, upphöra med verksamheten eller inte har något realistiskt alternativ till att göra något av detta.

Revisorns ansvar

Våra mål är att uppnå en rimlig grad av säkerhet om att årsredovisningen som helhet inte innehåller några väsentliga felaktigheter, vare sig dessa beror på oegentligheter eller misstag, och att lämna en revisionsberättelse som innehåller våra uttalanden. Rimlig säkerhet är en hög grad av säkerhet, men är ingen garanti för att en revision som utförs enligt ISA och god revisionssed i Sverige alltid kommer att upptäcka en väsentlig felaktighet om en sådan finns. Felaktigheter kan uppstå på grund av oegentligheter eller misstag och anses vara väsentliga om de enskilt eller tillsammans rimligen kan förväntas påverka de ekonomiska beslut som användare fattar med grund i årsredovisningen.

Som del av en revision enligt ISA använder vi professionellt omdöme och har en professionellt skeptisk inställning under hela revisionen. Dessutom:

- identifierar och bedömer vi riskerna för väsentliga felaktigheter i årsredovisningen, vare sig dessa beror på oegentligheter eller misstag, utformar och utför granskningsåtgärder bland annat utifrån dessa risker och inhämtar revisionsbevis som är tillräckliga och ändamålsenliga för att utgöra en grund för våra uttalanden. Risken för att inte upptäcka en väsentlig felaktighet till följd av oegentligheter är högre än för en väsentlig felaktighet som beror på misstag, eftersom oegentligheter kan innefatta agerande i maskopi, förfalskning, avsiktliga utelämnanden, felaktig information eller åsidosättande av intern kontroll.
- skaffar vi oss en förståelse av den del av bolagets interna kontroll som har betydelse för vår revision för att utforma granskningsåtgärder som är lämpliga med hänsyn till omständigheterna, men inte för att uttala oss om effektiviteten i den interna kontrollen.
- utvärderar vi lämpligheten i de redovisningsprinciper som används och rimligheten i styrelsens uppskattningar i redovisningen och tillhörande upplysningar.
- drar vi en slutsats om lämpligheten i att styrelsen använder antagandet om fortsatt drift vid upprättandet av årsredovisningen. Vi drar också en slutsats, med grund i de inhämtade revisionsbevisen, om det finns någon väsentlig osäkerhetsfaktor som avser sådana händelser eller förhållanden som kan leda till betydande tvivel om bolagets förmåga att fortsätta verksamheten. Om vi drar slutsatsen att det finns en väsentlig osäkerhetsfaktor, måste vi i revisionsberättelsen fästa uppmärksamheten på upplysningarna i årsredovisningen om den väsentliga osäkerhetsfaktorn eller, om sådana upplysningar är otillräckliga, modifiera uttalandet om årsredovisningen. Våra slutsatser baseras på de revisionsbevis som inhämtas fram till datumet för revisionsberättelsen. Dock kan framtida händelser eller förhållanden göra att ett bolag inte längre kan fortsätta verksamheten.
- utvärderar vi den övergripande presentationen, strukturen och innehållet i årsredovisningen, däribland upplysningarna, och om årsredovisningen återger de underliggande transaktionerna och händelserna på ett sätt som ger en rättvisande bild.

Vi måste informera styrelsen om bland annat revisionens planerade omfattning och inriktning samt tidpunkten för den. Vi måste också informera om betydelsefulla iakttagelser under revisionen, däribland de eventuella betydande brister i den interna kontrollen som vi identifierat.

20230707113946

Building a better working world

Rapport om andra krav enligt lagar och andra författningar

Uttalanden

Utöver vår revision av årsredovisningen har vi även utfört en revision av styrelsens förvaltning av Filmstaden AB för räkenskapsåret 2022 samt av förslaget till dispositioner beträffande bolagets vinst eller förlust.

Vi tillstyrker att bolagsstämman disponerar vinsten enligt förslaget i förvaltningsberättelsen och beviljar styrelsens ledamöter ansvarsfrihet för räkenskapsåret.

Grund för uttalanden

Vi har utfört revisionen enligt god revisionssed i Sverige. Vårt ansvar enligt denna beskrivs närmare i avsnittet *Revisorns ansvar*. Vi är oberoende i förhållande till Filmstaden AB enligt god revisorssed i Sverige och har i övrigt fullgjort vårt yrkesetiska ansvar enligt dessa krav.

Vi anser att de revisionsbevis vi har inhämtat är tillräckliga och ändamålsenliga som grund för våra uttalanden.

Styrelsens ansvar

Det är styrelsen som har ansvaret för förslaget till dispositioner beträffande bolagets vinst eller förlust. Vid förslag till utdelning innefattar detta bland annat en bedömning av om utdelningen är försvarlig med hänsyn till de krav som bolagets verksamhetsart, omfattning och risker ställer på storleken av bolagets egna kapital, konsolideringsbehov, likviditet och ställning i övrigt.

Styrelsen ansvarar för bolagets organisation och förvaltningen av bolagets angelägenheter. Detta innefattar bland annat att fortlöpande bedöma bolagets ekonomiska situation och att tillse att bolagets organisation är utformad så att bokföringen, medelsförvaltningen och bolagets ekonomiska angelägenheter i övrigt kontrolleras på ett betryggande sätt.

Revisorns ansvar

Vårt mål beträffande revisionen av förvaltningen, och därmed vårt uttalande om ansvarsfrihet, är att inhämta revisionsbevis för att med en rimlig grad av säkerhet kunna bedöma om någon styrelseledamot i något väsentligt avseende:

- företagit någon åtgärd eller gjort sig skyldig till någon försummelse som kan föranleda ersättningsskyldighet mot bolaget, eller
- på något annat sätt handlat i strid med aktiebolagslagen, årsredovisningslagen eller bolagsordningen.

Vårt mål beträffande revisionen av förslaget till dispositioner av bolagets vinst eller förlust, och därmed vårt uttalande om detta, är att med rimlig grad av säkerhet bedöma om förslaget är förenligt med aktiebolagslagen.

Rimlig säkerhet är en hög grad av säkerhet, men ingen garanti för att en revision som utförs enligt god revisionssed i Sverige alltid kommer att upptäcka åtgärder eller försummelser som kan föranleda ersättningsskyldighet mot bolaget, eller att ett förslag till dispositioner av bolagets vinst eller förlust inte är förenligt med aktiebolagslagen.

Som en del av en revision enligt god revisionssed i Sverige använder vi professionellt omdöme och har en professionellt skeptisk inställning under hela revisionen. Granskningen av förvaltningen och förslaget till dispositioner av bolagets vinst eller förlust grundar sig främst på revisionen av räkenskaperna. Vilka tillkommande granskningsåtgärder som utförs baseras på vår professionella bedömning med utgångspunkt i risk och väsentlighet. Det innebär att vi fokuserar granskningen på sådana åtgärder, områden och förhållanden som är väsentliga för verksamheten och där avsteg och överträdelser skulle ha särskild betydelse för bolagets situation. Vi går igenom och prövar fattade beslut, beslutsunderlag, vidtagna åtgärder och andra förhållanden som är relevanta för vårt uttalande om ansvarsfrihet. Som underlag för vårt uttalande om styrelsens förslag till dispositioner beträffande bolagets vinst eller förlust har vi granskat om förslaget är förenligt med aktiebolagslagen.

Anmärkning

Årsredovisningen avgavs inte i sådan tid att det, enligt 7 kap. 10 § aktiebolagslagen, varit möjligt att hålla årsstämma inom sex månader efter räkenskapsårets utgång.

Stockholm den 4 juli 2023

Ernst & Young AB

Håkan Aspenblad
Auktoriserad revisor

20230707113947

Bilaga till Filmstadens årsredovisning 2022

556035-1651

Hållbarhetsrapport 2022

Detta dokument avser Filmstaden ABs hållbarhetsrapport som är en del av årsredovisningen för 2022. Rapporten är godkänd av styrelsen och avlämnad i enlighet med kraven i ÅRL 6 kap 12 §.

Filmstaden AB är en av Sveriges ledande leverantörer av kultur och nöje och driver biograf- och kioskverksamhet på 21 orter med cirka 10 miljoner biobesök per år ett normalår. Filmstaden förmedlar även reklamutrymme primärt på bioduken, hyr ut biografer till företagsevenemang samt säljer biobiljetter till företag. På Filmstaden arbetar för närvarande cirka 1048 medarbetare totalt. Filmstaden AB ingår i Odeon Cinemas Group som ägs av världens största biografkedja AMC Theatres i USA.

Gästerna och medarbetarna är Filmstadens viktigaste intressenter. Bolagets och koncernens vision är att skapa inspirerande nöjesupplevelser för alla gäster och att vara i framkant när det gäller företagsansvar. En trygg och inkluderande arbetsplats för medarbetarna är en förutsättning för att lyckas och för att medarbetare ska må bra på jobbet.

Miljö

Filmstaden har inte identifierat några väsentliga risker inom miljö. Filmstadens miljöpåverkan utgörs främst av energiförbrukning, inköp och varutransporter. Filmstaden arbetar aktivt med att hitta sätt att reducera miljöpåverkan och göra biograferna mer hållbara. Dessutom uppmuntrar Filmstaden så väl sina gäster som leverantörer att göra detsamma.

Filmstadens fortsätter att kartlägga avfallshantering, vattenanvändning, energi, belysning, hälsa och innemiljö, tillgänglighet, säkerhet och inköp. Kartläggningarna möjliggör en systematik uppföljning av resultaten och skapar jämförbarhet mellan biograferna i syfte att kunna identifiera och sprida "best practise" samt identifiera prioriterade fokusområden för hållbarhetsarbetet. Elförbrukningen fortsätter vara en prioriterad aktivitet. Målet är att alltid hitta nya lösningar för att sänka förbrukningen. Tidigare har lamparmaturer bytts ut mot led, där bytet har gjorts görs en besparing på nästan 90%. Nu arbetas det med att installera automatisk på- och avstängning av elutrustning i form av timrar, på allt från lampor till projektorer samt optimera ventilationen.

Filmstaden köper in ursprungsmärkt grön el från vatten- eller vindkraft. Filmstaden försöker aktivt påverka så att fastighetsägarna skall leverera egenproducerad el. Filmstaden arbetar aktivt med att alla medarbetare känner sig delaktiga i miljöarbetet. Biograferna arbetar utifrån handlingsplaner för att minska sin förbrukning och följer upp faktisk förbrukning månadsvis.

Som ett led i Filmstadens miljöarbete återanvänds inredning som annars skulle kasserats i samband med ombyggnation samt efter behov flyttas inredning mellan biografer i stället för att köpa nytt. Filmstaden arbetar löpande med att optimera transporterna av varor till biograferna för att minska koldioxidutsläppen.

Inom ramen för inköpsarbetet arbetar Filmstaden aktivt med att tillgodose efterfrågan från olika målgrupper och kan exempelvis erbjuda produkter som är helt fria från animaliska ämnen, en bredd av sockerfria produkter samt produkter som är berikade med protein. Glädjande kan vi konstatera att Krav, Fairtrade och andra ekologiska alternativ börjar bli mer standard än undantag och flertalet av de produkter Filmstaden erbjuder är certifierade/ekologiska. Filmstaden använder kokosolja för att poppa popcorn vilket är ett bättre alternativ för både miljön och hälsan än exempelvis palmolja. Palmolja återfinns främst i sortimentsförda chokladprodukter. Filmstadens leverantörer arbetar antingen på att ersätta palmoljan alternativt använda en certifierad och hållbar palmolja.

Filmstaden arbetar aktivt för att bli helt plastfria. Matförpackningar som är i plast ska bytas ut mot pappersförpackningar, som sugrören gjordes tidigare, samt att det pågår ett arbete med leverantörer i syfte att kunna ersätta locken på läskmuggarna till papperslock.

20230707113948

Förra året deltog Filmstaden i Nordic Coastal Cleanup day och detta kommer bli en återkommande aktivitet då alla samlas och hjälps åt att städa våra vattennära områden omkring oss.

Medarbetare

Filmstaden arbetar aktivt med arbetsmiljöfrågor med målet att ha en sund och säker arbetsplats där risker för arbetsrelaterad ohälsa och arbetsskador förebyggs och arbetar systematiskt med arbetsmiljöfrågorna i den dagliga verksamheten. Alla inom Filmstaden ska gemensamt arbeta för en bra och säker arbetsmiljö, såväl organisatoriskt och socialt som fysiskt och psykiskt.

Arbetsmiljön kartläggs bland annat genom medarbetarundersökningar, medarbetarsamtal, uppföljning av sjukfrånvaro, olika riskbedömningar, skyddsronder, medarbetarmöten samt olika mätningar vid behov. Skyddsronder på biografer och huvudkontor sker minst en gång om året. Lokala möten kring samverkan med skyddsombud sker fyra gånger om året, även centrala skyddskommittén har möten fyra gånger om året. Skyddskommittéprotokollen publiceras på bolagets intranät så att de är tillgängliga för alla medarbetare.

Sedan tidigare har Filmstaden tagit fram en ergonomiutbildning tillsammans med företagshälsovården Feelgood, en e-learning för säkerhet (kris, brand, hot & våld mm) samt ett webbaserat rapporteringsverktyg inom arbetsmiljö, säkerhet och egendom som är gemensamt för alla länder inom Odeon Cinemas Group i Europa. Medarbetarnas hälsa och välmående är, i linje med bolagets värderingar, en av de främsta prioriteringarna. Med Be Well, ett program för hälsa och välmående, ges stöd för att värna medarbetarnas, såväl som deras familjer och kollegors, hälsa och välmående. Filmstaden samarbetar i dessa frågor med ICAS Nordics som har utbildade rådgivare tillgängliga dygnet runt.

I samband med medarbetarundersökningen "Be Heard" ställdes fem extra frågor till alla medarbetare i Sverige. Dessa syftade till att undersöka vilka risker det finns för diskriminering samt andra hinder som finns för lika rättigheter och möjligheter i verksamheten och undersöks årligen. Utifrån kartläggningen skapas en handlingsplan för aktiva åtgärder.

Inom hela ODEON Cinemas Group, där Filmstaden tillhör, värdesätter och förespråkas mångfald, ömsesidig tillit och respekt. Det skapas ett arbetsklimat där olikheter mellan människor och kulturer respekteras och ses som en styrka och bolaget ska alltid driva verksamheten på ett ansvarsfullt och respektfullt sätt med hänsyn till mänskliga rättigheter, säkerhet, hälsa och miljö.

För att främja integrationen och mångfalden inom hela koncernen i Europa lanserades 2019 ett löfte och en ny långsiktig strategi, som går under namnet "Our Incredible Differences" för att fira de unika förmågor och talanger som finns hos var och en som jobbar inom koncernen.

Filmstaden har uppmärksammat International Women's Day, European Mental Health Week och Pride i interna kampanjer på den interna sociala plattformen Workplace under flera år. I Senior Team var 50 % kvinnor, (33% fg år).

Respekt för mänskliga rättigheter och motverkande av korruption

Filmstaden har inte identifierat några väsentliga risker kopplat till mänskliga rättigheter och korruption. Filmstadens policy är att all affärsverksamhet ska bedrivas hederligt och etiskt. Det råder nolltolerans för mutor och korruption. Samtliga anställda såväl fast anställda som tillfälliga anställda och konsulter omfattas av bolagets policy mot bestickning. Policyn mot bestickning anger bolagets ansvar samt innehåller vägledning hur en fråga rörande korruption känns igen och hanteras. Koncernens "visselblåsar"-policy uppdaterades hösten 2021. Den klargör hur medarbetare ska agera vid misstanke om ett allvarligt problem, incident eller oegentlighet på arbetsplatsen. Syftet med policyn är att säkerställa att medarbetarna ska känna förtroende för och kunna ta upp en eventuell

20230707113949

försummelse/olämpligt beteende direkt med bolaget i vetskap om att ärendet kommer att tas på allvar och behandlas med respekt och tillit samt att lämplig åtgärd kommer att vidtas. Filmstaden har en konfidentiell direktlinje och e-postadress dit medarbetare kan rapportera iakttagelser. Från och med 2021 har Filmstaden en extern oberoende partner, SafeCall, som tar emot anmälningar.

Såväl anställda som konsulter i Filmstaden är genom bolagets uppförandekod förbundna att agera etiskt, hederligt, följa gällande lagar och bestämmelser vid utförande av arbetsuppgifter, vara förtrogen med koden samt att ge uttryck för eventuell oro över beteende som bryter mot koden.

Samtliga policys finns tillgängliga på bolagets intranät. Alla anställda har bekräftat att de har tagit del av innehållet och agerar i enlighet med bolagets policys.

Filmstaden strävar efter att bedriva en ansvarsfull verksamhet genom hela värdekedjan och därmed bara samarbeta med leverantörer som driver en laglig och etisk verksamhet. Detta har formaliserats i Filmstadens uppförandekod för leverantörer. I korthet sammanfattar uppförandekoden riktlinjer och förutsättningar inom områdena affärsetik, personal/arbetsrätt/anställningsvillkor, internationellt erkända mänskliga rättigheter samt miljöansvar och samhällsengagemang. Samtliga Filmstadens leverantörer av kioskvaror, biografteknik och leverantörer som används vid nyetableringar och ombyggnationer har undertecknat uppförandekoden.

Samhällsengagemang
Bolaget samarbetar sedan flera år med West Pride (Göteborg) där bolaget närvarar under deras årliga West Pride vecka. De sker samarbeten kring exempelvis utbildningar i HBTQ frågor samt gemensamma förhandsvisningar av filmer med tydligt HBTQ karaktär.

Bolaget samarbetar också med Stockholm Internationella Filmfestival och Göteborg Filmfestival. Samarbetet möjliggör för festivalerna att visa filmer från hela världen med olika teman till en stor publik. Bolaget samarbetare även med Stockholm Football Cup och där sponsrar bolaget priset för "schysst spel".

Via Filmstaden medlemskap i branschorganisationen SAWA (Screen Advertising World Association) har Filmstaden sedan 2015 upplåtit gratis visning av reklamfilmer framtagna på uppdrag av FN för att sprida kunskap av de Globala Världsmålen.

Tillgänglighet
Filmstaden betraktar allas lika värde som en mänsklig rättighet och anser att biograferna ska vara tillgängliga för alla.

På Filmstaden är alla biografer anpassade för att personer med rörelsehinder samt rullstolsbundna skall få tillträde. Filmstaden har också ett särskilt telefonnummer dit gästerna kan ringa för att reservera en rullstolsplats för att säkra upp att de inte bokas av andra eller att medföljare också skall få plats.

Samtliga svenska filmer visas med svenska undertexter för att personer med nedsatt hörsel skall kunna gå på bio utan att fundera på om filmen är textad eller ej.

Många lider av nötallergi och Filmstaden säljer inga jordnötter eller liknande produkter på biograferna. Filmstaden uppmanar också personer som lider av denna allergi att ta kontakt med biografen innan föreställningen så att gästerna kan informeras om att inte ta fram eventuellt medhavda nötter under föreställningen.

20230707113950

Building a better working world

Revisorns yttrande avseende den lagstadgade hållbarhetsrapporten

Till bolagsstämman i Filmstaden AB, org.nr 556035-1651

Uppdrag och ansvarsfördelning

Det är styrelsen som har ansvaret för hållbarhetsrapporten för år 2022 och för att den är upprättad i enlighet med årsredovisningslagen.

Granskningens inriktning och omfattning

Vår granskning har skett enligt FARs rekommendation RevR 12 *Revisorns yttrande om den lagstadgade hållbarhetsrapporten*. Detta innebär att vår granskning av hållbarhetsrapporten har en annan inriktning och en väsentligt mindre omfattning jämfört med den inriktning och omfattning som en revision enligt International Standards on Auditing och god revisionssed i Sverige har. Vi anser att denna granskning ger oss tillräcklig grund för vårt uttalande.

Uttalande

En hållbarhetsrapport har upprättats.

Stockholm den 4 juli 2023

Ernst & Young AB

Håkan Aspenblad

Auktoriserad revisor

20230920002243

AMC ENTERTAINMENT HOLDINGS, INC.
FORM 10-K
FOR THE YEAR ENDED DECEMBER 31, 2022
INDEX

		Page
	PART I	
Item 1.	Business	5
Item 1A.	Risk Factors	19
Item 1B.	Unresolved Staff Comments	38
Item 2.	Properties	39
Item 3.	Legal Proceedings	39
Item 4.	Mine Safety Disclosures	39
	PART II	
Item 5.	Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities	40
Item 6.	[Reserved]	44
Item 7.	Management's Discussion and Analysis of Financial Condition and Results of Operations	44
Item 7A.	Quantitative and Qualitative Disclosures about Market Risk	79
Item 8.	Financial Statements and Supplementary Data	81
Item 9.	Changes in and Disagreements With Accountants on Accounting and Financial Disclosure	155
Item 9A.	Controls and Procedures	155
Item 9B.	Other Information	155
Item 9C.	Disclosure Regarding Foreign Jurisdictions that Prevent Inspections	156
	PART III	
Item 10.	Directors, Executive Officers and Corporate Governance	157
Item 11.	Executive Compensation	157
Item 12.	Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters	157
Item 13.	Certain Relationships and Related Transactions, and Director Independence	157
Item 14.	Principal Accountant Fees and Services	157
	PART IV	
Item 15.	Exhibits, Financial Statement Schedules	158
Item 16	Form 10-K Summary	167

20230920022244

Forward-Looking Statements

In addition to historical information, this Annual Report on Form 10-K contains "forward-looking statements" within the meaning of the "safe harbor" provisions of the United States Private Securities Litigation Reform Act of 1995. Forward-looking statements may be identified by the use of words such as "may," "will," "forecast," "estimate," "project," "intend," "plan," "expect," "should," "believe" and other similar expressions that predict or indicate future events or trends or that are not statements of historical matters. These forward-looking statements are based only on our current beliefs, expectations and assumptions regarding the future of our business, future plans and strategies, projections, anticipated events and trends, the economy and other future conditions and speak only as of the date on which it is made. Examples of forward-looking statements include statements we make regarding the impact of COVID-19, future attendance levels, operating revenues and our liquidity. These forward-looking statements involve known and unknown risks, uncertainties, assumptions and other factors, including those discussed in "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations," which may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. These risks and uncertainties include, but are not limited to, the following:

- the risks and uncertainties relating to the sufficiency of our existing cash and cash equivalents and available borrowing capacity to comply with minimum liquidity and financial requirements under our debt covenants related to borrowings pursuant to the Senior Secured Revolving Credit Facility (as defined in Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof), fund operations, and satisfy obligations including cash outflows for deferred rent and planned capital expenditures currently and through the next twelve months. In order to achieve net positive operating cash flows and long-term profitability, operating revenues will need to increase significantly from 2022 levels to levels in line with pre-COVID-19 operating revenues. Domestic industry box office grosses increased significantly to approximately $7.5 billion during the twelve months ended December 31, 2022 compared to approximately $4.5 billion during the twelve months ended December 31, 2021. For the twelve months ended December 31, 2019 the domestic industry box office was $11.4 billion. The Company believes the anticipated volume of titles available for theatrical release and the anticipated broad appeal of many of those titles will support increased operating revenues and attendance levels. However, there remain significant risks that may negatively impact operating revenues and attendance levels, including changes to movie studios release schedules and direct to streaming or other changing movie studio practices. If we are unable to achieve significantly increased levels of attendance and operating revenues, we may be required to obtain additional liquidity. If such additional liquidity is not obtained or insufficient, we likely would seek an in-court or out-of-court restructuring of our liabilities, and in the event of such future liquidation or bankruptcy proceeding, holders of our Common Stock, AMC Preferred Equity Units, and other securities would likely suffer a total loss of their investment;

- the ongoing impact of COVID-19 to operations at our theatres, personnel reductions and other cost-cutting measures and measures to maintain necessary liquidity and increases in expenses relating to precautionary measures at our facilities to protect the health and well-being of our customers and employees;

- increased use of alternative film delivery methods including premium video on demand or other forms of entertainment;

- the risk that the North American and international box office in the near term will not recover sufficiently, resulting in higher cash burn and the need to seek additional financing;

- risks and uncertainties relating to our significant indebtedness, including our borrowings and our ability to meet our financial maintenance and other covenants;

- shrinking exclusive theatrical release windows or release of movies to theatrical exhibition and streaming platforms on the same date, and the theatrical release of fewer movies;

- the seasonality of our revenue and working capital, which are dependent upon the timing of motion picture releases by distributors, such releases being seasonal and resulting in higher attendance and revenues generally during the summer months and holiday seasons;

20230922002245

- intense competition in the geographic areas in which we operate among exhibitors or from other forms of entertainment;

- certain covenants in the agreements that govern our indebtedness may limit our ability to take advantage of certain business opportunities and limit or restrict our ability to pay dividends, pre-pay debt, and also to refinance debt and to do so at favorable terms;

- risks relating to impairment losses, including with respect to goodwill and other intangibles, and theatre and other closure charges;

- risks relating to motion picture production and performance;

- general and international economic, political, regulatory, social and financial market conditions, including potential economic recession, inflation, and other risks that may negatively impact discretionary income and our operating revenues and attendance levels;

- our lack of control over distributors of films;

- limitations on the availability of capital or poor financial results may prevent us from deploying strategic initiatives;

- an issuance of preferred stock, including the Series A Convertible Participating Preferred Stock (represented by AMC Preferred Equity Units), could dilute the voting power of the common stockholders and adversely affect the market value of our Common Stock and AMC Preferred Equity Units;

- limitations on the authorized number of Common Stock shares prevents us from raising additional capital through common stock issuances;

- our ability to achieve expected synergies, benefits and performance from our strategic initiatives;

- our ability to refinance our indebtedness on terms favorable to us or at all;

- our ability to optimize our theatre circuit through new construction, the transformation of our existing theatres, and strategically closing underperforming theatres may be subject to delay and unanticipated costs;

- failures, unavailability or security breaches of our information systems;

- our ability to utilize interest expense deductions will be limited annually due to Section 163(j) of the Tax Cuts and Jobs Act of 2017;

- our ability to recognize interest deduction carryforwards, net operating loss carryforwards, and other tax attributes to reduce our future tax liability;

- our ability to recognize certain international deferred tax assets which currently do not have a valuation allowance recorded;

- impact of the elimination of the calculation of USD LIBOR rates on our contracts indexed to USD LIBOR;

- review by antitrust authorities in connection with acquisition opportunities;

- risks relating to the incurrence of legal liability, including costs associated with the ongoing securities class action lawsuits;

20230920022345

- dependence on key personnel for current and future performance and our ability to attract and retain senior executives and other key personnel, including in connection with any future acquisitions;

- increased costs in order to comply or resulting from a failure to comply with governmental regulation, including the General Data Protection Regulation ("GDPR") and all other current and pending privacy and data regulations in the jurisdictions where we have operations;

- supply chain disruptions may negatively impact our operating results;

- the availability and/or cost of energy particularly in Europe;

- the dilution caused by recent and potential future sales of our Common Stock and AMC Preferred Equity Units, including the implications of the proposed conversion of the Series A Convertible Participating Preferred Stock (which are represented by AMC Preferred Equity Units) to Common Stock, if approved, could adversely affect the market price of the Common Stock and AMC Preferred Equity Units;

- the market price and trading volume of our shares of Common Stock has been and may continue to be volatile and such volatility may also apply to our AMC Preferred Equity Units, and purchasers of our securities could incur substantial losses;

- future offerings of debt, which would be senior to our Common Stock and AMC Preferred Equity Units for purposes of distributions or upon liquidation, could adversely affect the market price of our Common Stock and AMC Preferred Equity Units;

- failure to receive the requisite approval necessary from our stockholders at our Special Meeting (as defined herein) to approve the Charter Amendment Proposals (as defined in Note 16—Subsequent Events in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof);

- the potential for political, social, or economic unrest, terrorism, hostilities, cyber-attacks or war, including the conflict between Russia and Ukraine and that Sweden and Finland (countries where we operate approximately 100 theatres) signed the accessions protocols on July 5, 2022. If completed, the accession could cause a deterioration in the relationship each country has with Russia;

- the potential impact of financial and economic sanctions on the regional and global economy, or widespread health emergencies, such as COVID-19 or other pandemics or epidemics, causing people to avoid our theatres or other public places where large crowds are in attendance;

- anti-takeover protections in our amended and restated certificate of incorporation and our amended and restated bylaws may discourage or prevent a takeover of our Company, even if an acquisition would be beneficial to our stockholders; and

- other risks referenced from time to time in filings with the SEC.

This list of factors that may affect future performance and the accuracy of forward-looking statements is illustrative but not exhaustive. In addition, new risks and uncertainties may arise from time to time. Accordingly, all forward-looking statements should be evaluated with an understanding of their inherent uncertainty and we caution accordingly against relying on forward-looking statements.

Except as required by law, we assume no obligation to publicly update or revise these forward-looking statements for any reason. Actual results could differ materially from those anticipated in these forward-looking statements, even if new information becomes available in the future.

Readers are urged to consider these factors carefully in evaluating the forward-looking statements. For further information about these and other risks and uncertainties as well as strategic initiatives, see Item 1A. "Risk Factors" and Item 1. "Business" in this Annual Report on Form 10-K.

20230920022247

PART I

Item 1. Business.

General Development of Business

AMC Entertainment Holdings, Inc. ("Holdings"), through its direct and indirect subsidiaries, including American Multi-Cinema, Inc. and its subsidiaries, (collectively with Holdings, unless the context otherwise requires, the "Company" or "AMC"), is principally involved in the theatrical exhibition business and owns, operates or has interests in theatres primarily located in the United States and Europe.

Our business was founded in Kansas City, Missouri in 1920. Holdings was incorporated under the laws of the state of Delaware on June 6, 2007. We maintain our principal executive offices at One AMC Way, 11500 Ash Street, Leawood, Kansas 66211.

COVID-19 Impact, Company Response and Change in Business Strategy

The North American and International industry box offices have been significantly impacted by the COVID-19 pandemic. The COVID-19 pandemic resulted in the suspension of new movie production, studios postponed new film releases or moved them to the home video market, streaming, or premium video on demand ("PVOD") platforms.

The number of previously delayed major movie title releases increased significantly in the second half of 2021, however the production backlog, due to the COVID-19 pandemic, resulted in significantly fewer wide releases during 2022. A more robust slate of major movie releases is expected during 2023, which has generated optimism that box office revenues and attendance levels will continue to improve from what we experienced in 2022. The box office performance in 2022 was also impacted by the direct or simultaneous release of movie titles to the home video or streaming markets in lieu of theatre exhibition, however this practice has diminished and we believe will have a smaller impact on the box office performance and attendance levels of our business in 2023.

As of December 31, 2022, we had cash and cash equivalents of approximately $631.5 million. In response to the COVID-19 pandemic, we adjusted certain elements of our business strategy and took significant steps to preserve cash. We are continuing to take significant measures to further strengthen our financial position and enhance our operations, by eliminating non-essential costs, including reductions to our variable costs and elements of our fixed cost structure, introducing new initiatives, and optimizing our theatrical footprint.

Additionally, we enhanced liquidity through debt issuances, debt refinancing that extended maturities, purchases of debt below par value, and equity sales. See Note 8—Corporate Borrowings and Finance Lease Liabilities, Note 9—Stockholders' Equity, and Note 16—Subsequent Events in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof, for further information.

We believe our existing cash and cash equivalents, together with cash generated from operations, will be sufficient to fund our operations, satisfy our obligations, including cash outflows to repay rent amounts that were deferred during the COVID-19 pandemic and planned capital expenditures, and comply with minimum liquidity and financial covenant requirements under our debt covenants related to borrowings pursuant to the Senior Secured Revolving Credit Facility for at least the next twelve months. In order to achieve net positive operating cash flows and long-term profitability, we believe that operating revenues will need to increase significantly from 2021 and 2022 levels to levels in line with pre-COVID-19 operating revenues. We believe the anticipated volume of titles available for theatrical release, and the anticipated broad appeal of many of those titles will support increased operating revenues and attendance levels. We believe that recent operating revenues and attendance levels are positive signs of continued demand for the moviegoing experience. Total revenues for the years ended December 31, 2022, 2021, and 2020 were $3.9 billion, $2.5 billion, and $1.2 billion, respectively, compared to $5.5 billion for the year ended December 31, 2019. For the years ended December 31, 2022, 2021, 2020, attendance was 201.0 million patrons, 128.5 million patrons, and 75.2 million patrons, respectively, compared to 356.4 million patrons for the year ended December 31, 2019. Moreover, it is difficult to predict future operating revenues and attendance levels and there remain significant risks that may negatively impact operating revenues and attendance, including movie studios release schedules, the production and theatrical release of fewer films compared to levels before the onset of the COVID-19 pandemic, and direct-to-streaming or other changing movie studio practices.

20230002748

We currently estimate that our existing cash and cash equivalents will be sufficient to comply with minimum liquidity and financial covenant requirements under our debt covenants related to borrowings pursuant to the Senior Secured Revolving Credit Facility, currently and through the next twelve months. Pursuant to the Twelfth Amendment (as defined in Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof), the requisite revolving lenders party thereto agreed to extend the suspension period for the financial covenant applicable to the Senior Secured Revolving Credit Facility under the Credit Agreement (as defined in Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof) through March 31, 2024. The current maturity date of the Senior Secured Revolving Credit Facility is April 22, 2024; since the financial covenant applicable to the Senior Secured Revolving Credit Facility is tested as of the last day of any fiscal quarter for which financial statements have been (or were required to have been) delivered, the financial covenant has been effectively suspended through maturity of the Senior Secured Revolving Credit Facility. As of December 31, 2022 we were subject to a minimum liquidity requirement of $100 million as a condition to the financial covenant suspension period under the Credit Agreement.

The 11.25% Odeon Term Loan due 2023 ("Odeon Term Loan Facility") was to mature on August 19, 2023 during the third fiscal quarter of the Company's next calendar year. On October 20, 2022 we completely repaid the Odeon Term Loan Facility using existing cash and $363.0 million net proceeds from the issuance of new 12.75% Odeon Senior Secured Notes due 2027 ("Odeon Notes due 2027").

We actively seek and expect, at any time and from time to time, to continue to seek to retire or purchase our outstanding debt through cash purchases and/or exchanges for equity (including AMC Preferred Equity Units) or debt, in open-market purchases, privately negotiated transactions or otherwise. Such repurchases or exchanges, if any will be upon such terms and at such prices as we may determine, and will depend on prevailing market conditions, our liquidity requirements, contractual restrictions and other factors. The amounts involved may be material and to the extent equity is used, dilutive. During the year ended December 31, 2022, we repurchased $118.3 million aggregate principal of the Second Lien Notes due 2026 for $68.3 million and recorded a gain on extinguishment of $75.0 million in other expense (income). These 2022 repurchases included a purchase of $15.0 million aggregate principal of the Second Lien Notes due 2026 from Antara Capital LP ("Antara"), which subsequently became a related party on February 7, 2023, for $5.9 million and a gain on extinguishment of $12.0 million.

Additionally, during the year ended December 31, 2022 we repurchased $5.3 million aggregate principal of the Senior Subordinated Notes due 2027 for $1.6 million and recorded a gain on extinguishment of $3.7 million in other expense (income). Accrued interest of $4.5 million was paid in connection with the repurchases. See Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof, for more information.

We received rent concessions provided by the lessors that aided in mitigating the economic effects of COVID-19 during the pandemic. These concessions primarily consisted of rent abatements and the deferral of rent payments. As a result, deferred lease amounts were approximately $157.2 million as of December 31, 2022. Including repayments of deferred lease amounts, our cash expenditures for rent increased significantly during the year ended December 31, 2022 compared to December 31, 2021. See Note 3—Leases in the Notes to the Consolidated Financial Statements under Part II, Item 8 in this Form 10-K for a summary of the estimated future repayment terms for the deferred lease amounts due to COVID-19, and also a summary of the estimated future repayment terms for the minimum operating lease and finance lease amounts.

It is very difficult to estimate our liquidity requirements, future cash burn rates, future operating revenues, and attendance levels. Depending on our assumptions regarding the timing and ability to achieve significantly increased levels of operating revenue, the estimates of amounts of required liquidity vary significantly. In order to achieve net positive operating cash flows and long-term profitability, we believe that operating revenues will need to increase significantly to levels in line with pre-COVID-19 operating revenues. Our current cash burn rates are not sustainable. Further, we cannot accurately predict what future changes may occur to the supply or release date of movie titles available for theatrical exhibition. Nor can we know with certainty the impact on consumer movie-going behavior of studios who release movies to theatrical exhibition and their streaming platforms on the same date, or the potential operating revenue and impact on attendance related to other studio decisions to accelerate in-home availability of their theatrical movies. Studio negotiations regarding evolving theatrical release models and film licensing terms are ongoing. There can be no assurance that the operating revenues, attendance levels, and other assumptions used to estimate our liquidity requirements and future cash burn rates will be correct, and our ability to be predictive is uncertain due to limited ability to predict studio film release dates and success of individual titles. Further, there can be no assurances that

0001140361-23-009002

we will be successful in generating the additional liquidity necessary to meet our obligations beyond twelve months from the issuance of these financial statements on terms acceptable to us or at all. If we are unable to maintain or renegotiate our minimum liquidity covenant requirements, it could have a significant adverse effect on our business, financial condition and operating results.

Please see "Item 7—Management's Discussion and Analysis of Financial Condition and Results of Operations of Part II thereof for additional information.

We realized $1.2 billion of cancellation of debt income ("CODI") in connection with our 2020 debt restructuring. As a result, $1.2 billion of our federal net operating losses were eliminated due to tax attribute reduction to offset the CODI. The loss of these attributes may adversely affect our cash flows and therefore our ability to service our indebtedness.

Narrative Description of Business

We are the world's largest theatrical exhibition company and an industry leader in innovation and operational excellence. Over the course of our 100+ year history, we have pioneered many of the theatrical exhibition industry's most important innovations. We introduced Multiplex theatres in the 1960s and the North American stadium-seated Megaplex theatre format in the 1990s. Most recently, we continued to innovate and evolve the movie-going experience with the deployment of our theatre renovations featuring plush, powered recliner seating and the launch of our U.S. subscription loyalty tier, AMC Stubs® A-List. Our growth has been driven by a combination of organic growth through reinvestment in our existing assets and through the acquisition of some of the most significant companies in the theatrical exhibition industry.

Our business is operated in two theatrical exhibition reportable segments, U.S. markets and International markets. Prior to 2016, we primarily operated in the United States. Our international operations are largely a result of our acquisition of Odeon and UCI Cinemas Holdings Limited ("Odeon") in November of 2016 and Nordic Cinema Group Holding AB ("Nordic") in March of 2017.

Today, AMC is the largest theatre operator in the world. As of December 31, 2022, we owned, leased or operated 940 theatres and 10,474 screens in 12 countries, including 586 theatres with a total of 7,648 screens in the United States and 354 theatres and 2,826 screens in European markets and Saudi Arabia. On January 24, 2023, we sold our investment in 13 theatres and 85 screens in Saudi Arabia, see Note 16—Subsequent Events in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof, for further information. During the year ended December 31, 2021, we sold the remaining 51% equity interest in Estonia and Lithuania. As of December 31, 2022, we were the market leader in the United States and Europe including in Italy, Sweden, Norway, and Finland; and a leading theatre operator in the United Kingdom, Ireland, Spain, Portugal and Germany. We have operations in four of the world's 10 largest economies, including four of the six largest European economies (the United Kingdom, Spain, Italy and Germany) as of December 31, 2022.

As of December 31, 2022, in the U.S. markets, we owned, leased or operated theatres in 43 states and the District of Columbia, with approximately 50% of the U.S. population living within 10 miles of one of our theatres. We have a diversified footprint with complementary global geographic and guest demographic profiles, which we believe gives our circuit a unique profile and offers us strategic and operational advantages while providing our studio partners with a large and diverse distribution channel. As of December 31, 2022, we operated some of the most productive theatres in the top markets in the United States and were the market leader in the top two markets: New York and Los Angeles. As of December 31, 2022, our top five markets, in each of which we held the #1 share position, are Los Angeles, New York, Chicago, Atlanta and Washington, D.C., according to data provided by Comscore.

As of December 31, 2022, in the International markets, we owned, leased or operated theatres in 10 European countries and in Saudi Arabia through Saudi Cinema Company, LLC, our joint venture with Saudi Entertainment Ventures. On January 24, 2023, we sold our investment in Saudi Cinema Company, LLC, see Note 16—Subsequent Events in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof, for further information. In all of these 11 countries, we operate productive assets in each of the country's capitals. Due to the population density in Europe, prior to the effects of COVID-19 pandemic, each screen served on average twice the population of a U.S. screen in a less populated market.

20230920002250

The following table provides detail with respect to the geographic location of our theatrical exhibition circuit as of December 31, 2022:

U.S. Markets	Theatres(1)	Screens(1)
Alabama	18	229
Arizona	12	197
Arkansas	4	45
California	60	800
Colorado	14	193
Connecticut	9	104
Delaware	1	14
Florida	40	612
Georgia	30	378
Idaho	1	11
Illinois	47	578
Indiana	23	301
Iowa	5	71
Kansas	9	132
Kentucky	2	40
Louisiana	7	99
Maryland	15	171
Massachusetts	10	142
Michigan	11	172
Minnesota	7	101
Missouri	11	132
Montana	5	55
Nebraska	2	21
Nevada	2	28
New Hampshire	1	10
New Jersey	25	322
New Mexico	1	12
New York	30	322
North Carolina	22	293
North Dakota	2	19
Ohio	14	176
Oklahoma	13	153
Oregon	2	25
Pennsylvania	27	308
South Carolina	2	26
South Dakota	1	10
Tennessee	19	235
Texas	43	621
Utah	3	29
Virginia	13	173
Washington	15	181
West Virginia	2	20
Wisconsin	5	73
District of Columbia	1	14
Total U.S. Markets	586	7,648
International Markets		
Denmark	2	12
Finland	29	170
Germany	22	197
Ireland	11	77
Italy	41	419
Norway	12	91
Portugal	3	44
Saudi Arabia (2)	13	85
Spain	37	438
Sweden	74	407
United Kingdom	110	886
Total International Markets	354	2,826
Total	940	10,474

(1) Included in the above table are 75 theatres and 400 screens that we manage or in which we have a partial ownership interest. In the U.S. markets segment, we manage or have a partial interest in five theatres and 61 screens. In the International markets segment, we manage or have a partial interest in 70 theatres and 339 screens.

20230920022251

(2) On January 24, 2023, we sold our investment in 13 theatres and 85 screens in Saudi Arabia. See Note 16—Subsequent Events in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof, for further information.

Our theatrical exhibition revenues are generated primarily from box office admissions and theatre food and beverage sales. We offer consumers a broad range of entertainment alternatives including traditional film programming, private theatre rentals, independent and foreign films, performing arts, music and sports. We also offer food and beverage alternatives beyond traditional concession items, including made-to-order meals, customized coffee, healthy snacks, beer, wine, premium cocktails, and dine-in theatre options. The balance of our revenues are generated from ancillary sources, including on-screen advertising, fees earned from our customer loyalty program, rental of theatre auditoriums, income from gift card and exchange ticket sales, and online ticketing fees.

Our Strategy

We are committed to maintaining a leadership position in the exhibition industry by focusing on forward-thinking initiatives for the benefit of our guests. We do this through a combination of unique marketing outreach, seamless digital technology and innovative theatre amenities designed to 1) transform AMC into a world-class leader in customer engagement, 2) deliver the best in-person experience while at AMC theatres, 3) selectively enhance our footprint through expansion in certain markets and strategic closure of underperforming theatres, 4) pursue adjacent opportunities that extend the AMC brand, and 5) explore attractive acquisitions leveraging our existing capabilities and core competencies. Consistent with our history and culture of innovation, we believe our vision and relentless focus on these key elements, which apply strategic and marketing components to traditional theatrical exhibition, will drive our future success.

As discussed above, the COVID-19 pandemic has had a significant impact on our business. We have taken and continue to take steps to adapt our business strategy in response to the COVID-19 pandemic, including adjusting our theatre operating hours in those markets where we are open to align screen availability and associated theatre operating costs with attendance levels for each theatre. We have also taken and continue to take significant steps to preserve cash by eliminating non-essential costs. Our capital allocation strategy will be driven by the cash generation of our business and will be contingent on maintaining adequate liquidity as well as a required return threshold.

1) Transform AMC into a World-Class Leader in Customer Engagement

AMC engages movie-goers through advances in technology and marketing activities to strengthen the bonds with our current guests and create new connections with potential customers that drive both growth and loyalty. AMC serves our guests, end-to-end, from before they enter our theatres, through their enjoyment of a comprehensive spectrum of film content while at our theatres and then again after the movie when they've left the theatre and are deciding what film to see the next time they visit.

In our U.S. markets, we begin the process of engagement with AMC Stubs®, our customer loyalty program, which allows members to earn rewards, receive discounts and participate in exclusive members-only offerings and services. It features a paid tier called AMC Stubs Premiere™ for a flat annual membership fee and a non-paid tier called AMC Stubs Insider™. Both programs reward loyal guests for their patronage of AMC theatres. Rewards earned are redeemable on future purchases at AMC locations.

AMC Stubs® A-List is our monthly subscription-based tier of our AMC Stubs® loyalty program. This program offers guests admission to movies at AMC up to three times per week, including multiple movies per day and repeat visits to already seen movies from $19.95 to $24.95 per month depending upon the geographic market. AMC Stubs® A-List also includes premium offerings including IMAX®, Dolby Cinema™ at AMC, RealD, Prime and other proprietary PLF brands. AMC Stubs® A-List members can book tickets online in advance and select specific seats at AMC Theatres with reserved seating.

As of December 31, 2022, we had approximately 28,200,000 member households enrolled in AMC Stubs® A-List, AMC Stubs Premiere™ and AMC Stubs Insider™ programs on a combined basis. Our AMC Stubs® members represented approximately 43% of AMC's U.S. market attendance during the year ended December 31, 2022. Our large database of identified movie-goers also provides us with additional insight into our customers' movie preferences. This enables us to have an increasingly comprehensive, more personalized and targeted marketing effort.

20230920022752

In our International markets, we currently have loyalty programs in the major territories in which we operate. Moviegoers can earn points for spending money at the theatre, and those points can be redeemed for tickets and concession items at a later date. We currently have more than 14,400,000 members in our various International loyalty programs.

Our marketing efforts expand beyond our loyalty program. We continue to improve our customer connections through our website and mobile apps and expand our online and movie offerings. We upgraded our mobile applications across the U.S. circuit with the ability to order food and beverage offerings via our mobile applications while ordering tickets ahead of scheduled showtimes.

In June 2021, the Company launched AMC Investor Connect ("AIC"), an innovative new communication initiative to engage directly with its sizable retail shareholder base and convert shareholders into AMC consumers. AIC allows AMC shareholders to self-identify through the AMC website and receive AMC special offers and important Company updates. As part of AIC, domestic members must sign up for an AMC Stubs account, which includes providing additional personalized data that allows AMC to more precisely engage with our investor consumers. As of February 23, 2023, there were 923,950 global self-identified AMC shareholder members of AIC, which is comprised of both registered and beneficial shareholders.

2) Deliver the best in-person experience while at AMC theatres

In conjunction with our advances in technology and marketing initiatives, and consistent with our long-term growth strategy, we plan to continue investing in our theatres and enhancing the consumer experience to deliver the best in-person experience and take greater advantage of incremental revenue-generating opportunities, primarily through comfort and convenience innovations, imaginative food and beverage initiatives, and exciting premium large format ("PLF") offerings.

Comfort and Convenience Innovations. Recliner seating is the key feature of our theatre renovations. We believe that maximizing comfort and convenience for our customers will be increasingly necessary to maintain and improve our relevance. These renovations, in conjunction with capital contributions from our landlords, involve stripping theatres to their basic structure in order to replace finishes throughout, upgrading the sight and sound experience, installing modernized points of sale and, most importantly, replacing traditional theatre seats with plush, electric recliners that allow customers to deploy a leg rest and fully recline at the push of a button. Upon reopening a remodeled theatre, we typically increase the ticket price to reflect the enhanced consumer experience.

As of December 31, 2022, in our U.S. markets, we featured recliner seating in approximately 361 U.S. theatres, including Dine-in-Theatres, totaling approximately 3,503 screens and representing 45.8% of total U.S. screens. In our International markets, as of December 31, 2022, we had recliner seating in approximately 96 International theatres, totaling approximately 621 screens and representing 22.0% of total International screens.

Open-source internet ticketing makes AMC's entire universe of seats in the U.S. (approximately 1.0 million as of December 31, 2022), for all our show times, as available as possible, on as many websites and mobile applications as possible. Our tickets are currently on sale either directly or through mobile apps, at our own website and our mobile apps and other third-party ticketing vendors. For the year ended December 31, 2022, approximately 66% of our tickets were purchased online in the U.S., with approximately 81% of total online tickets being purchased through AMC.

Traditional payment sources are evolving rapidly around the globe as the use of cryptocurrencies become more popular and convenient. In response, during the fourth quarter of 2021, we introduced the ability for consumers to pay for tickets, food and beverage items and associated gifts cards with cryptocurrencies in the U.S. markets, including Bitcoin, Ethereum, Litecoin, Dogecoin, Ripple, ShibaInu and Bitcoin Cash. The acceptance of cryptocurrency is designed to offer guests greater flexibility and convenience. These transactions all settle in U.S. Dollars. We did not hold any cryptocurrency during the years ended December 31, 2022 and December 31, 2021.

Imaginative Food and Beverage Initiatives. Our deployment initiatives also apply to food and beverage enhancements. We have expanded our menu of enhanced food and beverage products to include meals, healthy snacks, premium beers, wine and mixed drinks, and other gourmet products. Our long-term growth strategy calls for investment across a spectrum of enhanced food and beverage formats, ranging from simple, less capital-intensive food and beverage design improvements to the development of new dine-in theatre options. We have expanded the capabilities of our online and mobile apps to include the ability to pre-order food and beverages when advanced tickets are purchased.

20230002253

Guests are able to order food and beverage items when buying tickets in advance and have the items ready upon arrival and available at dedicated pick-up areas or delivered to seat at select theatres.

Our MacGuffins Bar and Lounges ("MacGuffins") give us an opportunity to engage our legal age customers. As of December 31, 2022, we offer alcohol in approximately 357 AMC theatres in the U.S. markets and 236 theatres in our International markets and continue to explore expansion globally.

Exciting Premium Large Format Offerings. PLF auditoriums generate our highest customer satisfaction scores, and we believe the investment in premium formats increases the value of the movie-going experience for our guests, ultimately leading to additional ticket revenue. To that end, we are committed to investing in and expanding our offerings of the best sight and sound experiences through a combination of our partnerships with IMAX® and Dolby Cinema™ and the further development of our own proprietary PLF offering, AMC Prime.

- **IMAX®.** IMAX® is one of the world's leading entertainment technology companies, specializing in motion picture technologies and presentations.

  As of December 31, 2022, AMC was the largest IMAX® exhibitor in the U.S., with 186 (3D enabled) IMAX® screens and a 55% market share. Each one of our IMAX® local installations is protected by geographic exclusivity, and as of December 31, 2022, our IMAX® screen count was 96% greater than our closest competitor. Additionally, as of December 31, 2022, our per-screen grosses were 22% higher than our closest competition. We also operate 35 IMAX® screens in International markets. As part of our long-term growth strategy, we expect to continue to expand our IMAX® relationship across the U.S. and Europe, further strengthening our position as the largest IMAX® exhibitor in the U.S. and a leading IMAX® exhibitor in the United Kingdom and Europe.

- **Dolby Cinema™.** Dolby Cinema™ offers a premium cinema offering for movie-goers that combines state-of-the-art image and sound technologies with inspired theatre design and comfort. Dolby Cinema™ at AMC includes Dolby Vision™ laser projection and object-oriented Dolby Atmos® audio technology, as well as AMC's plush power reclining seats with seat transducers that vibrate with the action on screen.

  As of December 31, 2022, we operated 156 Dolby Cinema™ at AMC auditoriums in the U.S and nine Dolby Cinema™ Auditoriums in the International markets. We expect to expand the deployment of our innovative Dolby Cinema™ auditoriums in both our U.S. and International markets as part of our long-term growth strategy.

- **In-house PLF Brands.** We also offer our private label PLF experience at many of our locations, with superior sight and sound technology and enhanced seating as contrasted with our traditional auditoriums. These proprietary PLF auditoriums offer an enhanced theatrical experience for movie-goers beyond our current core theatres, at a lower price premium than IMAX® or Dolby Cinema™. Therefore, it may be especially relevant in smaller or more price-sensitive markets. As of December 31, 2022, we operated 57 screens under proprietary PLF brand names in the U.S. markets and 83 screens in the International markets.

The following table provides detail with respect to large screen formats, such as IMAX® and our proprietary Dolby Cinema™, other PLF screens, enhanced food and beverage offerings and our premium seating as deployed throughout our circuit on December 31, 2022:

	U.S. Markets		International Markets	
Format	Theatres	Screens	Theatres	Screens
IMAX®	185	186	35	35
Dolby Cinema™	156	156	9	9
Other PLF	57	57	82	83
Dine-in theatres	49	684	3	13
Premium seating	361	3,503	96	621

Laser at AMC. We launched Laser at AMC, a broadscale initiative to upgrade the projectors at 3,500 auditoriums throughout the United States, with cutting-edge laser projectors. The Laser at AMC experience delivered by laser projection from Cinionic provides guaranteed light levels that are at the top end of the 2D DCI specification. The technology improves image contrast, produces more vivid colors, and maximizes brightness, compared to digital projectors with a xenon light source. We are partnering with Cinionic, a global leader in laser-powered cinema solutions,

20230920022254

through their Cinema-as-a-Service program which requires minimal upfront capital investment required by AMC. The initial agreement to install 3,500 projectors is expected to be completed by 2026.

3) *Expand and Strategically Close Underperforming Theatres*

Our long-term growth strategy includes the deployment of our strategic growth initiatives, opening new-build theatres and continued exploration of small acquisitions. By expanding our platform through disciplined new-build theatres and acquisitions, we are able to further deploy our proven strategic initiatives while further diversifying our consumer base, leading to greater appeal for more films. The additional scale achieved through new-build theatres and acquisitions also serves to benefit AMC through global procurement savings and increased overhead efficiencies. We believe that expansion offers us additional opportunities to introduce our proven guest-focused strategies to movie-goers and will generate meaningful benefits to guests, employees, studio partners and our shareholders.

The following table sets forth our historical information concerning new builds (including expansions), acquisitions and dispositions (including permanent closures of underperforming theatres and net construction closures) and end-of-period operated theatres and screens through December 31, 2022:

	New Builds		Acquisitions		Permanent/Temporary Closures/(Openings), net		Total Theatres	
Fiscal Year	Number of Theatres	Number of Screens	Number of Theatres	Number of Screens	Number of Theatres	Number of Screens	Number of Theatres	Number of Screens
Beginning balance							1,014	11,169
Calendar 2018	11	89	4	39	23	206	1,006	11,091
Calendar 2019	10	85	7	70	19	205	1,004	11,041
Calendar 2020	8	63	1	14	63	575	950	10,543
Calendar 2021	10	82	11	140	25	203	946	10,562
Calendar 2022	7	51	15	157	28	296	940	10,474
	46	370	38	420	158	1,485		

4) *Pursue Adjacent Opportunities that Extend the AMC Brand*

We believe there is considerable opportunity to extend and monetize the AMC brand outside of our movie theatre auditoriums. We plan to pursue opportunities that capitalize on our attractive customer base, our leading brand, our 100+ years of food and beverage expertise, and technology capabilities.

As part of that strategy, in the fourth quarter of 2021, we announced we would be expanding our food and beverage business beyond theatrical exhibition and enter the multi-billion dollar popcorn industry with the launch of AMC Theatres Perfectly Popcorn in the U.S. markets.

- Beginning in 2023, we will offer prepackaged and ready-to-pop microwaveable AMC Theatres Perfectly Popcorn, which will become available for purchase in supermarkets and convenience stores around the country.
- Freshly popped AMC Theatres Perfectly Popcorn is available through food delivery-to-home services. In this way, consumers will be able to enjoy a slice of the AMC experience when being entertained at home.
- "To Go" packages at our theatres of freshly popped popcorn for takeout and/or pickup.

AMC Theatres Perfectly Popcorn is an opportunity to diversify our business and to create a new food and beverage revenue stream for the Company.

In early 2023, the Company will offer the AMC Entertainment Visa Credit Card. Credit card holders will have the opportunity to earn additional AMC Stubs reward points when they use their AMC Entertainment Visa Credit Card at the movies and on everyday purchases.

20230920002253

5) *Explore Attractive Acquisitions Leveraging Our Existing Capabilities and Core Competencies*

As part of our plans to pursue value-enhancing initiatives that lead to diversification of our business, we will consider attractive and opportunistic acquisitions inside and outside the Exhibition industry that leverage AMC's footprint and capabilities as well as the core competencies and experiences of AMC's management team.

Our Competitive Strengths

We believe we have the following competitive strengths:

Leading guest engagement through digital marketing and technology platforms. Through our AMC Stubs® loyalty program, we have developed a consumer database of some 28.2 million households, representing approximately 58 million individuals. Our digital marketing and technology platforms allow us to engage with these customers frequently, efficiently and on a very personalized level. We believe personalized data drives increased engagement, resulting in higher attendance.

Leading Market Share in Important, Affluent and Diverse Markets. As of December 31, 2022, across our three biggest metropolitan markets in the United States—New York, Los Angeles and Chicago, representing 19% of the country's total box office—we held a 44% combined market share. We had theatres located in the top 25 U.S. markets, holding the #1 or #2 position in 18 of those 25 markets based on box office revenue. We are also the #1 theatre operator in Italy, Sweden, Norway, and Finland; the #2 operator in the United Kingdom, Ireland, Spain, and Portugal; and the #4 operator in Germany as of December 31, 2022. We believe our strong presence in these top markets makes our theatres highly visible and therefore strategically more important to content providers, who rely on the large audiences and marketing momentum provided by major markets to drive opinion-making and deliver a movie's overall box office results.

We also have a diversified footprint with complementary global geographic and guest demographic profiles. We have theatres in more densely populated major metropolitan markets, where there is also a scarcity of attractive retail real estate opportunities, as well as complementary suburban and rural markets. Guests from different demographic and geographic profiles have different tastes in movies, and we believe by broadening our geographic base, we can help mitigate the impact of film genre volatility on our box office revenues.

Well Located, Highly Productive Theatres. Our theatres are generally located in the top retail centers across the United States. We believe this provides for long-term visibility and higher productivity and is a key element in the success of our enhanced food and beverage and more comfort and convenience initiatives. Our location strategy, combined with our strong major market presence, enable us to deliver industry-leading theatre-level productivity. During the year ended December 31, 2022, 8 of the 10 highest grossing theatres in the United States were AMC theatres, according to data provided by Comscore. During the same period, AMC's U.S. markets average total revenues per theatre was approximately $5.1 million. This per unit productivity is important not only to content providers, but also to developers and landlords, for whom per location and per square foot sales numbers are critical measures.

AMC Classic theatres are located primarily in smaller, suburban and rural markets, which affects total revenues per theatre. However, in general, theatres located in smaller suburban and rural markets tend to have less competition and a lower cost structure.

In our International markets, many theatres are located in top retail centers in major metropolitan markets with high visibility. We believe that deploying our proven strategic initiatives in these markets will help drive attendance and greatly improve productivity. Other theatres are in larger and mid-sized cities and towns in affluent regions.

Deployment of unique pricing structures to enhance revenue. AMC has developed a dedicated pricing department and, as a result, we have deployed several different strategic pricing structures that have increased revenue and profitability.

In June 2018, we launched AMC Stubs® A-List, a subscription pricing structure that offers members three movies a week, including premium formats, for a monthly fee ranging from $19.95 to $24.95 depending on geographical location. Around the same time, we launched "Discount Tuesday" which offers AMC Stubs® members a reduced price for movie attendance on Tuesdays. Prior to the COVID-19 pandemic, the results showed an incremental increase in attendance and corresponding increase in admissions and food and beverage revenue.

20230202002356

Sources of Revenue

Box Office Admissions and Film Content. Box office admissions are our largest source of revenue. We predominantly license theatrical films from distributors owned by major film production companies and from independent distributors on a film-by-film and theatre-by-theatre basis. Film exhibition costs are based on a share of admissions revenues and are accrued based on estimates of the final settlement pursuant to our film licenses. These licenses typically state that rental fees are based on the box office performance of each film, though in certain circumstances and less frequently, our rental fees are based on a mutually agreed settlement rate that is fixed. In some European territories, film rental fees are established on a weekly basis and some licenses use a per capita agreement instead of a revenue share, paying a flat amount per ticket.

The North American and International industry box office have been significantly impacted by the COVID-19 pandemic. As a result, film distributors have postponed new film theatrical releases and/or shortened or disregarded the period of theatrical exclusivity (the "window") and reduced the number of theatrically released motion pictures. Theatrical releases may continue to be postponed and windows shortened or disregarded while the box office suffers from COVID-19 impacts. As a result of the reduction in theatrical film releases, we have licensed and exhibited a larger number of previously released films that have lower film rental terms. We have made adjustments to theatre operating hours to align screen availability and associated theatre operating costs with attendance levels for each theatre.

As we continue our recovery from the impacts of the COVID-19 pandemic on our business, AMC's admissions revenues and attendance levels remain significantly behind pre-pandemic levels. Admissions revenues for the years ended December 31, 2022 and 2021 were $2.2 billion and $1.4 billion, respectively, compared to $3.3 billion for the year ended December 31, 2019. For the years ended December 31, 2022 and 2021, attendance was 201.0 million patrons and 128.5 million patrons, respectively, compared to 356.4 million patrons for the year ended December 31, 2019.

During the year ended December 31, 2022, films licensed from our seven largest movie studio distributors based on revenues accounted for approximately 88% of our U.S. admissions revenues, which consisted of Universal, Disney, Paramount, Warner Bros., Sony, 20th Century Studios, and Lionsgate. In Europe, approximately 73% of our box office revenue came from films attributed to our four largest movie distributor groups; which consisted of Disney, Universal, Warner Bros, and Paramount. Our revenues attributable to individual distributors may vary significantly from year to year depending upon the commercial success of each distributor's films in any given year.

Food and Beverage. Food and beverage sales are our second largest source of revenue after box office admissions. We offer enhanced food and beverage products that include meals, healthy snacks, premium liquor, beer and wine options, and other gourmet products. Our long-term growth strategy calls for investment across a spectrum of enhanced food and beverage formats, ranging from simple, less capital-intensive food and beverage menu improvements to the expansion of our Dine-In Theatre brand.

We currently operate 49 Dine-In Theatres in the U.S. and three Dine-In Theatres in Europe that deliver chef-inspired menus with seat-side or delivery service to luxury recliners with tables. Our recent Dine-In Theatre concepts are designed to capitalize on the latest food service trend, the fast and casual eating experience.

Our MacGuffins Bar and Lounges ("MacGuffins") give us an opportunity to engage our legal age customers. As of December 31, 2022, we offer alcohol in approximately 357 AMC theatres in the U.S. markets and 236 theatres in our International markets and continue to explore expansion globally.

Theatrical Exhibition Industry and Competition

U.S. markets. In the United States, the movie exhibition business is large and mature. While in any given calendar quarter the quantity and quality of movies can drive volatile results, box office revenues have generally advanced from 2011 to 2019. The industry's best year ever, in terms of revenues, was 2018, with box office revenues of approximately $11.9 billion, an increase of approximately 7.1% from 2017, with 1.3 billion admissions in the U.S. and Canada.

We believe it is the quality of the movie-going experience that will define future success. Whether through enhanced food and beverage options (Food and Beverage Kiosks, Marketplaces, Coca-Cola Freestyle, MacGuffins or Dine-in Theatres), more comfort and convenience (recliner seating, open-source internet ticketing, reserved seating), engagement and loyalty (AMC Stubs®, mobile apps, social media) or sight and sound (digital and laser projection, 3D,

20230920022257

Dolby Cinema™ at AMC, IMAX® or other PLF screens), it is the ease of use and the amenities that these innovations bring to customers that we believe will drive sustained profitability in the years ahead.

The following table represents information about the U.S./Canada exhibition industry obtained from the National Association of Theatre Owners, with the exception of box office revenues for calendar years 2022 and 2021 obtained from Comscore. See Management's Discussion and Analysis of Financial Condition and Results of Operations under Part II, Item 7 thereof for information regarding our operating data:

Calendar Year	Box Office Revenues (in millions)	Attendance (in millions)	Average Ticket Price
2022	$ 7,454	708	$ 10.53
2021	4,544	447	10.17
2020	2,205	240	9.18
2019	11,400	1,244	9.16
2018	11,880	1,304	9.11
2017	11,091	1,236	8.97
2016	11,372	1,314	8.65
2015	11,120	1,320	8.42
2014	10,400	1,270	8.19
2013	10,920	1,340	8.15

Based on information obtained from Comscore, we believe that the three largest exhibitors, in terms of U.S./Canada box office revenue (AMC, Regal Entertainment Group, and Cinemark Holdings, Inc.) generated approximately 54% of the box office revenues in 2022.

International markets. Movie-going is a popular leisure activity with high penetration across key geographies in our International markets. Theatre appeal has proven resilient to competition for consumers' leisure spending and to recessionary periods and we believe we will continue to benefit from increased spending across International markets. The European market lags the U.S. market across a number of factors, including annual spend per customer, number of IMAX® screens and screens per capita, which causes us to believe that the deployment of our customer initiatives will be successful in these markets. On the other hand, our European markets are more densely populated and operate with fewer screens per one million of population, making the screens we acquired more valuable.

Additionally, U.S. films generate the majority of the box office in Europe, but movie-goers in specific geographies also welcome locally produced films with local actors and familiar story lines which can mitigate film genre attendance fluctuations. Going forward, we believe we will see positive growth in theatre attendance as we continue to deploy our proven guest-centered innovations like recliner seating, enhanced food and beverage offerings, and premium large format experiences. Like the United States, the international industry box office suffered from months of theatre closures, significantly fewer new films and reopening restrictions and generated far fewer sales than 2019.

The following table provides information about the exhibition industry attendance for the International markets where we operate obtained from territory industry trade sources, see Management's Discussion and Analysis of Financial Condition and Results of Operations under Part II, Item 7 thereof for information regarding our operating data:

	Calendar Year				
(In millions)	2022	2021	2020	2019	2018
United Kingdom	117.5	74.6	44.0	176.0	177.3
Germany	78.6	42.5	37.3	119.9	104.2
Spain	59.8	41.5	28.7	105.8	97.8
Italy	47.9	26.6	30.2	104.7	91.8
Sweden	10.4	6.1	5.4	15.8	16.3
Ireland	10.7	6.1	3.9	15.1	15.8
Portugal	9.2	5.3	3.6	15.2	14.6
Norway	8.8	5.6	4.8	11.3	12.1
Finland	5.8	3.4	3.9	8.4	8.1
Total	348.7	211.7	161.8	572.2	538.0

20230200225

Competition. Our theatres are subject to varying degrees of competition in the geographic areas in which they operate. Competition is often intense with respect to attracting patrons, licensing motion pictures and finding new theatre sites. Where real estate is readily available, it is easier to open a theatre near one of our theatres, which may adversely affect operations at our theatre. However, in certain of our densely populated major metropolitan markets, we believe a scarcity of attractive retail real estate opportunities enhances the strategic value of our existing theatres. We also believe the complexity inherent in operating in these major metropolitan markets is a deterrent to other less sophisticated competitors, protecting our market share position.

The theatrical exhibition industry faces competition from other forms of out-of-home entertainment, such as concerts, amusement parks and sporting events, and from other distribution channels for filmed entertainment, such as cable television, pay-per-view, video streaming services, PVOD, and home video systems, as well as from all other forms of entertainment.

We believe movie-going is a compelling consumer out-of-home entertainment experience. Movie theatres currently garner a relatively small share of overall consumer entertainment time and spend, and our industry benefits from available capacity to satisfy additional consumer demand without capital investment.

Seasonality

Our revenues are dependent upon the timing of motion picture releases by distributors. The most marketable motion pictures are usually released during the summer and the year-end holiday seasons. Therefore, our business is seasonal, with higher attendance and revenues generally occurring during the summer months and holiday seasons.

Regulatory Environment

Our theatres in the United States must comply with Title III of the Americans with Disabilities Act, or ADA. Compliance with the ADA requires that public accommodations, including websites and mobile apps for such accommodations, be accessible to individuals with disabilities and that new construction or alterations are made to conform to accessibility guidelines. Non-compliance with the ADA could result in the imposition of injunctive relief, fines, and awards of damages to private litigants and additional capital expenditures to remedy such noncompliance. As an employer covered by the ADA, we must make reasonable accommodations to the limitations of employees and qualified applicants with disabilities, provided that such reasonable accommodations do not pose an undue hardship on the operation of our business. In addition, many of our employees are covered by various government employment regulations, including minimum wage, overtime and working conditions regulations. In Europe, all territories have similar national regulations relating to disabilities.

Our operations also are subject to federal, state and local laws regulating such matters as construction, renovation and operation of theatres as well as wages and working conditions, citizenship, health and sanitation requirements, consumer and employee privacy rights, and licensing, including alcoholic beverage sales. We believe our theatres are in material compliance with such requirements.

We own and operate theatres and other properties in the United States, United Kingdom, Spain, Italy, Germany, Portugal, Ireland, Sweden, Finland, Norway, and Denmark, which are subject to various federal, state and local laws and regulations. Certain of these laws and regulations, including those relating to environmental protection, may impose joint and several liability on certain statutory classes of persons for the costs of investigation or remediation of contamination, regardless of fault or the legality of original disposal. We believe our theatres are in material compliance with such requirements.

AMC Human Capital Resources

Our People. AMC associates are core to our commitment to delivering the best theatrical experience in the world. They uphold AMC's mission of focusing on the guest experience in our theatres, an experience in which excellent customer service is complemented with amazing food and beverage, comfort and premium sight and sound.

COVID-19 Pandemic Impacts. The pandemic has had enormous impacts on our industry, guests and associates and has resulted in material variances in our associate metrics in calendar 2022 compared to the 2019 pre-COVID-19 years. As of December 31, 2022, we employed a total of 33,694 employees, including part-time employees, consisting of 2,787 full-time and 30,907 part-time employees, up from an aggregate of 31,198 employees, including part-time and furloughed employees, consisting of 3,046 full-time and 28,152 part-time employees as of December 31,

20230920022259

2021, and down from an aggregate of 38,872 employees consisting of 3,952 full-time and 34,920 part-time employees as of December 31, 2019.

Talent Acquisition, Development and Retention. Critical to our operations is the hiring, developing and retaining of associates who support our guest-focused mission in our theatres. Acquiring the right talent at speed and scale is a core capability that we regularly monitor and manage, given the need to rapidly staff our frontline operations. Once hired, we focus on the development of our associates, creating experiences and programs that promote performance, growth and career opportunities for those who are life-long passionate about our business. We sponsor numerous training, education and leadership development programs for associates at all levels, from hourly associates to executive officers. These programs are designed to enhance leadership and managerial capability, facilitate quality execution of our programs, drive guest satisfaction and increase return on investment.

Diversity, Equity and Inclusion. Our goal is to create a workforce as diverse as the guests we serve and the movies we show on our screens. As such, Diversity, Equity and Inclusion ("DEI") are fundamental to our culture and critical to our success. In support of this goal, AMC established four councils in support of Women, Latinx, African American and LGBTQ+ associates. The purpose of these councils is to strengthen AMC's culture by defining opportunities to embrace our diversity, lead with fairness and impartiality and create a more inclusive work environment by leveraging associate experiences. These councils are supported by the DEI function under the guidance of the Chief Human Resources Officer. This DEI focus ensures that all communities are represented in our long-term systemic approach. Our work has been recognized externally: AMC has received a perfect score for 14 consecutive years on the Human Rights Campaign Foundation's Corporate Equality Index as one of the "Best Places to Work for LGBTQ Equality"; eight consecutive years as one of the "Best Places to Work" for people with disabilities on the Disability Equality Index; and five consecutive years as one of Forbes "Best Employers for Diversity."

Compensation, Benefits, Safety and Wellness. In addition to offering market competitive salaries and wages, we offer comprehensive health and retirement benefits to eligible employees. Our health and welfare benefits are supplemented with specific programs to manage or improve common health conditions, a variety of voluntary benefits and paid time away from work programs. We also provide a number of innovative programs designed to promote physical, emotional and financial well-being. Our commitment to the safety and health of our associates continues to be a top priority.

Available Information

We make available free of charge on our website (www.amctheatres.com) under "Investor Relations" / Financial Performance"/ "SEC Filings," annual reports on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K, proxy materials on Schedule 14A and amendments to those reports as soon as reasonably practicable after we electronically file or furnish such materials with the Securities and Exchange Commission. The contents of our Internet website are not incorporated into this report. The Securities and Exchange Commission maintains a website (www.sec.gov) that contains reports, proxy and information statements and other information about the Company.

Information about our Executive Officers

The following table sets forth certain information regarding our executive officers and key employees as of February 28, 2023:

Name	Age	Position(s) Held
Adam M. Aron	68	Chairman of the Board, Chief Executive Officer and President
Sean D. Goodman	57	Executive Vice President, International Operations, Chief Financial Officer and Treasurer
Elizabeth Frank	53	Executive Vice President, Worldwide Programming and Chief Content Officer
Eliot Hamlisch	40	Executive Vice President, Chief Marketing Officer
Daniel Ellis	54	Executive Vice President, Chief Operations and Development Officer
Kevin M. Connor	60	Senior Vice President, General Counsel and Secretary
Chris A. Cox	57	Senior Vice President, Chief Accounting Officer
Carla C. Chavarria	57	Senior Vice President, Chief Human Resources Officer

All our current executive officers hold their offices at the pleasure of our board of directors, subject to rights under their respective employment agreements in some cases. There are no family relationships between or among any executive officers.

20230920022260

Mr. Adam Aron has served as Chief Executive Officer, President and Director of the Company since January 2016, and as Chairman of the Board of Directors since July 2021. From February 2015 to December 2015, Mr. Aron was Chief Executive Officer of Starwood Hotels and Resorts Worldwide, Inc. and served on the board from 2006 to 2015. Since 2006, Mr. Aron has served as Chairman and Chief Executive Officer of World Leisure Partners, Inc., a personal consultancy for matters related to travel and tourism, high-end real estate development, and professional sports, that he founded. Mr. Aron served as Chief Executive Officer and Co-Owner of the Philadelphia 76ers from 2011 to 2013, and remains an investor. From 2006 to 2015, Mr. Aron served as Senior Operating Partner of Apollo Management L.P. Mr. Aron currently serves on the board of directors of Norwegian Cruise Line Holdings, Ltd. and HBSE, which owns the NHL's New Jersey Devils and the NBA's Philadelphia 76ers. Mr. Aron briefly served on the board of directors of Centricus Acquisitions Corp. in 2021. He also served on the board of directors of Prestige Cruise Holdings Inc. from 2007 to 2014. Mr. Aron received a Master's of Business Administration degree with distinction from The Harvard Business School and a Bachelor of Arts degree cum laude from Harvard College.

Mr. Sean D. Goodman has served as AMC's Executive Vice President, Chief Financial Officer and Treasurer since January 2022, Executive Vice President and Chief Financial Officer from February 2020 to January 2022, and Executive Vice President Finance from December 2019 to February 2020. Mr. Goodman's areas of responsibility at AMC include information technology, procurement, and international operations. Mr. Goodman has served on the Board of Directors of Hycroft Mining, Inc. as AMC's representative since April 2022. Prior to joining AMC, Mr. Goodman was the Chief Financial Officer of Asbury Automotive Group, Inc. from July 2017 to November 2019. Earlier in his career, Mr. Goodman held Chief Financial Officer roles at Unifi, Inc. and Landis+Gyr, AG. In addition, Mr. Goodman served in various strategy and finance roles with increasing responsibility at The Home Depot, Inc. Mr. Goodman began his career as an investment banker with Morgan Stanley, Inc. and in various consulting and accounting positions with Deloitte LLP. Mr. Goodman has a Master's of Business Administration degree from The Harvard Business School and a Bachelor of Business Science Degree (with honors) from the University of Cape Town in South Africa. Mr. Goodman is also a certified public accountant.

Ms. Elizabeth Frank has served as Executive Vice President, Worldwide Programming and Chief Content Officer for AMC since July 2012. Between August 2010 and July 2012, Ms. Frank served as Senior Vice President, Strategy and Strategic Partnerships. From 2006 to 2010, Ms. Frank served as Senior Vice President of Global Programs for AmeriCares. From 2003 to 2006, Ms. Frank served as Vice President of Corporate Strategic Planning for Time Warner Inc. Prior to Time Warner Inc., Ms. Frank was a partner at McKinsey & Company for nine years. Ms. Frank holds a Bachelor of Business Administration degree from Lehigh University and a Master's of Business Administration from The Harvard Business School.

Mr. Eliot Hamlisch has served as Executive Vice President, Chief Marketing Officer of AMC since March 2022. Prior to joining AMC, Mr. Hamlisch was an officer at Wyndham Hotels & Resorts where he served as Executive Vice President Loyalty & Revenue Optimization from 2020 until 2022 and Senior Vice President Global Loyalty & Partnerships from 2017 until 2020. Prior to joining Wyndham, Mr. Hamlisch held several strategic planning, business development and customer engagement positions with Starwood Hotels & Resorts, Deloitte Consulting and American Express. Mr. Hamlisch has a Bachelor of Arts from Harvard University and a Master's of Business Administration from The Harvard Business School.

Mr. Daniel Ellis has served as the Executive Vice President, Chief Operations and Development Officer since March 2022. From March 2020 to March 2022, he served as Senior Vice President Development & International. From December 21, 2016 to March 2020, he served as Senior Vice President, Domestic Development. From August 2011 until December 2016, Mr. Ellis was Senior Vice President, General Counsel and Secretary of Carmike Cinemas, Inc. From 1999 until 2011, Mr. Ellis served in several roles with Lodgian, Inc., including as President, Chief Executive Officer, and a member of the Board of Directors from 2009 through 2010 and Senior Vice-President, General Counsel and Secretary from 2002 through 2009. Prior to joining Lodgian, Mr. Ellis was engaged in private law practice and also served as an Assistant District Attorney for the State of Georgia. Mr. Ellis holds a Bachelor of Business Administration from Georgia Southern University, a Master's of Business Administration from Mercer University, and a Juris Doctorate degree from the University of Mississippi.

Mr. Kevin M. Connor has served as Senior Vice President, General Counsel and Secretary of AMC since April 2003. Prior to April 2003, Mr. Connor served as Senior Vice President, Legal beginning November 2002. Prior thereto, Mr. Connor was in private practice in Kansas City, Missouri as a partner with the firm Seigfreid Bingham, P.C. from October 1995. Mr. Connor holds a Bachelor of Arts degree in English and History from Vanderbilt University, a

20230920022761

Juris Doctorate degree from the University of Kansas School of Law and LLM in Taxation from the University of Missouri-Kansas City.

Mr. Chris A. Cox has served as Senior Vice President, Chief Accounting Officer of AMC since June 2010. Prior thereto Mr. Cox served as Vice President and Chief Accounting Officer since May 2002. Prior to May 2002, Mr. Cox had served as Vice President and Controller since November 2000. Previously, Mr. Cox had served as Director of Corporate Accounting for the Dial Corporation from December 1999 until November 2000. Prior to Dial Corporation, Mr. Cox held various positions at PwC LLP. Mr. Cox holds a Bachelor of Business Administration in Accounting and Finance degree from the University of Iowa.

Ms. Carla C. Chavarria has served as Senior Vice President, Chief Human Resources Officer of AMC since January 2019 and Senior Vice President, Human Resources of AMC since January 2014. Ms. Chavarria served as Vice President, Human Resources Services from September 2006 to January 2014. Prior thereto, Ms. Chavarria served as Vice President, Recruitment and Development from April 2005 to September 2006. Ms. Chavarria's prior experience includes human resources manager and director of employment practices. Ms. Chavarria holds a B.S. from The Pennsylvania State University.

Item 1A. Risk Factors.

The following is a summary list of risk factors:

Risks Related to the COVID-19 Pandemic

- the impact of responses to the COVID-19 virus related to interruptions of operations at our theatres, personnel reductions and other cost-cutting measures and actions to maintain necessary liquidity, and increases in expenses relating to precautionary measures at our facilities to protect the health and well-being of our customers and employees.

Financial Risks

- our ability to obtain additional liquidity, which if not realized or insufficient, likely would result in us seeking an in-court or out-of-court restructuring of our liabilities absent more normalized levels of attendance and operating revenues, and in the event of such future liquidation or bankruptcy proceeding, holders of our Common Stock, AMC Preferred Equity Units and other securities would likely suffer a total loss of their investment;
- our substantial level of indebtedness and our current liquidity constraints could adversely affect our financial condition and our ability to service our indebtedness, to pre-pay debt, and to refinance debt and to do so with comparable interest rates or other favorable terms, and our ability to take advantage of certain business opportunities, which could negatively impact the ability of investors to recover their investment in the Common Stock and AMC Preferred Equity Units;
- risks relating to impairment losses, including with respect to goodwill and other intangibles, and theatre and other closure charges;
- limitations on the availability of capital or poor financial results may prevent us from deploying strategic initiatives;
- we are currently not paying dividends and in the future may not generate sufficient cash flows or have sufficient restricted payment capacity under our Credit Agreement or the indentures governing our debt securities to pay dividends on our Common Stock and AMC Preferred Equity Units;
- our ability to recognize interest deduction carryforwards and net operating loss carryforwards to reduce our future tax liability;
- our ability to recognize certain international deferred tax assets which currently do not have a valuation allowance recorded; and
- impact of the elimination of the calculation of USD LIBOR rates on our contracts indexed to USD LIBOR.

Operational Risks

- risks relating to motion picture production and theatrical performance;

20230920022622

- our lack of control over distributors of films;
- intense competition in the geographic areas in which we operate among exhibitors or from other forms of entertainment;
- increased use of alternative film delivery methods including premium video on demand or other forms of entertainment;
- shrinking exclusive theatrical release windows or release of movies to theatrical exhibition and streaming platforms on the same date, and the theatrical release or fewer movies;
- AMC Stubs® A-List may not meet anticipated revenue projections, which could result in a negative impact upon operating results;
- failures, unavailability or security breaches of our information systems;
- dependence on key personnel for current and future performance and our ability to attract and retain senior executives and other key personnel, including in connection with any future acquisitions;
- our ability to achieve expected synergies, benefits and performance from our strategic theatre acquisitions and strategic initiatives;
- the risk of severe weather events or other events caused by climate change disrupting or limiting operations;
- general and international economic, political, regulatory, social and financial market conditions, including potential economic recession, inflation, and other risks that may negatively impact discretionary income and our operating revenues and attendance levels;
- the availability and/or cost of energy in Europe may negatively impact our operating results;
- supply chain disruptions, labor shortages, and inflation may negatively impact our operating results; and
- optimizing our theatre circuit through new construction and the transformation of our existing theatres may be subject to delay and unanticipated costs.

Regulatory Risks

- general and international economic, political, regulatory, social and financial market conditions, including potential economic recession, inflation, and other risks that may negatively impact discretionary income and our operating revenues and attendance levels;
- review by antitrust authorities in connection with acquisition opportunities;
- risks relating to the incurrence of legal liability, including costs associated with ongoing securities class action lawsuits;
- increased costs in order to comply or resulting from a failure to comply with governmental regulation, including the General Data Protection Regulation ("GDPR") and all other current and pending privacy and data regulations in the jurisdictions where we have operations; and
- the potential for political, social, or economic unrest, terrorism, hostilities, cyber-attacks or war, including the conflict between Russia and Ukraine and that Sweden and Finland (countries where we operate approximately 100 theatres) completed accession talks at NATO headquarters in Brussels on July 4, 2022 and NATO ambassadors signed the accession protocols on July 5, 2022, which could cause a deterioration in the relationship each country has with Russia, and the potential impact of financial and economic sanctions on the regional and global economy.

Risks Related to our Shares

- there has been significant recent dilution and there may continue to be additional future dilution of our Common Stock and AMC Preferred Equity Units, which could adversely affect the market price of shares of our Common Stock and AMC Preferred Equity Units. The risks of future dilution must also be weighed against the risks of failing to increase our authorized shares, each of which could adversely affect the market price of shares of our Common Stock and AMC Preferred Equity Units;
- the Special Meeting and the Charter Amendment Proposals, including the recent shareholder litigation seeking to prevent the conversion of AMC Preferred Equity Units into Common Stock without separate Common Stock class approval at the Special Meeting, could cause extreme volatility in our Common Stock

20230927002263

and AMC Preferred Equity Units and may adversely affect the market price of our Common Stock and/or AMC Preferred Equity Units;

- if the Charter Amendment Proposals are approved, our authorized but unissued shares of Common Stock will increase, which could lead to the issuance of additional shares of Common Stock or securities convertible into Common Stock, which may have a dilutive effect on earnings per share and the relative voting power and may cause a decline in the trading price of the Common Stock;
- the market prices and trading volumes of our shares of Common Stock and AMC Preferred Equity Units, have experienced, and may continue to experience, extreme volatility, which could cause purchasers of our Common Stock and AMC Preferred Equity Units to incur substantial losses;
- a "short squeeze" due to a sudden increase in demand for shares of our Common Stock that largely exceeds supply and/or focused investor trading in anticipation of a potential short squeeze have led to, may be currently leading to, and could again lead to, extreme price volatility in shares of our Common Stock and the price of the AMC Preferred Equity Units may also be subject to similar dynamics and volatility;
- there is no guarantee that our retail stockholders will continue to support AMC in the future, and negative sentiment among AMC's retail stockholder base in the future could have a material adverse impact on the market prices of the Common Stock and AMC Preferred Equity Units and your investment therein;
- future offerings of debt, which would be senior to our Common Stock and AMC Preferred Equity Units upon liquidation, and/or other preferred equity securities, which may be senior to our Common Stock and AMC Preferred Equity Units for purposes of distributions or upon liquidation, could adversely affect the market price of our Common Stock and AMC Preferred Equity Units;
- anti-takeover protections in our amended and restated certificate of incorporation and our amended and restated bylaws may discourage or prevent a takeover of our Company, even if an acquisition would be beneficial to our stockholders;
- an issuance of preferred stock, including the Series A Convertible Participating Preferred Stock (represented by AMC Preferred Equity Units), could dilute the voting power of the common stockholders and adversely affect the market value of our Common Stock and AMC Preferred Equity Units;
- information available in public media that is published by third parties, including blogs, articles, online forums, message boards and social and other media may include statements not attributable to the Company and may not be reliable or accurate; and
- increases in market interest rates may cause potential investors to seek higher returns and therefore reduce demand for our Common Stock and our AMC Preferred Equity Units, which could result in a decline in the market price of our Common Stock and our AMC Preferred Equity Units.

Risk Related to the COVID-19 Pandemic

The COVID-19 pandemic has disrupted our business and will continue to adversely affect our business, theatres, results of operations and liquidity.

The COVID-19 pandemic has had and will continue to have a significant and adverse impact on our business.

After reopening substantially all of our theatres over the course of 2021, we are not generating the attendance and revenue from admissions and food and beverage sales compared to historical levels. The extent of our cash burn in the future will primarily be dependent on attendance, which drives admission, food and beverage, and other revenue. We cannot predict with certainty when or if our business will return to closer to normal levels.

While we plan to closely monitor our costs to the extent possible, we continue to incur significant cash outflows, including interest payments, taxes, critical maintenance capital expenditures, and certain compensation and benefits payments.

With the changing operating landscape for the film exhibition industry following the COVID-19 pandemic, we may face difficulty in maintaining relationships with our landlords, vendors, motion picture distributors, customers, and employees. Since the outbreak of the COVID-19 virus, movie studios have, at various times, suspended production of movies and delayed the release date of movies. Some movie studios have also reduced or eliminated the theatrical exclusive release window or have skipped a theatrical release and released

20230920022643

their movies through streaming or other channels, or have announced that future theatrical releases will be released concurrently through streaming channels, and studios may continue to do so with additional releases.

Significant impacts on our business caused by changes in the film exhibition industry during the course of, and after, the COVID-19 pandemic include and are likely to continue to include, among others:

- lack of availability of films in the short or long term, including as a result of release of scheduled films on alternative channels;
- decreased attendance at our theatres, including due to changes in consumer behavior in favor of viewing feature-length movies at home on directly to video streaming or PVOD platforms or spending on alternative forms of entertainment;
- increased operating costs resulting from additional regulatory requirements enacted in response to the COVID-19 pandemic and from precautionary measures we voluntarily take at our facilities to protect the health and well-being of our customers and employees;
- our ability to negotiate favorable rent payment terms with our landlords;
- unavailability of employees due to general shortages in the labor market;
- supply chain disruptions that may continue to affect the availability and costs of food, beverage, and other items that we sell in our theatres;
- increased risks related to employee matters, including increased employment litigation and claims relating to terminations and vaccination or testing requirements;
- reductions and delays associated with planned operating and capital expenditures;
- further impairment charges upon a portion of our goodwill, long-lived assets or intangible assets as consequence of failure to meet operating projections and other adverse events or circumstances, as a result of the impact on our prior impairment analysis due to delays in theatre reopenings or future interruptions in operations, which could be material to our results of operations and financial condition;
- our inability to generate significant cash flow from operations if our theatres continue to operate at significantly lower than historical levels, which could lead to a substantial increase in indebtedness and negatively impact our ability to comply with the financial covenants, as applicable, in our debt agreements;
- our inability to access lending, capital markets and other sources of liquidity, if needed, on reasonable terms, or at all, or obtain amendments, extensions and waivers of financial maintenance covenants, among other material terms;
- our inability to effectively meet our short- and long-term obligations; and
- our inability to service our existing and future indebtedness or other liabilities, the failure of which could result in insolvency proceedings and result in a total loss of your equity investment.

The COVID-19 pandemic (including governmental responses, broad economic impacts and market disruptions) has heightened the risks related to the other risk factors described herein.

Financial Risks

In the absence of significant increases in operating revenues and attendance from current levels, or obtaining significant additional sources of liquidity, an investment in our Common Stock and AMC Preferred Equity Units is highly speculative; holders of our Common Stock and AMC Preferred Equity Units could suffer a total loss of their investment.

To remain viable beyond the next twelve months, the Company will require additional sources of liquidity, reductions or abatements of its rent obligations and/or significant increases in operating revenues and attendance levels, see Liquidity and Capital Resources—For the Year Ended December 31, 2022 Compared to the Year Ended December 31, 2021 included in Part II, Item 7 thereof for further information regarding operating revenue and

20230920002265

attendance assumptions. The required amounts of additional liquidity may be material. Although the Company believes that cash flow from operations and the liquidity under its borrowing facilities will be sufficient to meet its material cash requirements over the next twelve months, it is actively continuing to explore additional sources of liquidity. The Company is unable to determine at this time whether any additional sources of liquidity will be available to it or if available, individually or taken together, will be sufficient to address its potential liquidity needs. There is significant uncertainty as to whether these potential sources of liquidity will be realized or that they will be sufficient to generate the material amounts of additional liquidity that may be required until the Company is able to achieve more normalized levels of attendance and operating revenues. Any individual source of liquidity that the Company is pursuing may not be sufficient to address all the Company's future liquidity requirements, and even if all of the potential sources of liquidity that the Company is pursuing are available, they may not be sufficient to address the Company's liquidity requirements. Further, any relief provided by lenders, governmental agencies, and business partners may not be adequate and may include onerous terms, particularly if we face additional rounds of suspension of operations at our theatres, scheduled film releases fail to drive increased operating revenues and attendance, scheduled releases are postponed or moved to the home video market, or if the attendance levels of, and revenues generated by, our theatres normalize at a level that will not support our substantial amount of indebtedness, rent liabilities or other obligations. Due to these factors, if the Company is unable to obtain the necessary additional sources of liquidity, an investment in our Common Stock and AMC Preferred Equity Units is highly speculative.

In the event the Company's operating revenues and attendance levels do not continue to increase significantly from 2021 and 2022 levels to pre-COVID-19 levels, we would seek to negotiate with creditors changes to our balance sheet liabilities and continue to take steps to reach agreements with our landlords to reduce or abate its rent obligations. Ultimately, if operating revenues and attendance levels do not normalize and we are unsuccessful in restructuring our liabilities, we would face the risk of a future liquidation or bankruptcy proceeding, in which case holders of the Company's Common Stock and AMC Preferred Equity Units would likely suffer a total loss of their investment.

Our substantial level of indebtedness and our current liquidity constraints could adversely affect our financial condition and our ability to service our indebtedness, which could negatively impact your ability to recover your investment in the Common Stock and AMC Preferred Equity Units.

We have a substantial amount of indebtedness, which requires significant interest payments. As of December 31, 2022, we had outstanding approximately $5,140.8 million of indebtedness ($4,949.0 million aggregate principal amount) and $58.8 million of existing finance lease obligations. As of December 31, 2022, we also had approximately $4.8 billion of discounted rental payments under operating leases (with a weighted average remaining lease term of 9.4 years).

Including repayments of deferred lease amounts, the Company's cash expenditures for rent increased substantially in the second, third and fourth quarters of 2021 and throughout 2022 as previously deferred rent payments and landlord concessions started to become current obligations. The Company received rent concessions provided by the lessors that aided in mitigating the economic effects of COVID-19 during the pandemic. These concessions primarily consisted of rent abatements and the deferral of rent payments. As a result, deferred lease amounts were approximately $157.2 million as of December 31, 2022. See Note 3—Leases in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof, for a summary of the estimated future repayment terms for the deferred lease amounts due to COVID-19.

Our substantial level of indebtedness and the current constraints on our liquidity could have important consequences, including the following:

- we entered into the Ninth Amendment (as defined in Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof), pursuant to which the requisite revolving lenders party thereto agreed to extend the fixed date for the termination of the suspension period for the financial covenant applicable to the Senior Secured Revolving Credit Facility from March 31, 2021 to March 31, 2022, which was further extended by the Eleventh Amendment (as defined in Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof) and Twelfth Amendment from March 31, 2022 to March 31, 2023 and then from March 31, 2023 to March 31, 2024, respectively, in each case, as described, and on the terms and conditions specified, therein, including a minimum liquidity requirement of $100 million during the covenant suspension period. A breach of any

20230920002266

condition to the financial covenant suspension set forth in the Credit Agreement may result in an event of default under the Credit Agreement or resume testing of the financial covenant;

- we must use a substantial portion of our cash flow from operations to pay interest and principal on our indebtedness, which reduces or will reduce funds available to us for other purposes such as working capital, capital expenditures, other general corporate purposes and potential acquisitions;
- our ability to refinance such indebtedness or to obtain additional financing for working capital, capital expenditures, acquisitions or general corporate purposes may be impaired;
- we are exposed to fluctuations in interest rates because our senior credit facilities have variable rates of interest;
- our leverage may be greater than that of some of our competitors, which may put us at a competitive disadvantage and reduce our flexibility in responding to current and changing industry and financial market conditions;
- the loss of tax attributes resulting from the cancellation of indebtedness that occurred in connection with the exchange offers that closed on July 31, 2020, coupled with the inability to deduct all or significant portions of our interest expense for tax purposes, will ultimately increase the need to generate revenues to support our capital structure;
- there are significant constraints on our ability to generate liquidity through incurring additional debt; and
- we may be more vulnerable to economic downturn and adverse developments in our business, including potential economic recession, inflation, and other risks that may negatively impact discretionary income and our operating revenues, and attendance levels.

We and our subsidiaries may be able to incur additional indebtedness in the future, subject to the restrictions contained in the agreements governing our indebtedness. To the extent new indebtedness is added to our debt levels, including as a result of satisfying interest payment obligations on certain of our indebtedness with payments-in-kind, the related risks that we now face could intensify. Our ability to access funding under our revolving credit facilities will depend upon, among other things, the absence of an event of default under such indebtedness, including any event of default arising from a failure to comply with the related covenants. If we are unable to comply with our covenants under our indebtedness, our liquidity may be further adversely affected.

Our ability to meet our expenses, to remain in compliance with our covenants under our debt instruments and to make future principal and interest payments in respect of our debt depends on, among other factors, our operating performance, competitive developments and financial market conditions, all of which are significantly affected by financial, business, economic and other factors. We are not able to control many of these factors. Given current industry and economic conditions, our cash flow may not be sufficient to allow us to pay principal and interest on our debt and meet our other obligations.

To the extent our relationship with lenders is negatively affected by disputes that may arise from time to time, it may be more difficult to seek covenant relief, if needed, or to raise additional funds in the future.

We may incur future impairment charges to goodwill or long-lived assets and future theatre and other closure charges.

We have a significant amount of goodwill on our balance sheet as a result of acquisitions. As of December 31, 2022, goodwill recorded on our consolidated balance sheet totaled $2,342.0 million. If the market price of our Common Stock or AMC Preferred Equity Units declines, if the fair value of our debt declines, or if other events or circumstances change that would more likely than not reduce the fair value of our reporting units below their respective carrying value, all or a portion of our goodwill may be impaired in future periods.

We review long-lived assets, including goodwill, indefinite-lived intangible assets and other intangible assets and theatre assets (including operating lease right-of-use lease assets) whenever events or changes in circumstances indicate that the carrying amount of the assets may not be fully recoverable. The review for goodwill compares the fair value for each of our reporting units to their associated carrying value. Factors that could lead to impairment of goodwill and intangible assets include adverse industry or economic trends, reduced estimates of future cash flows, and declines

20230927002257

in the market price of our Common Stock or AMC Preferred Equity Units or declines in the fair value of our debt. Our valuation methodology for assessing impairment requires management to make judgments and assumptions based on historical experience and projections of future operating performance, including estimating the fair value of our corporate borrowings and finance lease obligations. We may be required to record future charges to earnings during the period in which an impairment of goodwill or intangible assets is determined to exist. During the years ended December 31, 2022, December 31, 2021, and December 31, 2020, we recorded impairment of long-lived asset charges of $133.1 million, $77.2 million, $177.9 million, respectively. The assets impaired during year 2022 included 68 theatres in the U.S. markets with 817 screens and 53 theatres in the International markets with 456 screens. No goodwill non-cash impairment charges were recorded for the years ended December 31, 2022 and December 31, 2021 as we determined it was not more likely than not that the fair value of our reporting units was below their respective carrying values. During the year ended December 31, 2020, we recorded goodwill non-cash impairment charges of $1,276.1 million and $1,030.3 million related to the enterprise fair values of the Domestic Theatres and International Theatres reporting units, respectively. We recorded non-cash impairment charges related to indefinite-lived intangible assets of $12.5 million and $2.7 million related to the Odeon and Nordic trade names, respectively, in the International Theatres reporting unit during the year ended December 31, 2020. We recorded non-cash impairment charges of $14.4 million related to our definite-lived intangible assets in the Domestic Theatres reporting unit during the year ended December 31, 2020. We also recorded impairment of other assets recorded in investment expense (income) of $15.9 million during the year ended December 31, 2020 and impairment of equity method investments recorded in equity in (earnings) loss of non-consolidated entities of $8.6 million during the year ended December 31, 2020.

Limitations on the availability of capital and reductions to capital expenditures may delay or prevent deployment of strategic initiatives.

Implementation of our key strategic initiatives, including recliner seating, enhanced food and beverage and premium sight and sound, require significant capital expenditures. Our gross capital expenditures were approximately $202.0 million, $92.4 million, and $173.8 million for the years ended December 31, 2022, December 31, 2021 and, December 31, 2020, respectively. We estimate that our cash outflows for capital expenditures, net of landlord contributions, will be approximately $150 million to $200 million for the year ending December 31, 2023 to maintain and enhance operations. A lack of available capital resources due to business performance or other financial commitments could prevent or delay the deployment of innovations in our theatres. We may reduce capital expenditures significantly or seek additional financing or issue additional securities, which may affect the timing and scope of growth strategy. We cannot be certain that we will be able to obtain new financing on favorable terms, or at all. In addition, covenants under our existing indebtedness limit our ability to incur additional indebtedness, and the performance of any additional or improved theatres may not be sufficient to service the related indebtedness that we are permitted to incur.

We are currently not paying dividends and in the future may not generate sufficient cash flows or have sufficient restricted payment capacity under our Credit Agreement or the indentures governing our debt securities to pay dividends on our Common Stock and AMC Preferred Equity Units.

We currently are not paying a cash dividend. We are only able to pay dividends from our available cash on hand and funds received from our subsidiaries. Our subsidiaries' ability to make distributions to us will depend on their ability to generate substantial operating cash flow. Our ability to pay dividends to our stockholders in the future is subject to the terms of our Credit Agreement and the indentures governing our outstanding notes. Our operating cash flow and ability to comply with restricted payment covenants in our debt instruments will depend on our future performance, which will be subject to prevailing economic conditions and to financial, business and other factors beyond our control. In addition, dividend payments are not mandatory or guaranteed, and our board of directors may determine not to resume the payment of dividends. We may not pay dividends as a result of the following additional factors, among others:

- we are not legally or contractually required to pay dividends;
- even if we determine to resume paying cash dividends, the actual amount of dividends distributed and the decision to make any distribution is entirely at the discretion of our board of directors and future dividends, if any, will depend on, among other things, our results of operations, cash requirements, financial condition, business opportunities, provisions of applicable law and other factors that our board of directors may deem relevant;
- the amount of dividends distributed is and will be subject to contractual restrictions under the restrictive payment covenants contained in the indentures governing our debt securities, the terms of our Credit

20230602002758

Agreement, and the terms of any other outstanding or future indebtedness incurred by us or any of our subsidiaries; and

- the amount of dividends distributed is subject to state law restrictions.

A significant portion of our net operating loss carryforwards have been reduced, which limits our ability to reduce our future tax liability, which may adversely affect our cash flows and therefore our ability to service our indebtedness.

In connection with the exchange offers and related financing transactions that closed on July 31, 2020, we realized approximately $1.2 billion of CODI. As a result of such CODI, we eliminated $1.2 billion of our net operating loss carryforwards through tax attribute reduction. The Tax Cuts and Jobs Act legislation (the "2017 Tax Act") together with the Coronavirus Aid, Relief, and Economic Security Act (the "CARES Act") included a number of significant tax provisions including (1) limiting business interest deductions to 30%, 50%, 50% and 30% of taxable EBITDA for years 2018, 2019, 2020 and 2021, respectively, (2) limiting interest deductions for 2022 and thereafter to 30% of taxable EBIT, (3) limiting the utilization of net operating losses generated in calendar year 2018 and thereafter to 80% of taxable income for years after 2020, (4) providing an indefinite carryover period for interest expense carryforwards and net operating losses generated in calendar year 2018 and thereafter, and (5) adding disallowed business interest carryforwards to the list of items subject to the annual limitation rules for corporations that undergo an "ownership change" within the meaning of Section 382 of the Internal Revenue Code of 1986, as amended (the "Code").

Utilization of our net operating loss carryforwards, disallowed business interest carryforward and other tax attributes became subject to the Section 382 ownership change limitation due to changes in our stock ownership on January 29, 2021. We do not believe, however, that our remaining tax attributes generated prior to this event are significantly limited by Section 382.

The loss of tax attributes as a result of CODI and related attribute reduction may adversely affect our cash flows and therefore our ability to service our indebtedness. For information regarding the remaining significant amount of net operating loss carryforwards, see Note 10—Income Taxes in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof.

The value of our deferred tax assets may not be realizable to the extent our future profits are less than we have projected and we may be required to record valuation allowances against previously-recorded deferred tax assets, which may have a material adverse effect on our results of operations and our financial condition.

Our income tax expense includes deferred income taxes arising from changes in temporary differences between the financial reporting and the tax bases of assets and liabilities, credit carryforwards, interest expense carryforwards and net operating losses. We evaluate the realizability of our deferred income tax assets and assess the need for a valuation allowance jurisdiction by jurisdiction on an ongoing basis. In evaluating our deferred income tax assets, we consider whether it is more likely than not that the deferred income tax asset will be realized. The ultimate realization of our deferred income tax assets depends upon generating sufficient future taxable income during the periods in which our temporary differences become deductible and before our tax credit and net operating loss carryforwards expire. Our assessment of the realizability of our deferred income tax assets requires significant judgement. If we fail to achieve our projections or if we need to lower our projections, we may not have sufficient evidence of our ability to realize our deferred tax assets and we may need to increase our valuation allowance.

Our U.S. cumulative pretax losses have raised uncertainty about the likelihood of realizing our deferred tax assets, and as a result, we maintain a valuation allowance against all of the U.S. deferred tax assets and liabilities, except those deemed indefinite-lived. For the year ended December 31, 2022, our domestic cumulative pre-tax losses continue to raise uncertainty about the likelihood of realizing our deferred tax assets. For our U.S. jurisdiction, we recorded a net increase in valuation allowance of $350.0 million and total tax expense of $1.0 million for 2022. During the first quarter of 2020, the severe impact of the COVID-19 pandemic on operations in Germany and Spain caused us to conclude the realizability of deferred tax assets held in those jurisdictions does not meet the more likely than not standard. As such, a charge of $33.1 million and $40.1 million was recorded for Germany and Spain, respectively. At December 31, 2020 year-end, we determined that it was appropriate to record a valuation allowance on the disallowed interest carryforward in Sweden as the realizability of this deferred tax asset in this jurisdiction does not meet the more likely than not standard. As such, the overall net tax benefit recorded on Sweden was reduced by a charge of $3.7 million. During 2021, we recorded a valuation allowance on all other deferred tax assets in Sweden, resulting in a charge of less than $1 million. With the exception of Finland, all other international jurisdictions carried valuation allowances against their deferred tax assets at the end of 2022.

20230920022690

There are no assurances that we will not increase the valuation allowances in future periods against deferred tax expense; likewise, any decrease would result in additional deferred tax benefit.

The elimination of the calculation of USD LIBOR rates may impact our contracts that are indexed to USD LIBOR.

In July 2017, the Financial Conduct Authority (the authority that regulates LIBOR) announced it intends to stop compelling banks to submit rates for the calculation of LIBOR after 2021 and the transition period has been subsequently extended through June 2023. The Alternative Reference Rates Committee ("ARRC") has proposed that the Secured Overnight Financing Rate ("SOFR") is the rate that represents best practice as the alternative to USD-LIBOR for use in derivatives and other financial contracts that are currently indexed to USD-LIBOR. ARRC has proposed a paced market transition plan to SOFR from USD-LIBOR and organizations are currently working on industry wide and company specific transition plans as it relates to derivatives and cash markets exposed to USD-LIBOR. We have material contracts that are indexed to USD-LIBOR and we are monitoring this activity and evaluating the related risks.

Operational Risks

Our business depends on motion picture production and performance and is subject to intense competition, including increases in alternative film delivery methods or other forms of entertainment.

Our ability to operate successfully depends upon the availability, diversity and appeal of motion pictures, our ability to license motion pictures and the performance of such motion pictures in our markets. The most attended films are usually released during the summer and the calendar year-end holidays, making our business seasonal. We license first-run motion pictures, the success of which has increasingly depended on the marketing efforts of the major motion picture studios and the duration of the exclusive theatrical release windows. Poor performance of, or any disruption in the production of these motion pictures (including by reason of a strike or lack of adequate financing), a reduction in the marketing efforts of the major motion picture studios, the choice by distributors to release fewer feature-length movies theatrically, or the choice to release feature-length movies directly to video streaming or PVOD platforms, either in lieu of or on the same date as a theatrical release, could hurt our business and results of operations. Conversely, the successful performance of these motion pictures, particularly the sustained success of any one motion picture, or an increase in effective marketing efforts of the major motion picture studios and extension of the exclusive theatrical release windows, may generate positive results for our business and operations in a specific fiscal quarter or year that may not necessarily be indicative of, or comparable to, future results of operations. As movie studios rely on a smaller number of higher grossing "tent pole" films there may be increased pressure for higher film licensing fees. Our loyalty program and certain promotional pricing also may affect performance and increase the cost to license motion pictures relative to revenue for admission. In addition, a change in the type and breadth of movies offered by motion picture studios and the theatrical exclusive release window may adversely affect the demographic base of movie-goers.

Our theatres are subject to varying degrees of competition in the geographic areas in which we operate. Competitors may be multi-national circuits, national circuits, regional circuits or smaller independent exhibitors. Competition among theatre exhibition companies is often intense with respect to attracting patrons, terms for licensing of motion pictures and availability and securing and maintaining desirable locations.

We also compete with other film delivery methods, including video streaming, network, syndicated cable and satellite television, as well as video-on-demand, pay-per-view services, and subscription streaming services. We also compete for the public's leisure time and disposable income with other forms of entertainment, including sporting events, amusement parks, live music concerts, live theatre, and restaurants. An increase in the popularity of these alternative film delivery methods and other forms of entertainment could reduce attendance at our theatres, limit the prices we can charge for admission and materially adversely affect our business and results of operations.

We rely on distributors of motion pictures, over whom we have no control, for the films that we exhibit, and our business may be adversely affected if our access to motion pictures is limited or delayed.

Our business depends on maintaining good relations with these distributors, as this affects our ability to negotiate commercially favorable licensing terms for first-run films or to obtain licenses at all. With only seven movie studio distributors representing approximately 88% of our U.S. markets' box office revenues in 2022 and 4 movie studio distributors representing approximately 73% of our International markets' box office revenues in 2022, there is a high level of concentration and continued consolidation in the industry. Our business may be adversely affected if our access to motion pictures is limited or delayed because of deterioration in our relationships with one or more distributors or for

20230920022270

some other reason. To the extent that we are unable to license a popular film for exhibition in our theatres, our operating results may be adversely affected.

Our results of operations will be impacted by shrinking theatrical exclusive release windows and other practices adopted by movie studies.

Over the last decade, the average theatrical exclusive release window, which represents the time that elapses from the date of a film's theatrical release to the date a film is available to consumers in-home, has decreased from approximately four months to approximately one-and-one half months. Additionally, during the COVID-19 pandemic, certain movie studios adopted strategies that have eliminated the theatrical exclusive release window. While this trend has diminished in 2022 as the COVID-19 pandemic has diminished, studios may adopt similar strategies in the future that shorten or eliminate the theatrical release window. These practices have significantly impacted our revenues and are expected to continue to have an adverse impact on our business and results of operations going forward.

We rely on our information systems to conduct our business, and any failure to protect these systems against security breaches or failure of these systems themselves could adversely affect our business, results of operations and liquidity and could result in litigation and penalties. Additionally, if these systems fail or become unavailable for any significant period of time, our business could be harmed.

Potential cyber security incidents could interfere with our business and operations. Computer hacking, installation of malware, installation of ransomware, phishing, and spamming attacks against online networking platforms have become more prevalent and more sophisticated. Though it is difficult to determine what, if any, harm may directly result from any specific attack or interruption, such events could also be expensive to remedy, harm our reputation or brands, lead users to lose trust and confidence in our business, and/or result in costly fines, penalties, and costly remediation requirements. We, and others on our behalf, also store "personally identifiable information" ("PII") with respect to employees, vendors, customers, and others. While we have implemented safeguards to protect the privacy of this information, there is still a risk that hackers or others might obtain this information, which would result in potentially costly remedial action, as well as potential fines, penalties, lawsuits, and reputational damage.

Furthermore, we rely on our information systems and those of third parties for storing proprietary company information about our products and intellectual property, as well as for processing patron purchases, loyalty program activity, supporting accounting functions and financial statement preparation, paying our employees, and otherwise running our business. In addition, we may need to enhance our information systems to provide additional capabilities and functionality. The implementation of new information systems and enhancements is frequently disruptive to the underlying business of an enterprise. Any disruptions affecting our ability to accurately report our financial performance on a timely basis could adversely affect our business in a number of respects. If we are unable to successfully implement potential future system enhancements, our financial position, results of operations, and cash flows could be negatively impacted.

We depend on key personnel for our current and future performance.

Our current and future performance depends to a significant degree upon the retention of our senior management team and other key personnel. The loss or unavailability of any member of our senior management team or a key employee could have a material adverse effect on our business, financial condition, and results of operations. We cannot give assurance that we would be able to locate or employ qualified replacements for senior management or key employees on acceptable terms.

Supply chain disruptions, labor shortages, and inflation may negatively impact our operations and operating results.

We rely on a limited number of suppliers for certain products, supplies and services, including a single U.S. vendor for the warehousing and distribution of most of the products and supplies for our U.S. food and beverage operations. Items such as consumable oils used in food preparation and containers/packaging for food and beverage service have been impacted by price and availability in both the U.S. markets and International markets. Shortages, delays, or interruptions in the availability of food and beverage items and other supplies to our theatres may be caused by commodity availability; public health crises or pandemics, including resulting lockdowns in areas where goods are manufactured; social or economic unrest, terrorism, hostilities, cyber-attacks or war, including the conflict between Russia and Ukraine and the potential impact of financial and economic sanctions on the regional and global economy; labor issues or other operational disruptions; the inability of our suppliers to manage adverse business conditions, obtain

20230900227

credit or remain solvent; adverse weather conditions; natural disasters; governmental regulation; recalls; or other conditions beyond our control. Such shortages, delays or interruptions could adversely affect the availability, quality, and cost of the items we buy and the operations of our business. Supply chain risk could increase our costs and limit the availability of products that are critical to our operations. If we raise prices in response to increased costs or shortages, it may negatively impact our sales. If we temporarily remove popular food and beverage options without comparable alternatives, we may experience a reduction in sales during the time affected by the shortage or thereafter if our guests change their purchasing habits. During the recovery from the impacts of the COVID-19 pandemic, we have, with regard to certain items, experienced difficulties in maintaining a consistent supply, seen delays in production and deliveries, been required to identify alternative suppliers, and suspended sales regionally or entirely. We expect these issues to continue for the foreseeable future and plan to minimize the impact by focusing on the supply of those items with the greatest impact on our sales and operations.

During the recovery from the impacts of the COVID-19 pandemic, we have, with regard to certain items, experienced difficulties in maintaining a consistent supply, seen delays in production and deliveries, been required to identify alternative suppliers, and suspended sales regionally or entirely. We expect these issues to continue for the foreseeable future and plan to minimize the impact by focusing on the supply of those items with the greatest impact on our sales and operations.

One of the impacts of COVID-19 has been extended labor shortages, resulting in our demand for staff outweighing the available supply. The success of our business depends on our ability to recruit and retain staff members for our theatres. Without proper staffing, wait times to buy tickets and concessions are extended, operating hours may be reduced, and, in some cases, theatres cannot open at all. As patrons begin to return to our theatres in greater numbers, these conditions may result in a poor guest experience, perhaps causing them to not return in the future. These labor shortages have also required us to raise wages to be competitive in the small available workforce. Increased labor costs cut into profits already extremely affected by COVID-19.

In addition, we are dependent upon natural gas and electricity to operate our theatres. The cost of natural gas and electricity may fluctuate widely due to economic and political conditions, government policy and regulations, war, or other unforeseen circumstances. Substantial future increases in prices, including the availability and/or cost of energy in Europe, for, or shortages of, natural gas and electricity could have a negative effect on our profitability. There can be no assurance that we can cover these potential cost increases through future pricing actions.

Inflation may adversely affect us by increasing our food and beverage costs, utilities, and labor. In an inflationary environment, such as the current economic environment, depending on the market conditions in each region or country, we may be unable to raise the prices of our movie tickets or food and beverage products enough to keep up with the rate of inflation, which would reduce our profitability, and continued inflationary pressures could impact our business, financial condition, and results of operations.

Optimizing our theatre circuit through new construction and the transformation of our existing theatres may be subject to delay and unanticipated costs.

The availability of attractive site locations for new construction is subject to various factors that are beyond our control. These factors include:

- local conditions, such as scarcity of space or increase in demand for real estate, demographic changes and changes in zoning and tax laws; and
- competition for site locations from both theatre companies and other businesses.

We typically require 18 to 24 months in the United States from the time we reach an agreement with a landlord to when a theatre opens. This timeframe may vary in international markets.

In addition, the improvement of our existing theatres through our enhanced food and beverage and recliner seating and premium sight and sound initiatives is subject to substantial risks, such as difficulty in obtaining permits, landlord approvals and operating licenses (e.g. liquor licenses). We may also experience cost overruns from delays or other unanticipated costs in both new construction and facility improvements. Furthermore, our new sites and transformed locations may not perform to our expectations.

ZLZ00760S702

Climate change, adverse weather conditions and natural disasters could adversely affect our theatre operations, sales or financial results.

Climate change and natural disasters may adversely affect our ability to keep movie theatres open and operational in affected regions and consumer ability to travel to our theatres if they are open. Relative to normal weather conditions, extended severe weather as a result of climate change can close theatres for days due to pervasive power outages, flooding, or wildfires. These severe weather events can also result in delays in the construction of new theatres, interruptions to the availability or increases in the cost of utilities, and shortages in the supply, or increases in the costs of concessions and other supplies required for operations. Additionally, the seasonal timing of severe weather patterns tends to mimic the fluctuation of our sales. With our busy season being around the winter holidays and in the summer, the risk is even greater for extended severe winter storms and increased hurricanes and tornadoes in the summer months.

Regulatory Risks

General political, social and economic conditions can reduce our operating revenues and attendance.

Our success depends on general political, social, and economic conditions and the willingness of consumers to spend money at movie theatres. If going to motion pictures becomes less popular or consumers spend less on food and beverage, our operations could be adversely affected. In addition, our operations could be adversely affected if consumers' discretionary income falls as a result of an economic downturn. Geopolitical events, including the threat of regional war, terrorism or cyber-attacks, or widespread health emergencies, such as COVID-19 or other pandemics or epidemics, could cause people to avoid our theatres or other public places where large crowds are in attendance. In addition, due to our concentration in certain markets, natural disasters such as hurricanes or earthquakes in those markets could adversely affect our overall results of operations.

We are subject to substantial government regulation, which could entail significant cost.

We are subject to various federal, state and local laws, regulations and administrative practices both domestically and internationally affecting our business, and we must comply with provisions regulating antitrust, customary health and sanitation standards and those imposed as a result of the COVID-19 pandemic, equal employment, environmental, licensing for the sale of food and, in some theatres, alcoholic beverages, and data protection and privacy laws, including GDPR, and all other current and pending privacy and data regulations in the jurisdictions where we have operations. Our new theatre openings could be delayed or prevented or our existing theatres could be impacted by difficulties or failures in our ability to obtain or maintain required approvals or licenses. Changes in existing laws or implementation of new laws, regulations and practices could have a significant impact on our business. A significant portion of our theatre level employees are part-time workers who are paid at or near the applicable minimum wage in the theatre's jurisdiction. Increases in the minimum wage and implementation of reforms requiring the provision of additional benefits will increase our labor costs.

We own and operate facilities throughout the United States and various international markets throughout Europe and are subject to the environmental laws and regulations of those jurisdictions, particularly laws governing the cleanup of hazardous materials and the management of properties. We might in the future be required to participate in the cleanup of a property that we own or lease, or at which we have been alleged to have disposed of hazardous materials from one of our facilities. In certain circumstances, we might be solely responsible for any such liability under environmental laws, and such claims could be material.

In the United States, our theatres must comply with Title III of the Americans with Disabilities Act of 1990 ("ADA"). Compliance with the ADA requires that public accommodations, including websites and mobile apps for such public accommodations, "reasonably accommodate" individuals with disabilities and that new construction or alterations made to "commercial facilities" conform to accessibility guidelines unless "structurally impracticable" for new construction or technically infeasible for alterations. Non-compliance with the ADA could result in the imposition of injunctive relief, fines, and an award of damages to private litigants or additional capital expenditures to remedy such non-compliance, any of which could have a material adverse effect on our operations and financial condition. In Europe, all territories have similar national regulations relating to disabilities that our theatres operate in accordance with. Noncompliance with these regulations could carry financial, operational and reputation risks.

20230072002273

We are subject to complex taxation, changes in tax rates, adoption of new United States, European Union or international tax legislation and disagreements with tax authorities that could adversely affect our business, financial condition or results of operations.

We are subject to many different forms of taxation in both the United States. and in foreign jurisdictions where we operate. Current economic and political conditions, including Brexit and Organization for Economic Co-operation and Development's ("OECD"), proposed recommendations around taxation in the Digital Economy, make tax rates, transfer pricing compliance and tax regulations, including in the United States, United Kingdom, and European Union subject to significant change. Recent examples include the Court of Justice of the European Union narrowing the EU Interest & Royalty withholding directive, OECD recommendations on Base Erosion and Profit Shifting ("BEPS") including new rules for the allocation of multinational organization profits between countries and a global minimum tax rate, the European Commission's Anti-Tax Avoidance Package, the U.S. Tax Cuts and Jobs Act signed into law in December 2017, and the CARES Act.

The cost of compliance with these laws and regulations is high and is likely to increase in the future. Any failure on our part to comply with these laws and regulations can result in negative publicity and diversion of management time and effort and may subject us to significant liabilities and other penalties.

The legal regimes governing our international business operations could require our international subsidiaries or their directors to pursue insolvency proceedings.

The legal regimes governing certain of our international subsidiaries (including Germany, Spain, Portugal, Norway and Sweden) impose on directors an obligation to pursue insolvency proceedings in certain circumstances. There are various potential triggers including illiquidity, over-indebtedness and inadequate capitalization. If our international subsidiaries were required to (and did) pursue insolvency proceedings, that could in turn trigger events of default under our international senior secured notes and/or have other material adverse effects on our business and financial position, including additional insolvency proceedings.

We may be reviewed by antitrust authorities.

Given our size and market share, pursuit of acquisition opportunities that would increase the number of our theatres in markets where we have a leading market share would likely result in significant review by antitrust regulators in the applicable jurisdictions, and we may be required to dispose of theatres in order to complete such acquisition opportunities. As a result, we may not be able to succeed in acquiring other exhibition companies or we may have to dispose of a significant number of theatres in key markets in order to complete such acquisitions.

We operate in a consolidating industry that is scrutinized from time to time for compliance with antitrust and competition laws, including currently dormant investigations into film clearances and joint ventures among competing exhibitors. If we were found to have violated antitrust laws, it could have a material adverse effect on our operations and financial condition.

Our business is subject to international economic, political and other risks that could negatively affect our business, results of operations and financial condition.

As a result of our international operations, 24.3% of our revenues were derived from countries outside the United States for the year ended December 31, 2022. The success of our international operations is subject to risks that are beyond our control. Accordingly, our business is subject to risks associated with doing business internationally, including:

- difficulties and costs of staffing and managing international operations among diverse geographies, languages and cultures;
- the impact of regional or country-specific business cycles and economic instability;
- the potential for political, social, or economic unrest, terrorism, hostilities, cyber-attacks or war, including the conflict between Russia and Ukraine and that Sweden and Finland (countries where we operate approximately 100 theatres) and their potential accession to NATO, which could cause a deterioration in the relationship each country has with Russia, and the potential impact of financial and economic sanctions on the regional and global economy;

20230202274

- fluctuations in foreign currency exchange rates which could lead to fluctuations in our reported results of operations or result in significant decreases in the value of our international investments as denominated in U.S. Dollars;
- increased foreign interest rates, foreign exchange fees and other bank charges as a result of financing our foreign operations;
- exposure to anti-corruption laws, including the Foreign Corrupt Practices Act ("FCPA") and the U.K. Bribery Act (the "Bribery Act"), and export-control regulations and economic sanctions regulations, including those promulgated by the Office of Foreign Assets Control, United States Department of Treasury ("OFAC");
- exposure to local economic conditions and local laws and regulations;
- exposure to local labor and employment laws;
- relationships with local labor unions and works councils;
- limited borrowing capabilities relating to activities in non-U.S. countries;
- economic and/or credit conditions abroad;
- potential adverse changes in the political and/or economic stability of foreign countries or in their diplomatic relations with the United States;
- restrictions on the withdrawal of foreign investment and earnings;
- government policies against businesses owned by foreigners;
- investment restrictions or requirements;
- diminished ability to legally enforce our contractual rights in foreign countries;
- difficulty in protecting our brand, reputation and intellectual property;
- restrictions on the ability to obtain or retain licenses required for operation;
- foreign exchange restrictions;
- adverse changes in regulatory or tax requirements;
- restrictions on foreign ownership of subsidiaries;
- data protection and privacy laws, including GDPR and other restrictions on transferring personally identifiable information outside of a jurisdiction; and
- tariffs and other trade barriers.

If we are unable to manage the complexity of our global operations successfully, it could have a material adverse effect on our business, financial condition and results of operations.

Risk Related to our Share Issuances

There has been significant recent dilution and there may continue to be additional future dilution of our Common Stock and AMC Preferred Equity Units, which could adversely affect the market price of shares of our Common Stock and AMC Preferred Equity Units. The risks of future dilution must also be weighed against the risks of failing to increase our authorized shares of Common Stock, each of which could adversely affect the market price of shares of our Common Stock and AMC Preferred Equity Units.

From January 1, 2020 through February 22, 2023, the outstanding shares of our Common Stock have increased by 459,834,339 shares in a combination of at-the-market sales, conversion of Class B common stock, conversion of notes, exchanges of notes, transaction fee payments, and equity grant vesting. On August 19, 2022, the Company issued a dividend of one AMC Preferred Equity Unit for each share of Common Stock outstanding at the close of business on August 15, 2022, which resulted in the issuance of 516,820,595 AMC Preferred Equity Units. From August 19, 2022 through February 22, 2023, we issued 413,029,017 AMC Preferred Equity Units in combination of at-the-market sales, exchanges of debt, private placement transactions, and equity grant vesting. As of February 22, 2023, there were

20230302002775

517,580,416 shares of Common Stock and 929,849,612 AMC Preferred Equity Units issued and outstanding. Pursuant to our strategy to enhance our liquidity, we intend to issue preferred equity securities or securities convertible into, or exchangeable for, or that represent the right to receive, shares of Common Stock. If, in the future, we obtain shareholder approval to amend our certificate of incorporation to increase our authorized shares, including if the Charter Amendment Proposals are approved by our stockholders at the Special Meeting, we may issue additional shares of Common Stock to raise cash to bolster our liquidity, to refinance indebtedness, for working capital, to finance strategic initiatives and future acquisitions or for other purposes. We may also acquire interests in other companies, or other assets by using a combination of cash and shares of Common Stock or AMC Preferred Equity Units, or just shares of Common Stock. Additionally, vesting under our equity compensation programs results in the issuance of new shares of Common Stock and AMC Preferred Equity Units and shares withheld to cover tax withholding obligations upon vesting remain available for future grants. Any of these events may dilute the ownership interests of current stockholders, reduce our earnings per share or have an adverse effect on the price of our shares of Common Stock and AMC Preferred Equity Units.

To provide for the authorization of a sufficient number of authorized and unissued and unreserved shares of the Common Stock into which the Series A Convertible Participating Preferred Stock (and, by virtue of such conversion, AMC Preferred Equity Units) can convert in full, the Company has called a special meeting to be held on March 14, 2023 (the "Special Meeting") to obtain the requisite stockholder approval of the Charter Amendment Proposals. If the Charter Amendment Proposals are approved by our stockholders, we will have additional authorized but unissued Common Stock that may be used in the future for at-the-market sales, exchanges of notes, private placement transactions, equity grant vesting and other dilutive issuances. These future issuances may be dilutive and result in a decline in the market price of our Common Stock.

If we are unable to obtain shareholder approval to increase our authorized shares, including pursuant to the Charter Amendment Proposals, this will create substantial risks, which could have an adverse effect on the price of our shares of Common Stock and AMC Preferred Equity Units, including:

- we will be limited in our ability to issue equity to bolster our liquidity and respond to future challenges, including if operating revenues and attendance levels do not return to the levels assumed;
- for future financing, we may be required to issue additional debt, which may be unavailable on favorable terms or at all, which would exacerbate the challenges created by our high leverage;
- we may be unable to issue equity in deleveraging transactions, including exchanges, redemptions or buy-backs of debt, which will limit our flexibility to deliver; and
- we may be unable to issue equity as currency in strategic transactions, including acquisitions, joint ventures or in connection with landlord negotiations, which may prevent us from entering into transactions that could increase shareholder value.

The Special Meeting and the Charter Amendment Proposals could cause extreme volatility in our Common Stock and AMC Preferred Equity Units and may adversely affect the market price of our Common Stock and/or AMC Preferred Equity Units.

At the Special Meeting, all holders of our shares of Common Stock and holders of shares of Series A Convertible Participating Preferred Stock (which are represented by AMC Preferred Equity Units) on the books of Computershare Trust Company, N.A. as of the record date for the Special Meeting will be entitled to vote on the Charter Amendment Proposals. If stockholders approve the Charter Amendment Proposals, upon the effectiveness of the Charter Amendment Proposals, the AMC Preferred Equity Units will be automatically converted into shares of our Common Stock and the AMC Preferred Equity Units will cease trading and be delisted from the NYSE. The effect of the Charter Amendment Proposals, including the Reverse Split Proposal (as defined in Note 16—Subsequent Events in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof), upon the market price of our Common Stock cannot be predicted with certainty. Given the current disparity in the trading prices of the AMC Preferred Equity Units and the Common Stock, the conversion of AMC Preferred Equity Units into Common Stock could adversely affect the market price of the Common Stock. Conversely, if the Charter Amendment Proposals are not approved, the AMC Preferred Equity Units will not convert into shares of Common Stock, which could also adversely affect the market price of the AMC Preferred Equity Units, cause extreme volatility, make it difficult to raise additional equity without causing significant economic dilution to the Common Stock, which could also adversely affect the market price of the Common Stock. If the Charter Amendment Proposals are not approved, the Company may not make another proposal with respect to the common stock amendment, or it may be some time before any such proposal is made, although such determination will be made by the Company's Board at its sole discretion.

20230920022776

In addition, the results of reverse stock splits by companies in the past have been varied. There can be no assurance that the total market capitalization of our Common Stock after the Reverse Split Proposal (if approved) (the "Reverse Stock Split") will be equal to or greater than the total market capitalization before the Reverse Stock Split or that the per share market price of our Common Stock following the Reverse Stock Split will increase in proportion to the reduction in the number of shares of Common Stock outstanding before the Reverse Stock Split. Further, the market price and trading volume of our shares of Common Stock has been subject to extreme volatility and approval of the Charter Amendment Proposals, including the Reverse Stock Split, may increase such volatility, with a decline in the market price of our Common Stock after the Reverse Stock Split resulting in a greater percentage decline than would occur in the absence of a Reverse Stock Split.

On February 20, 2023, two putative stockholder class actions were filed in the Delaware Court of Chancery, captioned Allegheny County Employees' Retirement System v. AMC Entertainment Holdings, Inc., et al., C.A. No. 2023-0215-MTZ (Del. Ch.) (the "Allegheny Action"), and Munoz v. Adam M. Aron, et al., C.A. No. 2023-0216-MTZ (Del. Ch.) (the "Munoz Action" and together with the Allegheny Action, the "Shareholder Lawsuits"). See Note 11—Commitments and Contingencies for additional information about the Shareholder Lawsuits.While we will vigorously contest the Shareholder Lawsuits, the outcome of the Shareholder Lawsuits, or any similar future lawsuits, is uncertain. In addition, while we anticipate that the Special Meeting will still be held on March 14, 2023, we will not be able to implement the Charter Amendment Proposals pending a ruling by the court on the plaintiff's to-be-filed preliminary injunction motion, which may substantially delay or prevent the conversion of AMC Preferred Equity Units into Common Stock. If the plaintiffs are successful in obtaining injunctive or other relief restraining, delaying, enjoining or otherwise prohibiting the Charter Amendment Proposals from going into effect, this would likely adversely affect the market price of the AMC Preferred Equity Units, cause extreme volatility, make it difficult to raise additional equity without causing significant economic dilution to both the AMC Preferred Equity Units and the Common Stock, which could also adversely affect the market price of the Common Stock. If the plaintiffs are successful in their claim for breach of 8 *Del. C.* § 242(b), we may be prohibited from issuing additional AMC Preferred Equity Units which would substantially harm our ability to generate additional liquidity, reduce our debt or engage in strategic transactions.

The market prices and trading volumes of our shares of Common Stock and AMC Preferred Equity Units have experienced, and may continue to experience, extreme volatility, which could cause purchasers of our Common Stock and AMC Preferred Equity Units to incur substantial losses.

The market prices and trading volume of our shares of Common Stock and AMC Preferred Equity Units have been and may continue to be subject to wide fluctuations in response to numerous factors, many of which are beyond our control. Because each AMC Preferred Equity Unit initially represents the right to receive one share of our Common Stock upon effectiveness of the common stock amendment, and is otherwise designed to bear equivalent economic and voting rights as described herein, the market price of the AMC Preferred Equity Units may be correlated with the market price of our Common Stock. The market prices and trading volume of our shares of Common Stock have experienced, and may continue to experience extreme volatility, which could cause purchasers of our Common Stock and AMC Preferred Equity Units to incur substantial losses. For example, during 2022, the market price of our Common Stock has fluctuated from an intra-day low of $3.81 per share on December 28, 2022 to an intra-day high on the NYSE of $17.17 on March 29, 2022. The market price of our AMC Preferred Equity Units has fluctuated from an intra-day low of $0.65 on December 19, 2022 to an intra-day high of $10.50 on August 22, 2022. The reported sale price of our Common Stock and AMC Preferred Equity Units on the NYSE on February 23, 2023, was $6.23 per share and $2.22 per share. During 2022, daily trading volume ranged from approximately 8,287,600 to 226,704,100 shares and the AMC Preferred Equity Units ranged from approximately 5,921,800 to 180,271,200.

We believe that the recent volatility and our current market prices reflect market and trading dynamics unrelated to our underlying business, or macro or industry fundamentals, and we do not know how long these dynamics will last. Under the circumstances, we caution you against investing in our Common Stock and AMC Preferred Equity Units, unless you are prepared to incur the risk of losing all or a substantial portion of your investment.

Extreme fluctuations in the market price of our Common Stock and AMC Preferred Equity Units have been accompanied by reports of strong and atypical retail investor interest, including on social media and online forums. The market volatility and trading patterns we have experienced create several risks for investors, including the following:

- the market prices of our Common Stock and AMC Preferred Equity Units have experienced and may continue to experience rapid and substantial increases or decreases unrelated to our operating performance or prospects, or macro or industry fundamentals, and substantial increases may be significantly inconsistent with the risks and uncertainties that we continue to face;

20230920002277

- factors in the public trading market for our Common Stock and AMC Preferred Equity Units may include the sentiment of retail investors (including as may be expressed on financial trading and other social media sites and online forums), the direct access by retail investors to broadly available trading platforms, the amount and status of short interest in our securities, access to margin debt, trading in options and other derivatives on our Common Stock and AMC Preferred Equity Units and any related hedging and other trading factors;
- our market capitalization, as implied by various trading prices, currently reflects valuations that diverge significantly from those seen prior to recent volatility and that are significantly higher than our market capitalization immediately prior to the COVID-19 pandemic, and to the extent, these valuations reflect trading dynamics unrelated to our financial performance or prospects, purchasers of our Common Stock and AMC Preferred Equity Units could incur substantial losses if there are declines in market prices driven by a return to earlier valuations;
- to the extent volatility in our Common Stock and AMC Preferred Equity Units is caused, or may from time to time be caused, as has widely been reported, by a "short squeeze" in which coordinated trading activity causes a spike in the market price of our Common Stock and AMC Preferred Equity Units as traders with a short position make market purchases to avoid or to mitigate potential losses, investors purchase at inflated prices unrelated to our financial performance or prospects, and may thereafter suffer substantial losses as prices decline once the level of short-covering purchases has abated;
- if the market price of our Common Stock and/or AMC Preferred Equity Units declines, you may be unable to resell your shares of Common Stock or AMC Preferred Equity Units at or above the price at which you acquired them. We cannot assure you that the equity issuance of our Common Stock and AMC Preferred Equity Units will not fluctuate or decline significantly in the future, in which case you could incur substantial losses; and
- the Company will pay cash tax liabilities of an estimated $14.0 million to cover withholding obligations upon vesting of awards under our Equity Incentive Plan in January and February of 2023. The Company will withhold shares based on historical elections by participants under the terms of the plan, equivalent to the cash tax requirements for federal, state and local withholdings, pay the required tax obligation and return the withheld shares to the Equity Incentive Plan.

We may continue to incur rapid and substantial increases or decreases in the market prices of our Common Stock and AMC Preferred Equity Units in the foreseeable future that may not coincide in timing with the disclosure of news or developments by or affecting us. Accordingly, the market price of our shares of Common Stock and AMC Preferred Equity Units may fluctuate dramatically and may decline rapidly, regardless of any developments in our business. Overall, there are various factors, many of which are beyond our control, that could negatively affect the market price of our Common Stock and AMC Preferred Equity Units or result in fluctuations in the price or trading volume of our Common Stock and AMC Preferred Equity Units, including:

- the ongoing impacts relating to the COVID-19 pandemic;
- actual or anticipated variations in our annual or quarterly results of operations, including our earnings estimates and whether we meet market expectations with regard to our earnings;
- our current inability to pay dividends or other distributions;
- publication of research reports by analysts or others about us or the motion picture exhibition industry, which may be unfavorable, inaccurate, inconsistent or not disseminated on a regular basis;
- changes in market interest rates that may cause purchasers of our shares to demand a different yield;
- changes in market valuations of similar companies;
- market reaction to any additional equity, debt or other securities that we may issue in the future, and which may or may not dilute the holdings of our existing stockholders;
- additions or departures of key personnel;
- actions by institutional or significant stockholders;
- short interest in our securities and the market response to such short interest;

20230920022778

- dramatic increase or decrease in the number of individual holders of our Common Stock and AMC Preferred Equity Units and their participation in social media platforms targeted at speculative investing;
- speculation in the press or investment community about our company or industry;
- strategic actions by us or our competitors, such as acquisitions or other investments;
- legislative, administrative, regulatory or other actions affecting our business, our industry, including positions taken by the Internal Revenue Service ("IRS");
- investigations, proceedings, or litigation that involve or affect us;
- the Charter Amendment Proposals to be voted on by our stockholders at the Special Meeting;
- the occurrence of any of the other risk factors included or incorporated by reference in this Annual Report on Form 10-K; and
- general market and economic conditions.

A "short squeeze" due to a sudden increase in demand for shares of our Common Stock that largely exceeds supply and/or focused investor trading in anticipation of a potential short squeeze have led to, may be currently leading to, and could again lead to, extreme price volatility in shares of our Common Stock and the price of the AMC Preferred Equity Units may also be subject to similar dynamics and volatility.

Investors may purchase shares of our Common Stock and our AMC Preferred Equity Units to hedge existing exposure or to speculate on the price of our Common Stock and our AMC Preferred Equity Units. Speculation on the price of our Common Stock and our AMC Preferred Equity Units may involve long and short exposures. To the extent aggregate short exposure exceeds the number of shares of our Common Stock and/or AMC Preferred Equity Units available for purchase on the open market, investors with short exposure may have to pay a premium to repurchase shares of our Common Stock and/or AMC Preferred Equity Units for delivery to lenders of our Common Stock and/or AMC Preferred Equity Units. Those repurchases may, in turn, dramatically increase the price of shares of our Common Stock and/or AMC Preferred Equity Units until additional shares of our Common Stock and/or AMC Preferred Equity Units are available for trading or borrowing. This is often referred to as a "short squeeze." A large proportion of our Common Stock has been in the past and may be traded in the future by short sellers, which may increase the likelihood that our Common Stock or AMC Preferred Equity Units will be the target of a short squeeze, and there is widespread speculation that the trading price of our Common Stock is or has been from time to time the result of a short squeeze. A short squeeze and/or focused investor trading in anticipation of a short squeeze have led to, may be currently leading to, and could again lead to volatile price movements in shares of our Common Stock and may have a similar impact on the price of the AMC Preferred Equity Units that may be unrelated or disproportionate to our operating performance or prospects and, once investors purchase the shares of our Common Stock and/or AMC Preferred Equity Units necessary to cover their short positions. Or if investors no longer believe a short squeeze is viable, the price of our Common Stock and AMC Preferred Equity Units may rapidly decline. Investors that purchase shares of our Common Stock or AMC Preferred Equity Units during a short squeeze may lose a significant portion of their investment.

Under the circumstances, we caution you against investing in our Common Stock and AMC Preferred Equity Units, unless you are prepared to incur the risk of losing all or a substantial portion of your investment.

The AMC Preferred Equity Units are listed under the ticker symbol "APE". APEs is also the name by which some of our retail stockholders refer to themselves. There is no guarantee that these stockholders will continue to support AMC in the future, and negative sentiment among AMC's retail stockholder base in the future could have a material adverse impact on the market prices of the Common Stock and AMC Preferred Equity Units and your investment therein.

Some of our retail investors have referred to themselves as "Apes" on social media and in other forums. Our "APE" ticker symbol, although an acronym for AMC Preferred Equity Unit, is also a reference to this stockholder base who has in the past been perceived as having supported AMC. Self-proclaimed "Apes" are widely viewed as playing a significant role in the market dynamics that have resulted in substantial increases and volatility in the market prices of AMC's Common Stock and other so-called "meme" stocks. See "— The market prices and trading volume of our shares of Common Stock and AMC Preferred Equity Units have experienced, and may continue to experience, extreme volatility, which could cause purchasers of our Common Stock and AMC Preferred Equity Units to incur substantial losses." While AMC and its management have actively sought to foster positive relationships with its significant retail stockholder base

20230920002279

as the owners of AMC, and while AMC's retail stockholder base has been credited favorably with assisting AMC in raising significant capital in the past, there is no guarantee that AMC will be able to continue to benefit from support from its retail stockholder base in the future. If investor sentiment turns negative, including as a result of this at-the-market offering or this prospectus supplement, this could have a material adverse impact on the market price of our Common Stock and AMC Preferred Equity Units.

Information available in public media that is published by third parties, including blogs, articles, online forums, message boards and social and other media may include statements not attributable to the Company and may not be reliable or accurate.

We have received, and may continue to receive, a high degree of media coverage that is published or otherwise disseminated by third parties, including blogs, articles, online forums, message boards and social and other media. This includes coverage that is not attributable to statements made by our directors, officers or employees. You should read carefully, evaluate and rely only on the information contained in this Annual Report on Form 10-K, the definitive Proxy Statement on Schedule 14A filed on February 14, 2023, the prospectus supplement filed September 26, 2022, the accompanying prospectus or any applicable free writing prospectus or incorporated documents filed with the SEC in determining whether to purchase our shares of Common Stock or AMC Preferred Equity Units. Information provided by third parties may not be reliable or accurate and could materially impact the trading price of our Common Stock and our AMC Preferred Equity Units which could cause losses to your investments.

Future offerings of debt, which would be senior to our Common Stock and AMC Preferred Equity Units upon liquidation, and/or other preferred equity securities, which may be senior to our Common Stock and AMC Preferred Equity Units for purposes of distributions or upon liquidation, could adversely affect the market price of our Common Stock and AMC Preferred Equity Units.

In the future, we may attempt to increase our capital resources by making additional offerings of debt or preferred equity securities, including convertible or non-convertible senior or subordinated notes, convertible or non-convertible preferred stock, medium-term notes and trust preferred securities, to raise cash or bolster our liquidity, to refinance indebtedness, for working capital, to finance strategic initiatives and future acquisitions or for other purposes. Upon liquidation, holders of our debt securities and shares of preferred stock and lenders with respect to other borrowings will receive distributions of our available assets prior to the holders of our Common Stock and AMC Preferred Equity Units, including the Preferred Stock underlying our AMC Preferred Equity Units. In addition, any additional preferred stock we may issue could have a preference on liquidating distributions or a preference on distribution payments that could limit our ability to make a distribution to the holders of our Common Stock and AMC Preferred Equity Units. Since our decision to issue securities in any future offering will depend on market conditions and other factors beyond our control, we cannot predict or estimate the amount, timing or nature of our future offerings. Thus, our stockholders bear the risk of our future offerings potentially reducing the market price of our Common Stock and AMC Preferred Equity Units.

Anti-takeover protections in our amended and restated certificate of incorporation and our amended and restated bylaws may discourage or prevent a takeover of our Company, even if an acquisition would be beneficial to our stockholders.

Provisions contained in our amended and restated certificate of incorporation and amended and restated bylaws, as amended, as well as provisions of the Delaware General Corporation Law delay or make it more difficult to remove incumbent directors or for a third-party to acquire us, even if a takeover would benefit our stockholders. These provisions include:

- a classified board of directors;
- the sole power of a majority of the board of directors to fix the number of directors;
- limitations on the removal of directors;
- the sole power of the board of directors to fill any vacancy on the board of directors, whether such vacancy occurs as a result of an increase in the number of directors or otherwise;
- the ability of our board of directors to designate one or more series of preferred stock and issue shares of preferred stock without stockholder approval; and
- the inability of stockholders to call special meetings.

0823002602023

Our issuance of shares of preferred stock could delay or prevent a change of control of our company. Our board of directors has the authority to cause us to issue, without any further vote or action by the stockholders, up to 50,000,000 shares of preferred stock, par value $0.01 per share, in one or more series, to designate the number of shares constituting any series, and to fix the rights, preferences, privileges and restrictions thereof, including dividend rights, voting rights, rights and terms of redemption, redemption price or prices and liquidation preferences of such series. The issuance of shares of preferred stock may have the effect of delaying, deferring or preventing a change in control of our company without further action by the stockholders, even where stockholders are offered a premium for their shares. As of December 31, 2022 there were 10,000,000 Series A Convertible Participating Preferred Stock shares authorized and 7,245,872 Series A Convertible Participating Preferred Stock shares issued and outstanding, 40,000,000 preferred stock shares remain available for issuance and 2,754,129 Series A Convertible Participating Preferred Stock shares remain available for issuance. As a condition of the Forward Purchase Agreement (as defined in Note 9—Stockholders' Equity in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof) we were restricted from issuing additional Series A Convertible Preferred Stock Shares and AMC Preferred Equity Units in an amount that would exceed $40 million. On February 9, 2023 the Forward Purchase Agreement was amended to increase the $40 million restriction to $140 million. The restrictions remain in place until the earlier of the Special Meeting or April 6, 2023.

Our incorporation under Delaware law, the ability of our board of directors to create and issue a new series of preferred stock or a stockholder rights plan and certain other provisions of our amended and restated certificate of incorporation and amended and restated bylaws, as amended, could impede a merger, takeover or other business combination involving our company or the replacement of our management or discourage a potential investor from making a tender offer for our Common Stock and AMC Preferred Equity Units, which, under certain circumstances, could reduce the market value of our Common Stock and AMC Preferred Equity Units.

An issuance of preferred stock, including the Series A Convertible Participating Preferred Stock and the AMC Preferred Equity Units, could dilute the voting power of the Common Stockholders and adversely affect the market value of our Common Stock and AMC Preferred Equity Units.

The issuance of shares of preferred stock with voting rights may adversely affect the voting power of the holders of our other classes of voting stock either by diluting the voting power of our other classes of voting stock if they vote together as a single class, or by giving the holders of any such preferred stock the right to block an action on which they have a separate class vote even if the action were approved by the holders of our other classes of voting stock.

In addition, the issuance of shares of preferred stock with dividend or conversion rights, liquidation preferences or other economic terms favorable to the holders of preferred stock could adversely affect the market price for our Common Stock and AMC Preferred Equity Units by making an investment in the Common Stock or AMC Preferred Equity Units less attractive. For example, investors may not wish to purchase Common Stock or AMC Preferred Equity Units at a price above the conversion price of a series of convertible preferred stock because the holders of the preferred stock would effectively be entitled to purchase Common Stock or AMC Preferred Equity Units at the lower conversion price causing economic dilution to the holders of Common Stock and AMC Preferred Equity Units.

Increases in market interest rates may cause potential investors to seek higher returns and therefore reduce demand for our Common Stock and our AMC Preferred Equity Units, which could result in a decline in the market price of our Common Stock and our AMC Preferred Equity Units.

One of the factors that may influence the price of our Common Stock and our AMC Preferred Equity Units is the return on our Common Stock and our AMC Preferred Equity Units (i.e., the amount of distributions or price appreciation as a percentage of the price of our Common Stock and AMC Preferred Equity Units) relative to market interest rates. An increase in market interest rates may lead prospective purchasers of our Common Stock and our AMC Preferred Equity Units to expect a return, which we may be unable or choose not to provide. Further, higher interest rates would likely increase our borrowing costs and potentially decrease available cash. Thus, higher market interest rates could cause the market prices of our Common Stock and our AMC Preferred Equity Units to decline.

Item 1B. Unresolved Staff Comments.

None.

20230920022281

Item 2. Properties.

The following table sets forth the general character and ownership classification of our theatre circuit, excluding non-consolidated joint ventures and managed theatres, as of December 31, 2022:

Property Holding Classification	Theatres	Screens
Owned	41	388
Leased	824	9,686
Total	865	10,074

We lease our corporate headquarters in Leawood, Kansas. We believe our facilities are currently adequate for our operations.

Please refer to Narrative Description of Business under Part I, Item 1 of this Annual Report on Form 10-K for the geographic locations of our Theatrical Exhibition circuit as of December 31, 2022. See Note 3—Leases in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof.

Item 3. Legal Proceedings.

The information required to be furnished by us under this Part I, Item 3 (Legal Proceedings) is incorporated by reference to the information contained in Note 11—Commitments and Contingencies to the Consolidated Financial Statements included in Part II, Item 8 on this Annual Report on Form 10-K.

Item 4. Mine Safety Disclosures.

Not applicable

20230920002282

PART II

Item 5. Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities.

Market Information

Our common equity consists of Class A common stock. Our Class A common stock has traded on the New York Stock Exchange (the "NYSE") since December 18, 2013 under the symbol "AMC." There was no established public trading market for our Class B common stock and on February 1, 2021, all outstanding Class B common stock was converted to Class A common stock, which resulted in the retirement of Class B common stock.

Additionally, we also have depositary shares of Preferred Stock in the form of AMC Preferred Equity Units that trade on the NYSE under the symbol "APE" since August 22, 2022.

Holders of Shares

On February 22, 2023, approximately 6.5 million shares of our Class A common stock and approximately 204.7 million shares of our AMC Preferred Equity Units were directly registered with our transfer agent by 16,672 and 14,798 shareholders, respectively.

Dividend Policy

Since April 24, 2020, we have been prohibited from making dividend payments in accordance with the covenant suspension conditions in our Credit Agreement (as defined in Note 8—Corporate Borrowings and Finance Lease Liabilities to the Consolidated Financial Statements included in Part II, Item 8 thereof). The payment of future dividends after expiration of our covenant suspension conditions (for further information see Notes 8—Corporate Borrowings and Finance Lease Liabilities to the Consolidated Financial Statements included in Part II, Item 8 on this Annual Report on Form 10-K) is subject to our Board of Directors' discretion and dependent on many considerations, including limitations imposed by covenants in the agreements governing our indebtedness, operating results, capital requirements, strategic considerations and other factors.

We will only be able to pay dividends from our available cash on hand and funds received from our subsidiaries. Their ability to make any payments to us will depend upon many factors, including our operating results, cash flows and the terms of the Credit Agreement and the indentures governing our debt securities. The declaration and payment of any future dividends will be at the sole discretion of our Board of Directors after taking into account various factors, including legal requirements, our subsidiaries' ability to make payments to us, our financial condition, operating results, cash flow from operating activities, available cash and current and anticipated cash needs. See the Liquidity and Capital Resources section of Item 7 of Part II thereof for further information regarding the dividend restrictions.

Securities Authorized for Issuance Under Equity Compensation Plans

See Item 12. of Part III of this Annual Report on Form 10-K.

Unregistered Sales of Equity Securities and Use of Proceeds

Sale of Unregistered Securities

None.

Issuer Purchase of Equity Securities

None.

Performance Graph

The following stock price performance graph should not be deemed incorporated by reference by any general statement incorporating by reference this Annual Report on Form 10-K into any filing under the Exchange Act or the

20230920002283

Securities Act of 1933, as amended, except to the extent that we specifically incorporate this information by reference and shall not otherwise be deemed filed under such acts.

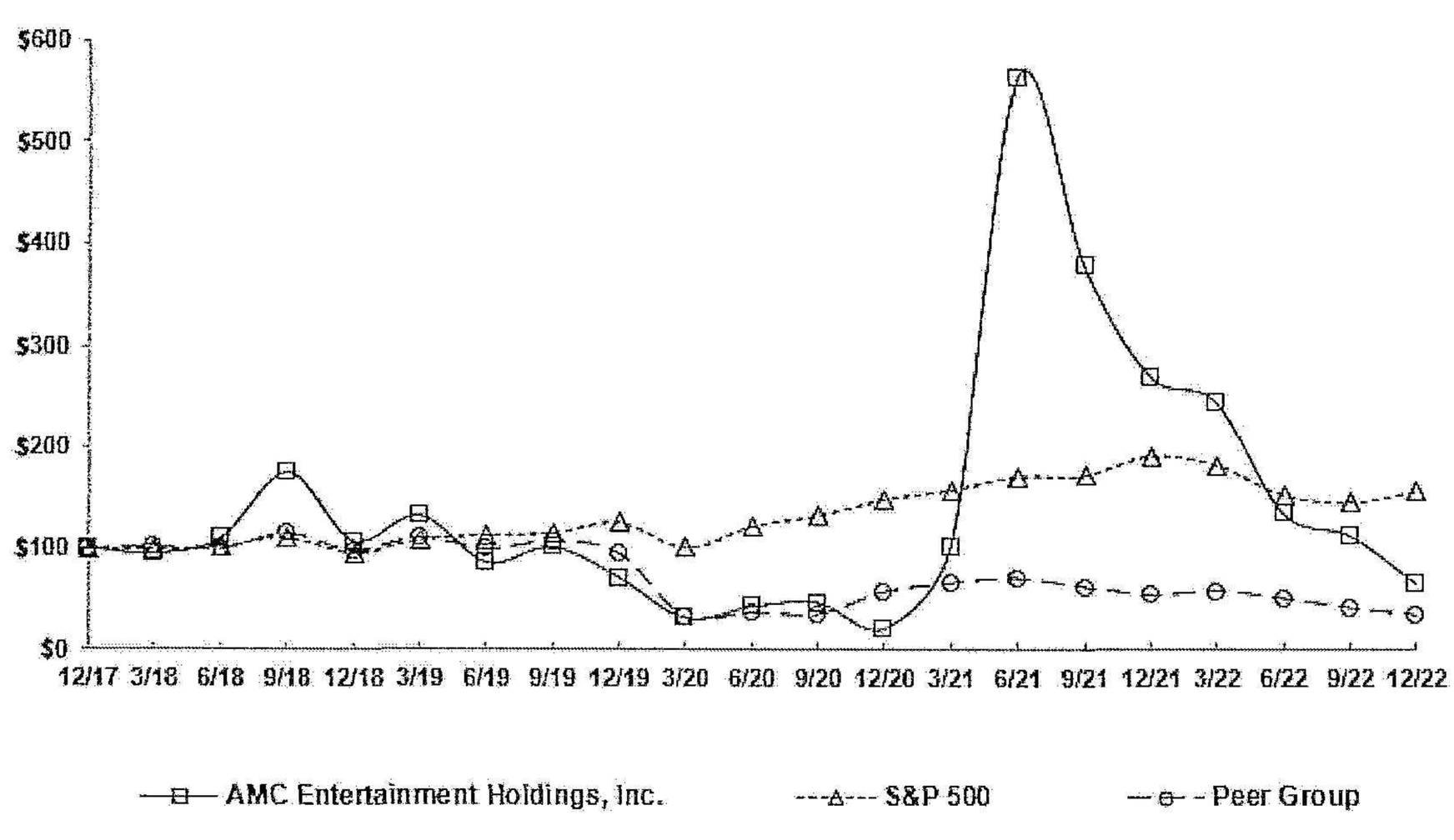
The following stock performance graph compares, for the period December 31, 2017 through December 31, 2022, the cumulative total stockholder returns for AMC's Common Stock, the Standard & Poor's Corporation Composite 500 Index and a self-determined peer group consisting of Cinemark Holdings, Inc. (CNK) and IMAX Corporation (IMAX). Measurement points are the last trading day for each month ended December 31, 2017 through December 31, 2022. The graph assumes that $100.00 was invested on December 31, 2017 in our Common Stock and in our peer group and in the Standard & Poor's Corporation Composite 500 Index and assumes reinvestment of any dividends.

2023007327#

The stock price performance below is not necessarily indicative of future stock price performance.

COMPARISON OF 5 YEAR CUMULATIVE TOTAL RETURN*

Among AMC Entertainment Holdings, Inc., the S&P 500 Index, and a Peer Group



*$100 invested on December 31, 2017 in stock or in index, including reinvestment of dividends.
Historical AMC share prices were adjusted by Refinitiv to reflect the impact of the Special Dividend paid on August 19, 2022
Fiscal year ended December 31.

Copyright© 2023 Standard & Poor's, a division of S&P Global. All rights reserved.

	12/17	3/18	6/18	9/18	12/18
AMC Entertainment Holdings, Inc.	100.00	95.13	110.27	175.30	107.40
S&P 500	100.00	99.24	102.65	110.56	95.62
Peer Group	100.00	101.98	99.97	115.05	97.71

	3/19	6/19	9/19	12/19
AMC Entertainment Holdings, Inc.	132.75	85.93	101.34	71.30
S&P 500	108.67	113.34	115.27	125.72
Peer Group	111.05	99.94	107.34	95.38

	3/20	6/20	9/20	12/20
AMC Entertainment Holdings, Inc.	31.45	42.70	46.88	21.10
S&P 500	101.08	121.85	132.73	148.85
Peer Group	31.96	37.29	34.73	57.43

20230907002785

	3/21	6/21	9/21	12/21
AMC Entertainment Holdings, Inc.	101.63	564.18	378.84	270.74
S&P 500	158.04	171.56	172.55	191.58
Peer Group	66.21	71.08	62.38	54.41

	3/22	6/22	9/22	12/22
AMC Entertainment Holdings, Inc.	245.26	134.87	112.93	65.95
S&P 500	182.77	153.34	145.86	156.89
Peer Group	58.12	50.98	41.62	34.49

0002309276

Item 6. [Reserved].

Not applicable

Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations.

The following discussion relates to the consolidated audited financial statements of AMC Entertainment Holdings, Inc. ("AMC") included elsewhere in this Annual Report on Form 10-K. This discussion contains forward-looking statements. Please see "Forward-Looking Statements" and "Risk Factors" for a discussion of the risks, uncertainties and assumptions relating to these statements.

Overview

AMC is the world's largest theatrical exhibition company and an industry leader in innovation and operational excellence. As of December 31, 2022 we operated in 12 countries, throughout the United States, Europe, and the Middle East.

Our theatrical exhibition revenues are generated primarily from box office admissions and theatre food and beverage sales. The balance of our revenues are generated from ancillary sources, including on-screen advertising, fees earned from our AMC Stubs® customer loyalty program, rental of theatre auditoriums, income from gift card and exchange ticket sales, and online ticketing fees. As of December 31, 2022, we owned, operated or had interests in 940 theatres and 10,474 screens.

Temporarily Suspended or Limited Operations

During the first quarter of 2020, we temporarily suspended theatre operations in our U.S. markets and International markets in compliance with local, state, and federal governmental restrictions and recommendations on social gatherings to prevent the spread of COVID-19 and as a precaution to help ensure the health and safety of our guests and theatre staff. As of March 17, 2020, all of our United States and International theatre operations were temporarily suspended. We resumed limited operations in the International markets in early June 2020 and limited operations in the U.S. markets in late August 2020. A COVID-19 resurgence during the fourth quarter of 2020 resulted in additional local, state, and federal governmental restrictions and many previously reopened theatres in International markets temporarily suspended operations again. The following table summarizes theatre operations for the Company in 2021:

Theatre Operations:	As of January 1, 2021	As of March 31, 2021	As of June 30, 2021	As of September 30, 2021
Percentage of theatres operated - Domestic	66.8 %	99.2 %	99.8 %	99.8 %
Percentage of theatres operated - International	30.3 %	27.3 %	94.9 %	99.2 %
Percentage of theatres operated - Consolidated	52.9 %	72.2 %	98.0 %	99.6 %

During the year ended December 31, 2022, the Company operated essentially 100% of all its U.S. and International theatres. As of December 31, 2022 and 2021, there were no restrictions on operations in any of the U.S. or International theatres.

Box Office Admissions and Film Content

Box office admissions are our largest source of revenue. We predominantly license theatrical films from distributors owned by major film production companies and from independent distributors on a film-by-film and theatre-by-theatre basis. Film exhibition costs are based on a share of admissions revenues and are accrued based on estimates of the final settlement pursuant to our film licenses. These licenses typically state that rental fees are based on the box office performance of each film, though in certain circumstances and less frequently, our rental fees are based on a

2023062700278

mutually agreed settlement rate that is fixed. In some European territories, film rental fees are established on a weekly basis and some licenses use a per capita agreement instead of a revenue share, paying a flat amount per ticket.

The North American and International industry box office have been significantly impacted by the COVID-19 pandemic. As a result, film distributors have postponed new film theatrical releases and/or shortened the period of theatrical exclusivity (the "window") and reduced the number of theatrically released motion pictures. Theatrical releases may continue to be postponed and windows shortened while the box office suffers from COVID-19 impacts. As a result of the reduction in theatrical film releases, we have licensed and exhibited a larger number of previously released films that have lower film rental terms. We have made adjustments to theatre operating hours to align screen availability and associated theatre operating costs with attendance levels for each theatre.

During the year ended December 31, 2022, films licensed from our seven largest movie studio distributors based on revenues accounted for approximately 88% of our U.S. admissions revenues, which consisted of Universal, Disney, Paramount, Warner Bros., Sony, 20th Century Studios, and Lionsgate. In Europe, approximately 73% of our box office revenue came from films attributed to our four largest distributor groups; which consisted of Disney, Universal, Warner Bros, and Paramount. Our revenues attributable to individual distributors may vary significantly from year to year depending upon the commercial success of each distributor's films in any given year.

Movie Screens

The following table provides detail with respect to digital delivery, 3D enabled projection, large screen formats, such as IMAX® and our proprietary Dolby Cinema™, other Premium Large Format ("PLF") screens, enhanced food and beverage offerings and our premium seating as deployed throughout our circuit:

	U.S. Markets		International Markets	
Format	Number of Screens As of December 31, 2022	Number of Screens As of December 31, 2021	Number of Screens As of December 31, 2022	Number of Screens As of December 31, 2021
IMAX®	186	186	35	38
Dolby Cinema™	156	154	9	8
Other Premium Large Format ("PLF")	57	56	83	77
Dine-in theatres	684	729	13	13
Premium seating	3,503	3,395	621	572

As of December 31, 2022, AMC was the largest IMAX® exhibitor in the U.S. with a 55% market share. Each one of our IMAX® local installations is protected by geographic exclusivity, and as of December 31, 2022, our IMAX® screen count was 96% greater than our closest competitor. Additionally, as of December 31, 2022, our per screen grosses were 22% higher than our closest competition. We also operate 35 IMAX® screens in International markets. As part of our long-term growth strategy, we expect to continue to expand our IMAX® relationship across the U.S. and Europe, further strengthening our position as the largest IMAX® exhibitor in the U.S. and a leading IMAX® exhibitor in the United Kingdom and Europe. During the year ended December 31, 2022, we closed three IMAX screens in Europe.

As of December 31, 2022, we operated 156 Dolby Cinema™ at AMC auditoriums in the U.S. and nine Dolby Cinema™ Auditoriums in the International markets. We expect to expand the deployment of our innovative Dolby Cinema™ auditoriums in both our U.S. and International markets as part of our long-term growth strategy.

We also offer our private label PLF experience at many of our locations, with superior sight and sound technology and enhanced seating as contrasted with our traditional auditoriums. These proprietary PLF auditoriums offer an enhanced theatrical experience for movie-goers beyond our current core theatres, at a lower price premium than IMAX® and/or Dolby Cinema™. Therefore, it may be especially relevant in smaller or more price-sensitive markets. As of December 31, 2022, we operated 57 screens under proprietary PLF brand names in the U.S. markets and 83 in the International markets.

Guest Amenities

As part of our long-term strategy, we seek to continually upgrade the quality of our theatre circuit through substantial renovations featuring our seating concepts, acquisitions, new builds (including expansions), expansion of food and beverage offerings (including Dine-In Theatres), and by disposing of older screens through closures and sales.

20230927002288

Our capital allocation strategy will be driven by the cash generation of our business and will be contingent on a required return threshold. We believe we are an industry leader in the development and operation of theatres. Typically, our theatres have 11 or more screens and offer amenities to enhance the movie-going experience, such as stadium seating providing unobstructed viewing, digital sound and premium seat design.

Recliner seating is the key feature of theatre renovations. We believe that maximizing comfort and convenience for our customers will be increasingly necessary to maintain and improve our relevance. These renovations, in conjunction with capital contributions from our landlords, involve stripping theatres to their basic structure in order to replace finishes throughout, upgrading the sight and sound experience, installing modernized points of sale and, most importantly, replacing traditional theatre seats with plush, electric recliners that allow customers to deploy a leg rest and fully recline at the push of a button. Upon reopening a remodeled theatre, we typically increase the ticket price to reflect the enhanced consumer experience.

As of December 31, 2022, in our U.S. markets we featured recliner seating in approximately 361 U.S. theatres, including Dine-In Theatres, totaling approximately 3,503 screens and representing 45.8% of total U.S. screens. In our International markets, as of December 31, 2022, we had recliner seating in approximately 96 International theatres, totaling approximately 621 screens and representing 22.0% of total International screens.

Open-source internet ticketing makes our AMC seats (approximately 1.0 million as of December 31, 2022) in all our U.S. theatres and auditoriums for all our showtimes as available as possible, on as many websites as possible. Our tickets are currently on sale either directly or through mobile apps, at our own website and our mobile apps and other third-party ticketing vendors. For the year ended December 31, 2022, approximately 66% of our tickets were purchased online in the U.S., with approximately 81% of total online tickets being purchased through AMC's website or mobile app.

Food and beverage sales are our second largest source of revenue after box office admissions. We offer enhanced food and beverage products that include meals, healthy snacks, premium liquor, beer and wine options, and other gourmet products. Our long-term growth strategy calls for investment across a spectrum of enhanced food and beverage formats, ranging from simple, less capital-intensive food and beverage menu improvements to the expansion of our Dine-In Theatre brand.

We currently operate 49 Dine-In Theatres in the U.S. and three Dine-In Theatres in Europe that deliver chef-inspired menus with seat-side or delivery service to luxury recliners with tables. Our recent Dine-In Theatre concepts are designed to capitalize on the latest food service trend, the fast and casual eating experience.

Our MacGuffins Bar and Lounges ("MacGuffins") give us an opportunity to engage our legal age customers. As of December 31, 2022, we offer alcohol in approximately 357 AMC theatres in the U.S. markets and 236 theatres in our International markets and continue to explore expansion globally.

Loyalty Programs and Other Marketing

In our U.S. markets, we begin the process of engagement with AMC Stubs® our customer loyalty program, which allows members to earn rewards, receive discounts and participate in exclusive members-only offerings and services. It features a paid tier called AMC Stubs Premiere™ for a flat annual membership fee and a non-paid tier called AMC Stubs Insider™. Both programs reward loyal guests for their patronage of AMC theatres. Rewards earned are redeemable on future purchases at AMC locations.

The portion of the admissions and food and beverage revenues attributed to the rewards is deferred as a reduction of admissions and food and beverage revenues and is allocated between admissions and food and beverage revenues based on expected member redemptions. Upon redemption, deferred rewards are recorded as revenues along with associated cost of goods. We estimate point breakage in assigning value to the points at the time of sale based on historical trends. The program's annual membership fee is allocated to the material rights for discounted or free products and services and is initially deferred, net of estimated refunds, and recorded as the rights are redeemed based on estimated utilization, over the one-year membership period in admissions, food and beverage, and other revenues. A portion of the revenues related to a material right are deferred as a virtual rewards performance obligation using the relative standalone selling price method and are recorded as the rights are redeemed or expire.

AMC Stubs® A-List is our monthly subscription-based tier of our AMC Stubs® loyalty program. This program offers guests admission to movies at AMC up to three times per week including multiple movies per day and repeat

20230002289

visits to already seen movies from $19.95 to $24.95 per month depending upon geographic market. AMC Stubs® A-List also includes premium offerings including IMAX®, Dolby Cinema™ at AMC, RealD, Prime and other proprietary PLF brands. AMC Stubs® A-List members can book tickets online in advance and select specific seats at AMC Theatres with reserved seating. Upon the temporary suspension of theatre operations due to the COVID-19 pandemic, all monthly A-List subscription charges were put on hold. As we reopened theatres, A-List members had the option to reactivate their subscription, which restarted the monthly charge for the program.

As of December 31, 2022, we had approximately 28,200,000 member households enrolled in AMC Stubs® A-List, AMC Stubs Premiere™ and AMC Stubs Insider™ programs, combined. Our AMC Stubs® members represented approximately 43% of AMC U.S. markets attendance during the year ended December 31, 2022. Our large database of identified movie-goers also provides us with additional insight into our customers' movie preferences. This enables us to have a larger, more personalized and targeted marketing effort.

In our International markets, we currently have loyalty programs in the major territories in which we operate. The movie-goers can earn points for spending money at the theatre, and those points can be redeemed for tickets and concession items at a later date. We currently have more than 14,400,000 members in our various International loyalty programs.

Our marketing efforts are not limited to our loyalty program as we continue to improve our customer connections through our website and mobile apps and expand our online and movie offerings. We upgraded our mobile applications across the U.S. circuit with the ability to order food and beverage offerings via our mobile applications while ordering tickets ahead of scheduled showtimes.

In response to the COVID-19 pandemic, AMC's robust online and mobile platforms in our U.S. markets offer customers the safety and convenience of enhanced social distancing by allowing them to purchase tickets and concession items online, avoid the ticket line, and limit other high-touch interactions with AMC employees and other guests. Online and mobile platforms are also available in our International markets.

Significant Transactions

Equity Distribution Agreement. On September 26, 2022, we entered into an equity agreement (the "Equity Distribution Agreement") with Citigroup Global Markets Inc., as a sales agent ("Sales Agent"), to sell up to 425.0 million shares of our AMC Preferred Equity Units, from time to time, through an "at-the-market" offering program (the "Offering"). Subject to terms and conditions of the Equity Distribution Agreement, the Sales Agent will use reasonable efforts consistent with their normal trading and sales practices, applicable law and regulations, and the rules of the NYSE to sell the AMC Preferred Equity Units from time to time based upon our instructions for the sales, including any price, time or size limits specified by us. We intend to use the net proceeds, if any, from the sale of AMC Preferred Equity Units pursuant to the Equity Distribution Agreement to repay, refinance, redeem or repurchase our existing indebtedness (including expenses, accrued interest and premium, if any) and otherwise for general corporate purposes.

We raised gross proceeds of approximately $228.8 million during the year ended December 31, 2022, through its at-the-market offering of approximately 207.7 million shares of its AMC Preferred Equity Units and paid fees to the sales agent and incurred other third-party issuance costs of approximately $5.7 million and $5.5 million, respectively. See Note 16—Subsequent Events for information about additional AMC Preferred Equity Unit issuances.

AMC Preferred Equity Units. On August 4, 2022, we announced that the Board of Directors declared a special dividend of one AMC Preferred Unit for each share of Class A common stock outstanding at the close of business on August 15, 2022, the record date. The dividend was paid at the close of business on August 19, 2022 to investors who held Class A common stock as of August 22, 2022, the ex-dividend date.

Each AMC Preferred Equity Unit is a depositary share and represents an interest in one one-hundredth ($1/100^{th}$) of a share of Series A Convertible Participating Preferred Stock evidenced by a depositary receipt pursuant to a deposit agreement. We have 50,000,000 Preferred Stock shares authorized, 10,000,000 of which have currently been allocated and 7,245,872 have been issued under the depositary agreement as Series A Convertible Participating Preferred Stock, leaving 40,000,000 unallocated Preferred Stock shares. Each AMC Preferred Equity Unit is designed to have the same economic and voting rights as a share of Class A common stock. Trading of the AMC Preferred Equity Units on the NYSE began on August 22, 2022 under the ticker symbol "APE". Due to the characteristics of the AMC Preferred Equity Units, the special dividend had the effect of a stock split pursuant to ASC 505-20-25-4. Accordingly, all references to made to share, per share, or common share amounts in the accompanying consolidated financial statements

0000723603230000723603

and applicable disclosures include Class A common stock and AMC Preferred Equity Units and have been retroactively adjusted to reflect the effects of the special dividend as a stock split. See Note 9—Stockholders' Equity and Note 15—Loss Per Share in the Notes to the Consolidated Financial Statements under Part II, Item 8 of this Form 10-K for further information.

Investment in Hycroft. On March 14, 2022, we purchased 23.4 million units of Hycroft Mining Holding Corporation (NASDAQ: HYMC) ("Hycroft") for $27.9 million, with each unit consisting of one common share of Hycroft and one common share purchase warrant. The units were priced at $1.193 per unit. Each warrant is exercisable for one common share of Hycroft at a price of $1.068 per share over a 5-year term through March 2027. We account for the common shares of Hycroft under the equity method and we have elected the fair value option in accordance with ASC 825-10. We account for the warrants as derivatives in accordance with ASC 815. Accordingly, the fair value of the investments in Hycroft are remeasured at each subsequent reporting period and unrealized gains and losses are reported in investment income. During the year ended December 31, 2022, the Company recorded unrealized losses related to the investment in Hycroft of $6.3 million in investment expense (income), respectively. See Note 12—Fair Value Measurements in the Notes to the Consolidated Financial Statements under Part II, Item 8 of this Form 10-K for further information.

First Lien Senior Secured Notes due 2029. On February 14, 2022, we issued $950.0 million aggregate principal amount of our 7.5% First Lien Senior Secured Notes due 2029 ("First Lien Notes due 2029"). We used the net proceeds from the sale of the notes, and cash on hand, to fund the full redemption of the $500 million aggregate principal amount of the First Lien Notes due 2025, the $300 million aggregate principal amount of the First Lien Notes due 2026, and $73.5 million aggregate principal amount of the First Lien Toggle notes due 2026 and to pay related accrued interest, fees, costs, premiums and expenses. We recorded a loss on debt extinguishment related to this transaction of $135.0 million in other expense in 2022.

Debt Repurchases. During the year ended December 31, 2022, we repurchased $118.3 million aggregate principal of the Second Lien Notes due 2026 for $68.3 million and recorded a gain on extinguishment of $75.0 million in other expense (income). Additionally, we repurchased $5.3 million aggregate principal of the Senior Subordinated Notes due 2027 for $1.6 million and recorded a gain on extinguishment of $3.7 million in other expense (income). Accrued interest of $4.5 million was paid in connection with the repurchases. These repurchases included a purchase of $15.0 million aggregate principal of the Second Lien Notes due 2026 from Antara, which subsequently became a related party on February 7, 2023, for $5.9 million and a gain on extinguishment of $12.0 million.

Odeon debt refinancing. The Odeon Term Loan Facility was set to mature on August 19, 2023. On October 20, 2022, Odeon Finco PLC, a direct subsidiary of Odeon Cinemas Group Limited ("OCGL") and an indirect subsidiary of the Company issued $400.0 million aggregate principal amount of its 12.75% Odeon Senior Secured Notes due 2027 ("Odeon Notes due 2027"), at an issue price of 92.00%. The Odeon Notes due 2027 bear a cash interest rate of 12.75% per annum and will be payable semi-annually in arrears on May 1 and November 1, beginning on May 1, 2023. The Odeon Notes due 2027 are guaranteed on a senior secured basis by certain subsidiaries of Odeon and by Holdings on a standalone and unsecured basis. The Odeon Notes due 2027 contain covenants that limit Odeon and certain subsidiaries' ability to, among other things: (i) incur additional indebtedness or guarantee indebtedness; (ii) create liens; (iii) declare or pay dividends, redeem stock or make other distributions to stockholders; (iv) make investments; (v) enter into transaction with affiliates; (vi) consolidate, merge, sell or otherwise dispose of all or substantially all of their respective assets; and (vii) impair the security interest in the collateral. These covenants are subject to a number of important limitations and exceptions. We used the $363.0 million net proceeds from the Odeon Notes due 2027 and $146.7 million of existing cash to fund the payment in full of the £147.6 million ($167.7) million and €312.2 million ($308.9) million aggregate principal amounts of the Odeon Term Loan Facility and to pay related accrued interest, fees, costs, premiums and expenses. We recorded a loss on debt extinguishment related to this transaction of $36.5 million in other expense in 2022.

Share issuances. During the years ended December 31, 2022, December 31, 2021 and December 31, 2020, we entered into various equity distribution agreements with sales agents to sell shares of our Class A common stock ("Common Stock") and AMC Preferred Equity Units, from time to time, through "at-the-market" offering programs. Subject to the terms and conditions of the equity distribution agreements, the sales agents will use reasonable efforts consistent with their normal trading and sales practices, applicable law and regulations, and the rules of the NYSE to sell the Common Stock and AMC Preferred Equity Units from time to time based upon the Company's instructions for the sales, including any price, time or size limits specified by the Company. The Company intends to use the net proceeds, from the sale of Common Stock and AMC Preferred Equity Units pursuant to the equity distribution agreements to

20230002761

repay, refinance, redeem or repurchase the Company's existing indebtedness (including expenses, accrued interest and premium, if any), capital expenditures and otherwise for general corporate purposes.

During the years ended December 31, 2022, December 31, 2021 and December 31, 2020, we paid fees to the sales agents of approximately $5.7 million, $40.3 million and $8.1 million, respectively. During the year ended December 31, 2021, we paid other fees of $0.8 million.

The gross proceeds raised from the "at-the-market" sale of Common Stock and AMC Preferred Equity Units during the years ended December 31, 2022, December 31, 2021 and December 31, 2020, are summarized in the table below:

"At-the-market" Equity Distribution Agreement Dates	Sales Agents	Number of Class A common stock shares sold (in millions)	Number of AMC Preferred Equity Units sold (in millions)	Gross Proceeds (in millions)
September 24, 2020	Citigroup Global Markets Inc. and Goldman Sachs & Co. LLC	15.0	15.0	$ 56.1
October 20, 2020	Citigroup Global Markets Inc. and Goldman Sachs & Co. LLC	15.0	15.0	41.6
November 10, 2020	Goldman Sachs & Co. LLC and B. Riley Securities, Inc.	20.0	20.0	61.4
December 11, 2020	Goldman Sachs & Co. LLC and B. Riley Securities, Inc. (1)	40.93	40.93	113.7
	Total year ended December 31, 2020	90.93	90.93	$ 272.8
December 11, 2020	Goldman Sachs & Co. LLC and B. Riley Securities, Inc. (1)	137.07	137.07	352.6
January 25, 2021	Goldman Sachs & Co. LLC and B. Riley Securities, Inc.	50.0	50.0	244.3
April 27, 2021	Goldman Sachs & Co. LLC, B. Riley Securities, Inc. and Citigroup Global Markets Inc. (2)	43.0	43.0	427.5
June 3, 2021	B. Riley Securities, Inc. and Citigroup Global Markets Inc.	11.55	11.55	587.4
	Total year ended December 31, 2021	241.62	241.62	$ 1,611.8
September 26, 2022	Citigroup Global Markets Inc.	-	207.75	228.8
	Total year ended December 31, 2022	-	207.75	$ 228.8

(1) On December 11, 2020, the Company entered into an equity distribution agreement with Goldman Sachs & Co. LLC and B. Riley Securities, Inc., as sales agents to sell up to 178.0 million shares of the Company's Common Stock and 178.0 million AMC Preferred Equity Units, of which approximately 40.93 million shares of Common Stock and 40.93 shares of AMC Preferred Equity Units were sold and settled during December 2020 and approximately 137.07 million shares of Common Stock and 137.07 million shares of AMC Preferred Equity Units were sold and settled during the year ended December 31, 2021.

(2) Included in the Common Stock shares and AMC Preferred Equity Unit shares sold of 43.0 million each was the reissuance of treasury stock shares of approximately 3.7 million shares. Upon the sales of treasury stock, the Company reclassified amounts recorded in treasury stock to additional paid-in capital of $37.1 million and loss of $19.3 million to retained earnings during the year ended December 31, 2021.

Common Stock issuance to Mudrick. On June 1, 2021, we issued to Mudrick 8.5 million shares of our Common Stock and 8.5 million shares of our AMC Preferred Equity Units and raised gross proceeds of $230.5 million and paid fees of approximately $0.1 million related to this transaction. We issued the shares in reliance on an exemption from registration provided by section 4(a)(2) of the Securities Act of 1933. We intend to use the proceeds from the share sale primarily for the pursuit of value creating acquisitions of theatre assets and leases, as well as investments to enhance the consumer appeal of our theatres. In addition, with these funds, we intend to continue exploring deleveraging opportunities.

Baltics theatre sale agreement. On August 28, 2020, we entered into an agreement to sell our equity interest in Forum Cinemas OU, which consists of nine theatres located in the Baltics region (Latvia, Lithuania and Estonia) and is

2023090300002523

included in our International markets reportable segment, for total consideration of approximately €77.25 million, including cash of approximately €64.35 million or $76.6 million prior to any transaction costs. This transaction was undertaken by us to further increase our liquidity and strengthen our balance sheet at a transaction multiple that demonstrates that market participants ascribe positive value to the business. The completion of the sale took place in several steps, as noted below, and was contingent upon clearance from each regulatory competition council in each country.

We received $37.5 million (€31.53 million) cash consideration upon entering into the sale agreement on August 28, 2020 and paid $0.5 million in transaction costs during the year ended December 31, 2020. We transferred an equity interest of 49% in Forum Cinemas OU to the purchaser and recorded an initial noncontrolling interest of $34.9 million in total equity (deficit). Transaction costs of $1.4 million and net gain of $1.2 million related to the sale of 49% equity interest of Lithuania and Estonia and the 100% disposal of Latvia were recorded in additional paid-in capital during the year ended December 31, 2020 and were recorded in earnings during the year ended December 31, 2021 when the remaining 51% interests in Lithuania and Estonia were disposed. Also, during the year ended December 31, 2020, we received cash consideration of $6.2 million (€5.3 million), net of cash of $0.2 million for the remaining 51% equity interest in Latvia. At December 31, 2020, our noncontrolling interest of 49% in Lithuania and Estonia was $26.9 million.

During the year ended December 31, 2021, we received cash consideration of $34.2 million (€29.4 million), net of cash disposed of $0.4 million and transaction costs of $1.3 million, for the remaining 51% equity interest in Estonia, 51% equity interest in Lithuania and eliminated our noncontrolling interest in Forum Cinemas OU. We recorded the net gain from the sale of our equity interest in Forum Cinemas OU of $5.5 million (net of transaction costs of $2.6 million) in investment expense (income), during the year ended December 31, 2021.

Exchange Offers. On July 31, 2020, we closed our previously announced Exchange Offer for our Existing Senior Subordinated Notes for new Second Lien Notes due 2026 and reduced the principal amount of the Company's total debt by approximately $555 million, which represented approximately 23.9% of the previously outstanding amount of the Company's subordinated notes. We raised $300 million in additional cash from the issuance of First Lien Notes due 2026, prior to deducting discounts of $30.0 million and deferred financing costs paid to lenders of $6.0 million. Additionally, certain holders of the Company's Existing Senior Subordinated Notes that agreed to backstop the offering of $200 million of the Company's First Lien Notes due 2026 received five million common shares, or 4.6% of AMC's outstanding shares on July 31, 2020, worth $20.2 million at the market closing price on July 31, 2020 and five million shares of AMC Preferred Equity Units. The closing of the Exchange Offer also allowed us to extend maturities on approximately $1.7 billion of debt to 2026, most of which was maturing in 2024 and 2025 previously. Interest due for the coming 12 to 18 months on the Second Lien Notes due 2026 is expected to be paid all or in part on an in-kind basis, thereby generating a further near-term cash savings for us of between approximately $120 million and $180 million. See Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof for further information.

We performed an assessment on a lender by lender basis to identify certain lenders that met the criteria for troubled debt restructuring ("TDR") under ASC 470-60, Troubled Debt Restructurings by Debtors ("ASC 470-60") as we were experiencing financial difficulties and the lenders granted us a concession. The portion of the loans that did not meet the assessment of TDR under ASC 470-60 were treated as modifications. We accounted for the exchange of approximately $1,782.5 million principal amount of our Existing Senior Subordinated Notes for approximately $1,289.1 million principal amount of the Second Lien Notes due 2026 as TDR. We accounted for the exchange of the remaining approximately $235.0 million principal amount of our Existing Senior Subordinated Notes for approximately $173.2 million principal amount of the Second Lien Notes due 2026 as a modification of debt as the lenders did not grant a concession and the difference between the present value of the old and new cash flows was less than 10%. The TDR and modification did not result in a gain recognition and we established new effective interest rates based on the carrying value of the Existing Subordinated Notes and recorded the new fees paid to third parties of approximately $39.3 million in other expense, during the year ended December 31, 2020.

We realized $1.2 billion of cancellation of debt income ("CODI") in connection with our 2020 debt restructuring. As a result, $1.2 billion of our federal net operating losses were eliminated due to tax attribute reduction to offset the CODI. The loss of these attributes may adversely affect our cash flows and therefore our ability to service our indebtedness.

20230002293

Selected Financial Data

(In millions, except operating data)	Year Ended December 31, 2022	2021	2020	2019	2018
Statement of Operations Data:					
Revenues:					
Admissions	$ 2,201.4	$ 1,394.2	$ 712.1	$ 3,301.3	$ 3,385.0
Food and beverage	1,313.7	857.3	362.4	1,719.6	1,671.5
Other revenue	396.3	276.4	167.9	450.1	404.3
Total revenues	3,911.4	2,527.9	1,242.4	5,471.0	5,460.8
Operating Costs and Expenses:					
Film exhibition costs	1,051.7	607.7	322.7	1,699.1	1,710.2
Food and beverage costs	228.6	137.9	88.8	278.7	270.9
Operating expense, excluding depreciation and amortization below	1,528.4	1,141.8	856.0	1,686.6	1,654.7
Rent	886.2	828.0	884.1	967.8	797.8
General and administrative:					
Merger, acquisition and other costs(1)	2.1	13.7	24.6	15.5	31.3
Other, excluding depreciation and amortization below	207.6	226.6	156.7	153.0	179.3
Depreciation and amortization	396.0	425.0	498.3	450.0	537.8
Impairment of long-lived assets, definite and indefinite-lived intangible assets and goodwill(2)	133.1	77.2	2,513.9	84.3	13.8
Operating costs and expenses	4,433.7	3,457.9	5,345.1	5,335.0	5,195.8
Operating income (loss)	(522.3)	(930.0)	(4,102.7)	136.0	265.0
Other expense (income)(3)	53.6	(87.9)	28.9	13.4	(108.1)
Interest expense:					
Corporate borrowings	336.4	414.9	311.0	292.8	262.3
Capital and financing lease obligations	4.1	5.2	5.9	7.6	38.5
Non-cash NCM exhibitor services agreement(4)	38.2	38.0	40.0	40.4	41.5
Equity in (earnings) losses of non-consolidated entities(5)	1.6	(11.0)	30.9	(30.6)	(86.7)
Investment expense (income)(6)	14.9	(9.2)	10.1	(16.0)	(6.2)
Earnings (loss) before income taxes	(971.1)	(1,280.0)	(4,529.5)	(171.6)	123.7
Income tax provision (benefit)(7)	2.5	(10.2)	59.9	(22.5)	13.6
Net earnings (loss)	(973.6)	(1,269.8)	(4,589.4)	(149.1)	110.1
Less: Net loss attributable to noncontrolling interests	—	(0.7)	(0.3)	—	—
Net earnings (loss) attributable to AMC Entertainment Holdings, Inc.	$ (973.6)	$ (1,269.1)	$ (4,589.1)	$ (149.1)	$ 110.1
Earnings (loss) per share attributable to AMC Entertainment Holdings, Inc.'s common stockholders:					
Basic	$ (0.93)	$ (1.33)	$ (19.58)	$ (0.72)	$ 0.46
Diluted	$ (0.93)	$ (1.33)	$ (19.58)	$ (0.72)	$ 0.21
Average shares outstanding					
Basic (in thousands)	1,047,689	954,820	234,424	207,664	241,242
Diluted (in thousands)	1,047,689	954,820	234,424	207,664	260,210
Dividends declared per basic and diluted common share	$ 0.00	$ 0.00	$ 0.02	$ 0.40	$ 1.18

20230922002294

(In millions, except operating data)	Year Ended December 31, 2022	2021	2020	2019	2018
Balance Sheet Data (at period end):					
Cash and cash equivalents	$ 631.5	$ 1,592.5	$ 308.3	$ 265.0	$ 313.3
Corporate borrowings	5,140.8	5,428.0	5,715.8	4,753.4	4,723.0
Other long-term liabilities(8)	105.1	165.0	241.3	195.9	963.1
Capital and financing lease obligations	58.8	72.7	96.0	99.9	560.2
AMC Entertainment Holdings, Inc.'s stockholder's equity (deficit)	(2,624.5)	(1,789.5)	(2,885.1)	1,214.2	1,397.6
Total assets	9,135.6	10,821.5	10,276.4	13,675.8	9,495.8
Other Data:					
Net cash provided by (used in) operating activities	$ (628.5)	$ (614.1)	$ (1,129.5)	$ 579.0	$ 523.2
Capital expenditures	(202.0)	(92.4)	(173.8)	(518.1)	(576.3)
Screen additions	51	82	63	85	89
Screen acquisitions	157	140	14	70	39
Screen dispositions	323	166	593	210	211
Construction openings (closures), net	27	(37)	18	5	5
Average screens—continuing operations(9)	10,118	8,998	5,049	10,669	10,696
Number of screens operated	10,474	10,448	6,048	11,041	11,091
Number of theatres operated	940	930	503	1,004	1,006
Total number of circuit screens	10,474	10,562	10,543	11,041	11,091
Total number of circuit theatres	940	946	950	1,004	1,006
Screens per theatre	11.1	11.2	11.1	11.0	11.0
Attendance (in thousands)—continuing operations(9)	200,965	128,547	75,190	356,443	358,901

(1) During the year ended December 31, 2022, expenses were primarily related to legal and professional costs related to strategic contingent planning. During the year ended December 31, 2021, expenses were primarily due to bonus expense and stock-based compensation expense. During the year ended December 31, 2020, expenses were primarily due to legal and professional costs related to strategic contingent planning. During the year ended December 31, 2019, expenses were primarily due to organizational design including one-time severance and outplacement costs of $9.8 million and acquisitions and divestitures including entity simplification costs of $4.0 million. The year ended December 31, 2018 includes the write-off of $8.0 million of deferred costs related to an Odeon proposed public offering and $6.3 million of expense related to an arbitration ruling on a pre-acquisition date rent dispute for Odeon.

(2) During the year ended December 31, 2022, we recorded non-cash impairment charges related to our long-lived assets of $73.4 million on 68 theatres in the U.S. markets with 817 screens which were related to property, net, and operating lease right-of-use assets, net and $59.7 million on 53 theatres in the International markets with 456 screens which were related to property, net and operating lease right-of-use assets, net. During the year ended December 31, 2021, we recorded non-cash impairment charges related to our long-lived assets of $61.3 million on 77 theatres in the U.S. markets with 805 screens which were related to property, net, operating lease right-of-use assets, net and other long-term assets and $15.9 million on 14 theatres in the International markets with 118 screens which were related to property, net and operating lease right-of-use assets, net. During the year ended December 31, 2020, we recorded goodwill non-cash impairment of $1,276.1 million and $1,030.3 million related to the enterprise fair values of the Domestic Theatres and International Theatres reporting units, respectively. During the year ended December 31, 2020, we recorded non-cash impairment charges related to our long-lived assets of $152.5 million on 101 theatres in the U.S. markets with 1,139 screens and $25.4 million on 37 theatres in the International markets with 340 screens and recorded impairment charges related to indefinite-lived intangible assets of $12.5 million and $2.7 million related to the Odeon and Nordic trade names, respectively, in the International markets. We also recorded non-cash impairment charges of $14.4 million for our definite-lived intangible assets in the Domestic Theatres reporting unit during the year ended December 31, 2020. During the year ended December 31, 2019, we recorded non-cash impairment of long-lived assets of $84.3 million on 40 theatres in the U.S. markets with 512 screens, 14 theatres in the International markets with 148 screens, and a U.S. property held and not used. During the fourth quarter of 2018, we recorded non-cash impairment losses of $13.8 million on 13 theatres in the U.S. markets with 150 screens and on 15 theatres in the International markets with 118 screens.

(3) Other expense for the year ended December 31, 2022 was primarily due to a loss on extinguishment of debt of $135.0 million related to the full redemption of the $500 million aggregate principal amount of the First

202309200229

Lien Notes due 2025, the $300 million aggregate principal amount of the First Lien Notes due 2026, and the $73.5 million aggregate principal amount of the First Lien Toggle Notes due 2026 and a loss on extinguishment of debt of $36.5 million related to the full redemption of the £147.6 million and €312.2 million ($476.6 million) aggregate principal amount of the Odeon Term Loan due 2023, partially offset by a gain on extinguishment of debt of $(75.0) million related to the redemption of $118.3 million of aggregate principal amount of the Second Lien Notes due 2026, a gain on extinguishment of debt of $(3.7) million related to the redemption of $5.3 million aggregate principal amount of Senior Subordinated Notes due 2027, $(25.8) million in government assistance related to COVID-19 and $(12.3) million in foreign currency transaction gains. Other income for the year ended December 31, 2021 was primarily due to $87.1 million in government assistance related to COVID-19. Other expense (income) for the year ended December 31, 2020 included a loss of $109.0 million related to the fair value adjustments of the derivative liability and derivative asset for our Convertible Notes, financing fees related to the Exchange Offer of $39.3 million, and credit losses related to contingent lease guarantees of $15.0 million, partially offset by a gain on extinguishment of the Second Lien Notes due 2026 of $93.6 million and financing related foreign currency transaction losses. Other expense of $13.4 million during the year ended December 31, 2019 was primarily due to $16.6 million of expense related to the repayment of indebtedness, foreign currency transaction losses of $1.5 million, non-operating net periodic benefit cost of $1.2 million, and the decrease in fair value of our derivative asset for the contingent call option related to the Class B common stock purchase and cancellation agreement of $17.7 million, partially offset by decrease in fair value of our derivative liability for the embedded conversion feature in our Convertible Notes of $23.5 million. During the year ended December 31, 2018, other income of $108.1 million is primarily due to $66.4 million of income for the decrease in the fair value of the derivative liability related to the embedded conversion feature for the Convertible Notes and $45.0 million of income for the increase in fair value of the derivative asset related to the contingent call option for the cancellation of additional shares of Class B common stock in the Stock Purchase and Cancellation Agreement with Wanda. See Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to Consolidated Financial Statements under Part II, Item 8 thereof, for further information regarding the derivative liability related to the embedded conversion feature, the call option for the cancellation of additional shares of Class B common stock.

(4) Non-cash NCM exhibitor services agreement includes a significant financing component due to the significant length of time between receiving the non-cash consideration and fulfilling the performance obligation. We received the non-cash consideration in the form of common membership units from NCM, in exchange for rights to exclusive access to our theatre screens and attendees through February 2037. Upon adoption of ASC 606 in year 2018, our advertising revenues have significantly increased with a similar offsetting increase in non-cash interest expense.

(5) Equity in (earnings) loss of non-consolidated entities was primarily due to equity in loss from Saudi Cinema Company, LLC, partially offset by equity in earnings from DCIP and AC JV for the year ended December 31, 2022. Equity in (earnings) loss of non-consolidated entities was primarily due to equity in earnings from DCIP for the year ended December 31, 2021. Equity in (earnings) loss of non-consolidated entities includes impairment losses in the International markets related to equity method investments of $8.6 million during the year ended December 31, 2020. Equity in earnings for the year ended December 31, 2018 includes a $28.9 million gain on the sale of all of our remaining interest in NCM and a $30.1 million gain related to the Screenvision merger.

(6) Investment expense during the year ended December 31, 2022 includes a decline in estimated fair value of investment in common shares of Hycroft Mining Holding Corporation of $12.5 million partially offset by $(6.2) million of appreciation in estimated fair value of our investment in warrants to purchase common shares of Hycroft Mining Holding Corporation, a $13.5 million loss on sale of our investment in NCM common units offset by interest income of $(5.9) million. Investment income during the year ended December 31, 2021 includes a gain on sale of the Baltics theatres of $5.5 million. Investment expense (income) during the year ended December 31, 2020 includes impairment losses of $15.9 million related to equity interest investments without a readily determinable fair value accounted for under the cost method in the U.S. markets. Investment expense (income) during the year ended December 31, 2019 includes a gain on the sale of our Austria theatres of $12.9 million and a loss on impairment of an investment of $3.6 million.

20230920002296

(7) During the year ended December 31, 2022, income tax expense was primarily related to changes in domestic indefinite-lived deferred liabilities and taxes in Finland. During the year ended December 31, 2020, income tax expense was primarily due to the recording of international valuation allowances against deferred tax assets held in Spain of $40.1 million and Germany of $33.1 million, partially offset by income tax benefit from net losses incurred in International markets. During the year ended December 31, 2019, an international valuation allowance previously established against deferred tax assets held in Spain was released in the fourth quarter of 2019 resulting in a $41.5 million benefit to income tax expense. We estimate that we will have no liability for deemed repatriation of foreign earnings.

(8) Other long-term liabilities exclude operating lease liabilities, which were recorded to operating lease liabilities in the consolidated balance sheets effective in year 2019 upon adoption of ASC 842, Leases.

(9) Includes consolidated theatres only.

Critical Accounting Estimates

Our Consolidated Financial Statements are prepared in accordance with U.S. GAAP. In connection with the preparation of our financial statements, we are required to make assumptions and estimates about future events and apply judgments that affect the reported amounts of assets, liabilities, revenue, expenses and the related disclosures. We base our assumptions, estimates, and judgments on historical experience, current trends and other factors that management believes to be relevant at the time our consolidated financial statements are prepared. On a regular basis, we review the accounting policies, assumptions, estimates, and judgments to ensure that our financial statements are presented fairly and in accordance with U.S. GAAP. However, because future events and their effects cannot be determined with certainty, actual results could differ from our assumptions and estimates, and such differences could be material. We have identified several policies as being critical because they require management to make particularly difficult, subjective and complex judgments about matters that are inherently uncertain, and there is a likelihood that materially different amounts would be reported under different conditions or using different assumptions.

All of our significant accounting policies are discussed in Note 1—The Company and Significant Accounting Policies in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof.

Long-lived Assets Impairments. We review long-lived assets, indefinite-lived intangible assets and other intangible assets and theatre assets (including operating lease right-of-use lease assets) whenever events or changes in circumstances indicate that the carrying amount of the assets may not be fully recoverable.

Critical estimates. There are a number of estimates and significant judgments that are made by management in performing impairment evaluations of long-lived assets. Such judgments and estimates include estimates of future attendance, revenues, rent relief, cost savings, cash flows, capital expenditures, and the cost of capital, among others. These estimates determine whether impairments have been incurred and quantify the amount of any related impairment charge.

Assumptions and judgment. Our valuation methodology for assessing impairment requires management to make judgments and assumptions based on historical experience and projections of future operating performance. Our projections assume that attendance will continue to gradually improve from 2022 levels to the point of approaching historical levels. Our projections have considered the risks of a shortened theatrical window and direct to consumer releases although on a more limited basis. These assumptions, among others, inform the considerable amount of management judgment with respect to cash flow estimates and appropriate discount rates to be used in determining the fair value of long-lived assets.

To estimate fair value of our indefinite-lived trade names, we employed a derivation of the Income Approach known as the Royalty Savings Method. The Royalty Savings Method values an intangible asset by estimating the royalties saved through ownership of the asset.

Impact if actual results differ from assumptions. Although we believe that our estimates and judgments are reasonable, actual results may differ from these estimates, many of which fall under Level 3 within the fair value measurement hierarchy. Factors that could lead to impairment of long-lived assets include adverse industry or economic trends that would result in declines in the operating performance of our Domestic and International Theatres. Examples of adverse events or circumstances that could change include (i) limited availability of new theatrical releases; (ii) an adverse change in macroeconomic conditions; (iii) increased cost factors that have a negative effect on our earnings and

20230920002297

cash flows and higher interest rates; and (iv) negative or overall declining financial performance compared with our actual and projected results of relevant prior periods.

If we are required to record an impairment charge it may substantially reduce the carrying value of our assets and reduce our income in the year in which it is recorded. Given the nature of our business and our recent history, future impairments are possible and they may be material, based upon business conditions that are constantly changing and the competitive business environment in which we operate.

Our Current Long-lived Asset Impairment related Estimates and Changes in those Estimates. During the year ended December 31, 2022, we recorded non-cash impairment charges related to our long-lived assets of $73.4 million on 68 theatres in the U.S. markets with 817 screens which were related to property, net and operating lease right-of-use assets, net and $59.7 million on 53 theatres in the International markets with 456 screens which were related to property, net and operating lease right-of-use assets, net. During the year ended December 31, 2021, we recorded non-cash impairment charges related to our long-lived assets of $61.3 million on 77 theatres in the U.S. markets with 805 screens which were related to property, net, operating lease right-of-use assets, net and other long-term assets and $15.9 million on 14 theatres in the International markets with 118 screens which were related to property, net and operating lease right-of-use assets, net. At December 31, 2022, related cash flows were discounted at 10.0% for the Domestic Theatres and 12.5% for the International Theatres, at December 31, 2021, related cash flows were discounted at 10.0% for Domestic Theatres and 11.5% for International Theatres.

There were no intangible asset impairment charges incurred during the years ended December 31, 2022 and December 31, 2021.

At December 31, 2020, September 30, 2020 and March 31, 2020, we performed quantitative impairment evaluations of our indefinite-lived intangible assets related to the AMC, Odeon and Nordic trade names and recorded impairment charges of $12.5 million related to Odeon trade name and $2.7 million related to Nordic for the year ended December 31, 2020. No impairment charges were recorded related to the AMC trade name for the year ended December 31, 2020. At December 31, 2020, September 30, 2020 and March 31, 2020, we applied royalty rates of 0.5% for AMC and Odeon trade names and 1.0% for Nordic trade names to the related theatre revenues on an after-tax basis using effective tax rates. At December 31, 2020, related cash flows were discounted at 12.0% for AMC and 13.5% for Odeon and Nordic, at September 30, 2020, related cash flows were discounted at 13.0% for AMC and 14.0% for Odeon and Nordic, and at March 31, 2020, related cash flows were discounted at 12.5% for AMC and 14.0% for Odeon and Nordic.

Goodwill. We evaluate the goodwill recorded at our two reporting units (Domestic Theatres and International Theatres) for impairment annually as of the beginning of the fourth fiscal quarter or more frequently as specific events or circumstances dictate. The impairment test for goodwill involves estimating the fair value of the reporting unit and comparing that value to our carrying value. If the estimated fair value of the reporting unit is less than its carrying value, the difference is recorded as a goodwill impairment charge, not to exceed the total amount of goodwill allocated to that reporting unit.

Critical estimates. Calculating the fair value of our Domestic Theatres and International Theatres reporting units by use of the income approach for enterprise valuation methodology which utilizes estimated future discounted cash flows. The income approach provides an estimate of fair value by measuring estimated annual cash flows over a discrete projection period and applying a present value discount rate to the cash flows. The present value of the cash flows is then added to the present value equivalent of the residual value of the business to arrive at an estimated fair value of the reporting unit. The residual value represents the present value of the projected cash flows beyond the discrete projection period. The discount rates are determined using weighted average cost of capital for the risk of achieving the projected cash flows.

We did not weigh any of the enterprise valuation methodology on the market approach in 2020. We believe that using 100% income approach provided a more reasonable measurement of the enterprise value basis at December 31, 2020. Due to the volatility and unreliability in the market multiples, the lack of standalone Domestic and International public theatre companies, and the temporary suspension of operations due to the COVID-19 pandemic and the current impact on Adjusted EBITDA, we did not believe that placing any weight on the market approach was appropriate for this valuation.

Assumptions and judgment. Our projections assume that attendance will continue to gradually improve from 2022 levels to the point of approaching historical levels. Our projections have considered the risks of a shortened

202300227003227

theatrical window and direct to consumer releases, although on a more limited basis. These assumptions, among others, inform the considerable amount of management judgment with respect to cash flow estimates and appropriate discount rates to be used in determining the fair value of our reporting units. Other factors that could lead to impairment of our goodwill include adverse industry or economic trends, declines in the market price of our Common Stock and AMC Preferred Equity Units and our debt instruments, all of which we utilize in establishing the estimates underlying these values. There is considerable management judgment with respect to cash flow estimates and discount rates to be used in estimating fair value, many of which are classified as Level 3 in fair value hierarchy.

Declines in the operating performance of our Domestic and International Theatres, the fair value of our debt, and the trading price of our Common Stock and AMC Preferred Equity Units, together with small changes in other key input assumptions, and/or other events or circumstances could occur and could have a significant impact on the estimated fair values of our reporting units. Examples of adverse events or circumstances that could change include (i) the potential for political, social, or economic unrest, terrorism, hostilities, cyber-attacks or war, including the conflict between Russia and Ukraine; (ii) an adverse change in macroeconomic conditions; (iii) increased cost factors that have a negative effect on our earnings and cash flows and higher interest rates; (iv) negative or overall declining financial performance compared with our actual and projected results of relevant prior periods; (v) further declines in the fair value of our debt, and (vi) a further sustained decrease in the price of our common shares and/or our preferred equity units.

Impact if actual results differ from assumptions. Although we believe that our estimates and judgments are reasonable, actual results may differ from these estimates many of which fall under Level 3 within the fair value measurement hierarchy. If we are required to record an impairment charge to our goodwill it may substantially reduce the carrying value of goodwill on our balance sheet and reduce our income in the year in which it is recorded. Given the nature of our business and our recent history, future impairments are possible and they may be material, based upon business conditions that are constantly changing and the competitive business environment in which we operate.

Our Current Goodwill Estimates and Changes in those Estimates. As further described below, we recorded impairment charges as of March 31, 2020, September 30, 2020, and December 31, 2020 due to significant decreases in our market enterprise value. Our enterprise market capitalization increased and there were no other triggering events during 2022. At our goodwill impairment annual assessment date, October 1, 2022, we performed a qualitative impairment test to evaluate whether it is more likely than not that the fair value of its two reporting units was less than their respective carrying amounts as of its annual assessment date. We concluded that it was not more likely than not that the fair value of either of our two reporting units had been reduced below their respective carrying amounts.

For calendar year 2020, we performed an assessment in accordance with ASC 350-20-35-30 to determine whether there were any events or changes in circumstances that would warrant an interim ASC 350 impairment analysis as of December 31, 2020, September 30, 2020, June 30, 2020, and March 31, 2020.

Based on the suspension of operations at all of our theatres on or before March 17, 2020 due to the COVID-19 pandemic during the first quarter of 2020, the suspension of operations during the second and third quarters of 2020, the temporary suspension of operations of certain of our International Theatres during the fourth quarter of 2020 again after operations had previously been resumed, and the further delay or cancellation of film releases than originally estimated, we performed the Step 1 quantitative goodwill impairment test as of March 31, 2020, September 30, 2020, and December 31, 2020. In performing those Step 1 quantitative goodwill impairment tests, we used an enterprise value approach to measure fair value of the reporting units. The enterprise fair value of the Domestic Theatres and International Theatres reporting units was less than their carrying values as of March 31, 2020 and September 30, 2020, and the fair value of the International Theatres reporting unit was less than its fair value as of December 31, 2020 and goodwill impairment charges of $1,276.1 million and $1,030.3 million, were recorded during the year ended December 31, 2020 for our Domestic Theatres and International Theatres reporting units, respectively.

20230922002299

Key rates used in the income approach were as follows:

Description	Measurement Date	Domestic Theatres	International Theatres
Income approach:			
Weighted average cost of capital/discount rate	December 31, 2020	11.0%	12.5%
Long-term growth rate	December 31, 2020	1.0%	1.0%
Weighted average cost of capital/discount rate	September 30, 2020	12.0%	13.0%
Long-term growth rate	September 30, 2020	1.0%	1.0%
Weighted average cost of capital/discount rate	March 31, 2020	11.5%	13.0%
Long-term growth rate	March 31, 2020	2.0%	2.0%

Income and operating taxes. Income and operating taxes are inherently difficult to estimate and record. This is due to the complex nature of the U.S. and International tax codes and also because our returns are routinely subject to examination by government tax authorities, including federal, state and local officials. Most of these examinations take place a few years after we have filed our tax returns. Our tax audits in many instances raise questions regarding our tax filing positions, the timing and amount of deductions claimed and the allocation of income among various tax jurisdictions.

Critical estimates. In calculating our effective income tax rate and other taxes applicable to our operations, we make judgments regarding certain tax positions, including the timing and amount of deductions and allocations of income among various tax jurisdictions with disparate tax laws.

Assumptions and judgment. We have various tax filing positions with regard to the timing and amount of deductions and credits and the allocation of income among various tax jurisdictions, based on our interpretation of local tax laws. We also inventory, evaluate and measure all uncertain tax positions taken or expected to be taken on tax returns and record liabilities for the amount of such positions that may not be sustained, or may only be partially sustained, upon examination by the relevant taxing authorities.

Impact if actual results differ from assumptions. Although we believe that our estimates and judgments are reasonable, actual results may differ from these estimates. Some or all of these judgments are subject to review by the taxing authorities. If one or more of the taxing authorities were to successfully challenge our right to realize some or all of the tax benefit we have recorded, and we were unable to realize this benefit, it could have a material adverse effect on our financial results and cash flows.

Our Current Tax Estimates and Changes in those Estimates. At December 31, 2022, our federal income tax loss carryforwards were approximately $1,712.5 million, our state income tax loss carryforwards were approximately $2,293.2 million, and our foreign income tax loss carryforwards were approximately $878.5 million. Since these losses have varying degrees of carryforward periods, it requires us to estimate the amount of carryforward losses that we can reasonably be expected to realize. Future changes in conditions and in the tax code may change these strategies and thus change the amount of carry forward losses that we expect to realize and the amount of valuation allowances we have recorded. As of December 31, 2022, we had a total valuation allowance of $1,513.0 million related to the above loss carryforward and other future tax benefits for which realization is not likely to occur. Accordingly, future reported results could be materially impacted by changes in tax matters, positions, rules and estimates and these changes could be material. See Note 10—Income Taxes in the Notes to Consolidated Financial Statements under Part II, Item 8 thereof, for further information.

During the first quarter of 2020, the severe impact of the COVID-19 pandemic on operations in Germany and Spain caused us to conclude the realizability of deferred tax assets held in those jurisdictions does not meet the more likely than not standard. As such, a charge of $33.1 million and $40.1 million was recorded for Germany and Spain, respectively. At December 31, 2020, we determined that it was appropriate to record a valuation allowance on the disallowed interest carryforward in Sweden as the realizability of this deferred tax asset in this jurisdiction does not meet the more likely than not standard. As such, the overall net tax benefit on Sweden was reduced by a charge of $3.7 million. During 2021, we recorded a valuation allowance on all other deferred tax assets in Sweden, resulting in a charge of less than $1 million. With the exception of Finland, all other international jurisdictions carried valuation allowances against their deferred tax assets at the end of 2022.

20230200230

On July 31, 2020, we completed our private offers to exchange our Existing Subordinated Notes for newly issued Second Lien Notes due 2026. Due to the terms of that exchange, we were required to recognize CODI for US tax purposes on the difference between the face value of debt exchanged and the fair market value of the new debt issued. We determined that we should recognize $1.2 billion of CODI for tax purposes. Further, we concluded that the level of our insolvency at July 31, 2020 exceeded the indicated amount of CODI resulting from the debt exchange, which allowed us to reduce our tax attributes rather than recognize current taxable income. As a result, $1.2 billion of our net operating losses have been eliminated due to tax attribute reduction. See Note 8—Corporate Borrowings and Finance Lease Liabilities and Note 10—Income Taxes in the Notes to Consolidated Financial Statements under Part II, Item 8 thereof, for further information.

Leases. Under ASC Topic 842, lessees are required to recognize a right-of-use asset and a lease liability for virtually all of their leases (other than leases that meet the definition of a short-term lease). The liability is equal to the present value of lease payments. The asset is based on the liability, subject to certain adjustments, such as for lease incentives. For financial presentation purposes, a dual model was retained, requiring leases to be classified as either operating or finance leases. Operating leases result in straight-line expense (similar to operating leases under the prior accounting standard) while finance leases result in a front-loaded expense pattern (similar to capital leases under the prior accounting standard).

Critical estimates. We used our incremental borrowing rate to calculate the present value of our future operating lease payments, which was determined using a portfolio approach based on the rate of interest that we would have to pay to borrow an amount equal to the lease payments on a collateralized basis over a similar term since the leases do not provide a determinable implicit rate.

Assumptions and judgment. Estimating the incremental borrowing rate for operating leases is subjective when reviewing the reasonableness of the inputs and rates applied to each lease.

Impact if actual results differ from assumptions. A 100-basis point increase in the incremental borrowing rate would have decreased total operating lease liabilities by approximately $187.7 million and a 100-basis point decrease in weighted average discount rate would have increased total operating lease liabilities by approximately $200.5 million.

20230927002301

Operating Results

The following table sets forth our consolidated revenues, operating costs and expenses attributable to our theatrical exhibition operations and segment operating results. Reference is made to Note 13—Operating Segments in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof, for additional information therein:

	U.S. Markets			International Markets			Consolidated		
	Year Ended December 31,			Year Ended December 31,			Year Ended December 31,		
(In millions)	2022	2021	% Change	2022	2021	% Change	2022	2021	% Change
Revenues									
Admissions	$ 1,642.2	$ 1,016.5	61.6 %	$ 559.2	$ 377.7	48.1 %	$ 2,201.4	$ 1,394.2	57.9 %
Food and beverage	1,055.7	677.1	55.9 %	258.0	180.2	43.2 %	1,313.7	857.3	53.2 %
Other theatre	263.8	182.2	44.8 %	132.5	94.2	40.7 %	396.3	276.4	43.4 %
Total revenues	2,961.7	1,875.8	57.9 %	949.7	652.1	45.6 %	3,911.4	2,527.9	54.7 %
Operating Costs and Expenses									
Film exhibition costs	831.4	460.6	80.5 %	220.3	147.1	49.8 %	1,051.7	607.7	73.1 %
Food and beverage costs	165.1	95.9	72.2 %	63.5	42.0	51.2 %	228.6	137.9	65.8 %
Operating expense, excluding depreciation and amortization below	1,110.5	833.9	33.2 %	417.9	307.9	35.7 %	1,528.4	1,141.8	33.9 %
Rent	666.5	614.2	8.5 %	219.7	213.8	2.8 %	886.2	828.0	7.0 %
General and administrative expense:									
Merger, acquisition and other costs	2.7	9.0	(70.0)%	(0.6)	4.7	* %	2.1	13.7	(84.7)%
Other, excluding depreciation and amortization below	142.4	158.4	(10.1)%	65.2	68.2	(4.4)%	207.6	226.6	(8.4)%
Depreciation and amortization	312.2	321.2	(2.8)%	83.8	103.8	(19.3)%	396.0	425.0	(6.8)%
Impairment of long-lived assets	73.4	61.3	19.7 %	59.7	15.9	* %	133.1	77.2	72.4 %
Operating costs and expenses	3,304.2	2,554.5	29.3 %	1,129.5	903.4	25.0 %	4,433.7	3,457.9	28.2 %
Operating loss	(342.5)	(678.7)	(49.5)%	(179.8)	(251.3)	(28.5)%	(522.3)	(930.0)	(43.8)%
Other expense (income):									
Other expense (income)	52.0	9.2	* %	1.6	(97.1)	* %	53.6	(87.9)	* %
Interest expense:									
Corporate borrowings	267.3	349.2	(23.5)%	69.1	65.7	5.2 %	336.4	414.9	(18.9)%
Finance lease obligations	0.4	0.7	(42.9)%	3.7	4.5	(17.8)%	4.1	5.2	(21.2)%
Non-cash NCM exhibitor service agreement	38.2	38.0	0.5 %	—	—	— %	38.2	38.0	0.5 %
Equity in (earnings) loss of non-consolidated entities	(4.3)	(13.7)	(68.6)%	5.9	2.7	* %	1.6	(11.0)	* %
Investment expense (income)	15.0	(3.7)	* %	(0.1)	(5.5)	(98.2)%	14.9	(9.2)	* %
Total other expense (income), net	368.6	379.7	(2.9)%	80.2	(29.7)	* %	448.8	350.0	28.2 %
Net loss before income taxes	(711.1)	(1,058.4)	(32.8)%	(260.0)	(221.6)	17.3 %	(971.1)	(1,280.0)	(24.1)%
Income tax provision (benefit)	0.9	(9.4)	* %	1.6	(0.8)	* %	2.5	(10.2)	* %
Net loss	(712.0)	(1,049.0)	(32.1)%	(261.6)	(220.8)	18.5 %	(973.6)	(1,269.8)	(23.3)%
Less: Net loss attributable to noncontrolling interests	—	—	— %	—	(0.7)	* %	—	(0.7)	* %
Net loss attributable to AMC Entertainment Holdings, Inc.	$ (712.0)	$ (1,049.0)	(32.1)%	$ (261.6)	$ (220.1)	18.9 %	$ (973.6)	$ (1,269.1)	(23.3)%

* Percentage change in excess of 100%.

20230927002302

	U.S. Markets Year Ended December 31,		International Markets Year Ended December 31,		Consolidated Year Ended December 31,	
	2022	2021	2022	2021	2022	2021
Operating Data:						
Screen additions	12	34	39	48	51	82
Screen acquisitions	132	134	25	6	157	140
Screen dispositions	256	66	67	100	323	166
Construction openings (closures), net	5	(15)	22	(22)	27	(37)
Average screens(1)	7,635	7,341	2,483	1,657	10,118	8,998
Number of screens operated	7,648	7,755	2,826	2,693	10,474	10,448
Number of theatres operated	586	593	354	337	940	930
Total number of circuit screens	7,648	7,755	2,826	2,807	10,474	10,562
Total number of circuit theatres	586	593	354	353	940	946
Screens per theatre	13.1	13.1	8.0	8.0	11.1	11.2
Attendance (in thousands)(1)	141,376	91,102	59,589	37,445	200,965	128,547

(1) Includes consolidated theatres only and excludes screens offline due to construction and temporary suspension of operations as consequence of the COVID-19 pandemic.

Adjusted EBITDA

We present Adjusted EBITDA as a supplemental measure of our performance. We define Adjusted EBITDA as net earnings (loss) plus (i) income tax provision (benefit), (ii) interest expense and (iii) depreciation and amortization, as further adjusted to eliminate the impact of certain items that we do not consider indicative of our ongoing operating performance and to include attributable EBITDA from equity investments in theatre operations in International markets and any cash distributions of earnings from other equity method investees. These further adjustments are itemized below. You are encouraged to evaluate these adjustments and the reasons we consider them appropriate for supplemental analysis. In evaluating Adjusted EBITDA, you should be aware that in the future we may incur expenses that are the same as or similar to some of the adjustments in this presentation. Our presentation of Adjusted EBITDA should not be construed as an inference that our future results will be unaffected by unusual or non-recurring items. The preceding definition of and adjustments made to GAAP measures to determine Adjusted EBITDA are broadly consistent with Adjusted EBITDA as defined in the Company's debt indentures.

During the year ended December 31, 2022, Adjusted EBITDA in the U.S. markets was $59.6 million compared to $(250.6) million during the year ended December 31, 2021. The year-over-year improvement was primarily due to the decreased net loss driven by an increase in attendance primarily due to the COVID-19 pandemic impact on the prior year which resulted in the temporary suspension or limited operations at our theatres, deterred customers from attending our theatres when we resumed operations, and prompted film distributors to delay or alternatively distribute films, and lifting of seat restrictions, increases in package ticket and gift card breakage, partially offset by increases in operating costs due to the increase in attendance, increases in rent expense, decreases in cash distributions from equity method investees, decreases in government assistance and increases in general and administrative expenses excluding stock-based compensation. During the year ended December 31, 2022, Adjusted EBITDA in the International markets was $(13.0) million compared to $(41.1) million during the year ended December 31, 2021. The year-over-year improvement was primarily due to the decreased net loss driven by an increase in attendance primarily due to the COVID-19 pandemic impact on the prior year and lifting of seat restrictions, partially offset by increases in operating costs due to the increase in attendance and utilities costs, decreases in government assistance, decreases in attributable EBITDA from equity investments in theatre operations and increases in rent expense. During the year ended December 31, 2022, Adjusted EBITDA in the U.S. markets and International markets was $46.6 million compared to $(291.7) million during the year ended December 31, 2021, driven by the aforementioned factors impacting Adjusted EBITDA.

The following tables set forth our Adjusted EBITDA by reportable operating segment and our reconciliation of Adjusted EBITDA:

Adjusted EBITDA (In millions)	Year Ended December 31, 2022	Year Ended December 31, 2021
U.S. markets	$ 59.6	$ (250.6)
International markets	(13.0)	(41.1)
Total Adjusted EBITDA (1)	$ 46.6	$ (291.7)

20230920023303

(In millions)	Year Ended December 31, 2022	Year Ended December 31, 2021
Net loss	$ (973.6)	$ (1,269.8)
Plus:		
Income tax provision (benefit) (1)	2.5	(10.2)
Interest expense	378.7	458.1
Depreciation and amortization	396.0	425.0
Impairment of long-lived assets, definite and indefinite-lived intangible assets and goodwill (2)	133.1	77.2
Certain operating expense (income) (3)	8.0	0.2
Equity in (earnings) loss of non-consolidated entities (4)	1.6	(11.0)
Cash distributions from non-consolidated entities (5)	6.6	12.5
Attributable EBITDA (6)	0.4	3.7
Investment expense (income)	14.9	(9.2)
Other expense (income) (7)	80.4	(0.1)
Other non-cash rent benefit (8)	(26.6)	(24.9)
General and administrative — unallocated:		
Merger, acquisition and other costs (9)	2.1	13.7
Stock-based compensation expense (10)	22.5	43.1
Adjusted EBITDA	$ 46.6	$ (291.7)

(1) For information regarding the income tax provision (benefit), see Note 10—Income Taxes to the Consolidated Financial Statements under Part II, Item 8 thereof.

(2) During the year ended December 31, 2022, we recorded non-cash impairment charges related to our long-lived assets of $73.4 million on 68 theatres in the U.S. markets with 817 screens which were related to property, net and operating lease right-of-use assets, net and $59.7 million on 53 theatres in the International markets with 456 screens which were related to property, net and operating lease right-of-use assets, net.

During the year ended December 31, 2021, we recorded non-cash impairment charges related to our long-lived assets of $61.3 million on 77 theatres in the U.S. markets with 805 screens which were related to property, net, operating lease right-of-use assets, net and other long-term assets and $15.9 million on 14 theatres in the International markets with 118 screens which were related to property, net and operating lease right-of-use assets, net.

(3) Amounts represent preopening expense related to temporarily closed screens under renovation, theatre and other closure expense for the permanent closure of screens including the related accretion of interest, non-cash deferred digital equipment rent expense, and disposition of assets and other non-operating gains or losses included in operating expenses. We have excluded these items as they are non-cash in nature or are non-operating in nature.

(4) Equity in (earnings) loss of non-consolidated entities primarily consisted of equity in loss from Saudi Cinema Company, LLC of $7.6 million, partially offset by equity in (earnings) in DCIP of $3.4 million during the year ended December 31, 2022. During the year ended December 31, 2021, equity in (earnings) loss of non-consolidated entities was primarily due to equity in (earnings) from DCIP of $12.2 million.

(5) Includes U.S. non-theatre distributions from equity method investments and International non-theatre distributions from equity method investments to the extent received. We believe including cash distributions is an appropriate reflection of the contribution of these investments to our operations.

(6) Attributable EBITDA includes the EBITDA from equity investments in theatre operators in certain International markets. See below for a reconciliation of our equity in (earnings) loss of non-consolidated entities to attributable EBITDA. Because these equity investments are in theatre operators in regions where we hold a significant market share, we believe attributable EBITDA is more indicative of the performance of these equity investments and management uses this measure to monitor and evaluate these equity investments. We also provide services to these theatre operators including information technology systems, certain on-screen advertising services and our gift card and package ticket program.

20230907002304

(In millions)	Year Ended December 31, 2022	Year Ended December 31, 2021
Equity in (earnings) loss of non-consolidated entities	$ 1.6	$ (11.0)
Less:		
Equity in earnings of non-consolidated entities excluding International theatre joint ventures	(5.4)	(13.5)
Equity in loss of International theatre joint ventures	(7.0)	(2.5)
Income tax provision	0.1	0.3
Investment expense (income)	0.2	(0.1)
Interest expense	0.1	0.2
Impairment of long-lived assets	4.2	—
Depreciation and amortization	2.8	5.6
Other expense	—	0.2
Attributable EBITDA	$ 0.4	$ 3.7

(7) Other expense (income) during the year ended December 31, 2022, primarily consisted of a loss on debt extinguishment of $92.8 million, partially offset by income related to the foreign currency transaction gains of $(12.3) million and contingent lease guarantees of $(0.2) million.

Other expense (income) for the year ended December 31, 2021, primarily consisted of a loss on debt extinguishment of $14.4 million and financing fees of $1.0 million, partially offset by income related to the foreign currency transaction gains of $(9.8) million and contingent lease guarantees of $(5.7) million.

(8) Reflects amortization of certain intangible assets reclassified from depreciation and amortization to rent expense, due to the adoption of ASC 842, Leases and deferred rent benefit related to the impairment of right-of-use operating lease assets.

(9) Merger, acquisition and other costs are excluded as they are non-operating in nature.

(10) Non-cash expense included in general and administrative: other.

Adjusted EBITDA is a non-GAAP financial measure commonly used in our industry and should not be construed as an alternative to net earnings (loss) as an indicator of operating performance (as determined in accordance with U.S. GAAP). Adjusted EBITDA may not be comparable to similarly titled measures reported by other companies. We have included Adjusted EBITDA because we believe it provides management and investors with additional information to measure our performance and estimate our value. Our definition of Adjusted EBITDA definition is broadly consistent with how it is defined in our debt indentures.

Adjusted EBITDA has important limitations as an analytical tool, and you should not consider it in isolation, or as a substitute for analysis of our results as reported under U.S. GAAP. For example, Adjusted EBITDA:

- does not reflect our capital expenditures, future requirements for capital expenditures or contractual commitments;
- does not reflect changes in, or cash requirements for, our working capital needs;
- does not reflect the significant interest expenses, or the cash requirements necessary to service interest or principal payments, on our debt;
- excludes income tax payments that represent a reduction in cash available to us; and
- does not reflect any cash requirements for the assets being depreciated and amortized that may have to be replaced in the future.

20230920002305

Segment Information

Our historical results of operations for the years ended December 31, 2022 and December 31, 2021 reflect the results of operations for our two Theatrical Exhibition reportable segments, U.S. markets and International markets.

Results of Operations—For the Year Ended December 31, 2022, Compared to the Year Ended December 31, 2021

Consolidated Results of Operations

Revenues. Total revenues increased $1,383.5 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021. Admissions revenues increased $807.2 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to an increase in attendance from 128.5 million patrons to 201.0 million patrons and a 0.9% increase in average ticket price. The increase in attendance was primarily due to the COVID-19 pandemic impact on the prior year which resulted in the temporary suspension or limited operations at our theatres in U.S. markets and International markets, deterred customers from attending our theatres when we resumed operations, and prompted film distributors to delay or alternatively distribute films. The increase in average ticket price was primarily due to strategic pricing initiatives put in place over the prior year, increases in 3D, IMAX and Premium content, partially offset by a decrease in foreign currency translation rates.

Food and beverage revenues increased $456.4 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to the increase in attendance, partially offset by the decrease in food and beverage per patron. Food and beverage per patron decreased 1.9% from $6.67 to $6.54 due primarily to the decline in foreign currency translation rates.

Total other theatre revenues increased $119.9 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to increases in ticket fees, income from gift cards and package tickets and screen and other advertising due to the increase in attendance, partially offset by the decrease in foreign currency translation rates.

Operating costs and expenses. Operating costs and expenses increased $975.8 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021. Film exhibition costs increased $444.0 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to the increase in attendance. As a percentage of admissions revenues, film exhibition costs were 47.8% for the year ended December 31, 2022, compared to 43.6% for the year ended December 31, 2021. The increase in film exhibition cost percentage is primarily due to the concentration of box office revenues in higher grossing films in the current year, which typically results in higher film exhibition costs. Additionally, lower film exhibition costs were paid on films with shorter exclusive theatrical windows in the prior year.

Food and beverage costs increased $90.7 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021. The increase in food and beverage costs was primarily due to the increase in food and beverage revenues. As a percentage of food and beverage revenues, food and beverage costs were 17.4% for the year ended December 31, 2022, compared to 16.1% for the year ended December 31, 2021.

As a percentage of revenues, operating expense was 39.1% for the year ended December 31, 2022, compared to 45.2% for the year ended December 31, 2021 due to the very low levels of attendance in the prior year. Rent expense increased 7.0%, or $58.2 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, due primarily to cash rent abatements from landlords in the prior year and the opening of new theatres, partially offset by theatre closures and the decrease in foreign currency translation rates. See Note 3—Leases in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for further information on the impact of COVID-19 on leases and rent obligations of approximately $157.2 million that have been deferred to future years as of December 31, 2022.

Merger, acquisition, and other costs. Merger, acquisition, and other costs were $2.1 million during the year ended December 31, 2022, compared to $13.7 million during the year ended December 31, 2021, primarily due to higher legal and professional costs related to strategic contingent planning in the prior year.

20230027002306

Other. Other general and administrative expense decreased 8.4% or $19.0 million during the year ended December 31, 2022, compared to the year ended December 31, 2021, due primarily to a $20.6 million decrease in expense for stock-based compensation expense due primarily to lower expectations for performance based vesting and lower expense for SPSU's that fully vested in 2021 and the decrease in foreign currency translation rates.

Depreciation and amortization. Depreciation and amortization decreased 6.8% or $29.0 million during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to lower depreciation expense on theatres impaired during years ended December 31, 2020 and December 31, 2021 and the decrease in foreign currency translation rates.

Impairment of long-lived assets, definite and indefinite-lived intangible assets, and goodwill. During the year ended December 31, 2022, we recognized non-cash impairment losses of $73.4 million on 68 theatres in the U.S. markets with 817 screens (in Alabama, Arkansas, Arizona, California, Connecticut, District of Columbia, Florida, Georgia, Iowa, Illinois, Indiana, Kentucky, Louisiana, Massachusetts, Maryland, Michigan, Minnesota, Missouri, North Carolina, North Dakota, New York, Ohio, Oklahoma, Oregon, Pennsylvania, Tennessee, Texas, Utah, West Virginia, and Wisconsin) which were related to property, net and operating lease right-of-use assets, net and $59.7 million on 53 theatres in the International markets with 456 screens (in Germany, Italy, Spain, Sweden, and the UK), which were related to property, net and operating lease right-of-use assets, net.

During the year ended December 31, 2021, we recognized non-cash impairment losses of $61.3 million on 77 theatres in the U.S. markets with 805 screens (in Alabama, Arkansas, California, Colorado, Connecticut, District of Columbia, Florida, Georgia, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maryland, Minnesota, Mississippi, Missouri, Montana, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, South Carolina, Tennessee, Texas, Utah, West Virginia, and Wisconsin) which were related to property, net, operating lease right-of-use assets, net and other long-term assets and $15.9 million on 14 theatres in the International markets with 118 screens (in Italy, Norway, Spain, and the UK), which were related to property, net and operating lease right-of-use assets, net.

Other expense (income). Other expense of $53.6 million during the year ended December 31, 2022 was primarily due to a loss on extinguishment of debt of $135.0 million related to the full redemption of the $500 million aggregate principal amount of the First Lien Notes due 2025, the $300 million aggregate principal amount of the First Lien Notes due 2026, and the $73.5 million aggregate principal amount of the First Lien Toggle Notes due 2026 and a loss on extinguishment of debt of $36.5 million related to the full redemption of the $476.6 million aggregate amount of the Odeon Term Loan due 2023, partially offset by a gain on extinguishment of debt of $(75.0) million related to the redemption of $118.2 million of aggregate principal amount of the Second Lien Notes due 2026, a gain on extinguishment of debt of $(3.7) million related to the redemption of $5.3 million aggregate principal amount of Senior Subordinated Notes due 2027, $(25.8) million in government assistance related to COVID-19 and $(12.3) million in foreign currency transaction gains. Other income of $(87.9) million during the year ended December 31, 2021 was primarily due to $(87.1) million in government assistance related to COVID-19, foreign currency transaction gains of $(9.8) million and estimated credit income of $(5.7) million related to contingent lease guarantees, partially offset by a loss on extinguishment of $14.4 million related to the redemption of $35.0 million principal amount of 15%/17% Cash/PIK Toggle First Lien Secured Notes due 2026 and $1.0 million of financing fees related to the write-off of unamortized deferred charges. See Note 1—The Company and Significant Accounting Policies in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for additional information about the components of other expense (income).

Interest expense. Interest expense decreased $79.4 million to $378.7 million for the year ended December 31, 2022 compared to $458.1 million during the year ended December 31, 2021 primarily due to:

- the extinguishment of $72.5 million of 10%/12% Cash/PIK/Toggle Second Lien Notes due 2026 in May of 2022;
- the conversion of $600.0 million 2.95% Convertible Notes due 2026 to 44,422,860 Common Shares and 44,422,860 AMC Preferred Equity Units on January 27, 2021 that resulted in the write-off to interest expense of $70.0 million of unamortized discount and deferred charges at the date of conversion following the guidance in ASC 815-15-40-1;
- the extinguishment of $500.0 million of 10.5% First Lien Notes due 2025 on February 14, 2022;
- the extinguishment of $300.0 million of 10.5% First Lien Notes due 2026 on February 14, 2022;

20230920023O7

- the extinguishment of $73.5 million of 15%/17% Cash/PIK/Toggle Second Lien Notes due 2026 on February 14, 2022;
- the extinguishment of $476.6 million 10.75%/11.25% Cash/PIK Term Loans due 2023 on October 20, 2022;
- the extinguishment of $45.7 million of 10%/12% Cash/PIK/Toggle Second Lien Notes due 2026 in November and December of 2022;
- the extinguishment of $5.25 million of 6.125% Senior Subordinated Notes due 2027 in November 2022: and
- the decline in foreign currency translation rates,

partially offset by:

- increases in interest rates on the Senior Secured Credit Facility Term Loan due 2026;
- the issuance of $950.0 million of 7.5% First Lien Senior Secured Notes due 2029 on February 14, 2022;
- the issuance of £140.0 million and €296.0 million 10.75%/11.25% Cash/PIK Term Loans due 2023 on February 19, 2021; and
- the issuance of $400.0 million 12.75% Odeon Senior Secured Notes due 2027 on October 20, 2022.

See Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for additional information about our indebtedness.

Equity in loss (earnings) of non-consolidated entities. Equity in loss of non-consolidated entities was $1.6 million for the year ended December 31, 2022, compared to $(11.0) million for the year ended December 31, 2021. The increase in equity in loss was primarily due to a decrease in equity in earnings from Digital Cinema Implementation Partners ("DCIP") of $8.9 million.

Investment expense (income). Investment expense was $14.9 million for the year ended December 31, 2022, compared to investment income of $(9.2) million for the year ended December 31, 2021. Investment expense in the current year includes $12.5 million of decline in estimated fair value of our investment in common shares of Hycroft Mining Holding Corporation partially offset by $(6.2) million of appreciation in estimated fair value of our investment in warrants to purchase common shares of Hycroft Mining Holding Corporation, a $13.5 million decline in estimated fair value of our investment in NCM common units offset by interest income of $(5.9) million. Investment income includes a gain on sale of the Baltics of $(5.5) million during the year ended December 31, 2021.

Income tax provision (benefit). The income tax provision (benefit) was $2.5 million and $(10.2) million for the year ended December 31, 2022 and December 31, 2021, respectively. See Note 10—Income Taxes in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for further information.

Net loss. Net loss was $973.6 million and $1,269.8 million during the year ended December 31, 2022, and December 31, 2021, respectively. Net loss during the year ended December 31, 2022 compared to net loss for the year ended December 31, 2021 was positively impacted by the increase in attendance as a result of an increase in new film releases in connection with the reopening of theatres in the current year that had been temporarily closed or limited operationally due to the COVID-19 pandemic and lifting of seating restrictions, decreases in depreciation and amortization expense, decreases in interest expense, decreases in general and administrative expenses and decreases in foreign currency translation rates, partially offset by increases in rent expense, decreases in other income, decreases in investment income and a decrease in income tax benefit.

Theatrical Exhibition–U.S. Markets

Revenues. Total revenues increased $1,085.9 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021. Admissions revenues increased $625.7 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to an increase in attendance from 91.1 million patrons to 141.4 million patrons and an 4.1% increase in average ticket price. The increase in attendance was primarily due to the COVID-19 pandemic impact on the prior year which resulted in the temporary suspension or limited operations at our theatres in U.S. markets, deterred customers from attending our theatres when we resumed operations, and prompted film distributors to delay or alternatively distribute films. The increase in average ticket price was

20230002308

primarily due to strategic pricing initiatives put in place over the prior year and increases in 3D, IMAX and Premium content.

Food and beverage revenues increased $378.6 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to the increase in attendance and an increase in food and beverage per patron. Food and beverage per patron increased 0.5% from $7.43 to $7.47.

Total other theatre revenues increased $81.6 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to increases in ticket fees, income from gift cards and package tickets and screen and other advertising due to the increase in attendance.

Operating costs and expenses. Operating costs and expenses increased $749.7 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021. Film exhibition costs increased $370.8 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to the increase in attendance. As a percentage of admissions revenues, film exhibition costs were 50.6% for the year ended December 31, 2022 and 45.3% for the year ended December 31, 2021. The increase in film exhibition cost percentage is primarily due to the concentration of box office revenues in higher grossing films in the current year, which typically results in higher film exhibition costs. Additionally, lower film exhibition costs were paid on films with shorter exclusive theatrical windows in the prior year.

Food and beverage costs increased $69.2 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021. The increase in food and beverage costs was primarily due to the increase in food and beverage revenues. As a percentage of food and beverage revenues, food and beverage costs were 15.6% for the year ended December 31, 2022, compared to 14.2% for the year ended December 31, 2021.

As a percentage of revenues, operating expense was 37.5% for the year ended December 31, 2022 and 44.5% for the year ended December 31, 2021 due to the low levels of attendance in the prior year. Rent expense increased 8.5%, or $52.3 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, due primarily to cash rent abatements from landlords in the prior year and the opening of new theatres, partially offset by theatre closures. See Note 3—Leases in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for further information on the impact of COVID-19 on leases and rent obligations of approximately $130.5 million that have been deferred to future years as of December 31, 2022.

Merger, acquisition, and other costs. Merger, acquisition, and other costs were $2.7 million during the year ended December 31, 2022, compared to $9.0 million during the year ended December 31, 2021, primarily due to higher legal and professional costs in the prior year.

Other. Other general and administrative expense decreased 10.1%, or $16.0 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021 due primarily to an $18.8 million decrease in expense for stock-based compensation expense due primarily to lower expectations for performance based vesting and lower expense for SPSU's that fully vested in 2021. See Note 9—Stockholders' Equity in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for additional information about stock-based compensation expense.

Depreciation and amortization. Depreciation and amortization decreased 2.8%, or $9.0 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to lower depreciation expense on theatres impaired during years ended December 31, 2020 and December 31, 2021.

Impairment of long-lived assets, definite and indefinite-lived intangible assets, and goodwill. During the year ended December 31, 2022, we recognized non-cash impairment losses of $73.4 million on 68 theatres in the U.S. markets with 817 screens (in Alabama, Arkansas, Arizona, California, Connecticut, District of Columbia, Florida, Georgia, Iowa, Illinois, Indiana, Kentucky, Louisiana, Massachusetts, Maryland, Michigan, Minnesota, Missouri, North Carolina, North Dakota, New York, Ohio, Oklahoma, Oregon, Pennsylvania, Tennessee, Texas, Utah, West Virginia, and Wisconsin) which were related to property, net and operating lease right-of-use assets, net.

During the year ended December 31, 2021, we recognized non-cash impairment losses of $61.3 million on 77 theatres in the U.S. markets with 805 screens (in Alabama, Arkansas, California, Colorado, Connecticut, District of Columbia, Florida, Georgia, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maryland, Minnesota, Mississippi, Missouri, Montana, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, South Carolina,

20230920023O9

Tennessee, Texas, Utah, West Virginia, and Wisconsin) which were related to property, net, operating lease right-of-use assets, net and other long-term assets.

Other expense. Other expense of $52.0 million during the year ended December 31, 2022 was primarily due to a loss on extinguishment of debt of $135.0 million related to the full redemption of the $500 million aggregate principal amount of the First Lien Notes due 2025, the $300 million aggregate principal amount of the First Lien Notes due 2026, and the $73.5 million aggregate principal amount of the First Lien Toggle Notes due 2026, partially offset by a gain on extinguishment of debt of $75.0 million related to the redemption of $118.2 million of aggregate principal amount of the Second Lien Notes due 2026, a gain on extinguishment of debt of $3.7 million related to the redemption of $5.25 million aggregate principal amount of Senior Subordinated Notes due 2027, $2.8 million in government assistance related to COVID-19 and $0.5 million in foreign currency transaction gains. Other expense of $9.2 million during the year ended December 31, 2021, was primarily due to a loss on extinguishment of $14.4 million related to the redemption of $35.0 million principal amount of 15%/17% Cash/PIK Toggle First Lien Secured Notes due 2026, partially offset by $5.6 million in government assistance related to COVID-19. See Note 1—The Company and Significant Accounting Policies in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for additional information about the components of other expense.

Interest expense. Interest expense decreased $82.0 million to $305.9 million for the year ended December 31, 2022, compared to $387.9 million during the year ended December 31, 2021, primarily due to:

- the extinguishment of $72.5 million of 10%/12% Cash/ PIK/Toggle Second Lien Notes due 2026 in May of 2022;
- the conversion of $600.0 million 2.95% Convertible Notes due 2026 to 44,422,860 Common Stock and 44,422,860 AMC Preferred Equity Units on January 27, 2021 that resulted in the write-off to interest expense of $70.0 million of unamortized discount and deferred charges at the date of conversion following the guidance in ASC 815-15-40-1;
- the extinguishment of $500.0 million of 10.5% First Lien Notes due 2025 on February 14, 2022;
- the extinguishment of $300.0 million of 10.5% First Lien Notes due 2026 on February 14, 2022;
- the extinguishment of $73.5 million of 15%/17% Cash/PIK/Toggle second Lien Notes due 2026 on February 14, 2022,
- the extinguishment of $45.7 million of 10%/12% Cash/PIK/Toggle Second Lien Notes due 2026 in November and December of 2022; and
- the extinguishment of $5.25 million of 6.125% Senior Subordinated Notes due 2027 in November 2022

partially offset by:

- increases in interest rates on the Senior Secured Credit Facility Term Loan due 2026; and
- the issuance of $950.0 million of 7.5% First Lien Senior Secured Notes due 2029 on February 14, 2022.

See Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for additional information about our indebtedness.

Equity in earnings of non-consolidated entities. Equity in earnings of non-consolidated entities was $4.3 million for the year ended December 31, 2022, compared to $13.7 million for the year ended December 31, 2021. The decrease in equity in earnings was primarily due to a decrease in equity in earnings from DCIP of $8.9 million.

Investment expense (income). Investment expense was $15.0 million for the year ended December 31, 2022, compared to investment income of $(3.7) million for the year ended December 31, 2021. Investment expense in the current year includes $12.5 million of deterioration in estimated fair value of our investment in common shares of Hycroft Mining Holding Corporation and $(6.2) million of appreciation in estimated fair value of our investment in warrants to purchase common shares of Hycroft Mining Holding Corporation and a $13.5 million decline in estimated fair value of our investment in NCM common units offset by interest income of $(5.8) million.

20230920023110

Income tax provision (benefit). The income tax provision (benefit) was $0.9 million and $(9.4) million for the year ended December 31, 2022, and December 31, 2021, respectively. See Note 10—Income Taxes in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for further information.

Net loss. Net loss was $712.0 million and $1,049.0 million during the year ended December 31, 2022 and December 31, 2021, respectively. Net loss during the year ended December 31, 2022 compared to net loss for the year ended December 31, 2021 was positively impacted by the increase in attendance as a result of an increase in new film releases in connection with the reopening of theatres in the current year that had been temporarily closed due to the COVID-19 pandemic and lifting of seating restrictions, decreases in depreciation and amortization expense, decreases in general and administrative expenses and decreases in interest expense, partially offset by increases in rent expense, increases in other expense and a decrease in income tax benefit.

Theatrical Exhibition - International Markets

Revenues. Total revenues increased $297.6 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021. Admissions revenues increased $181.5 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to an increase in attendance from 37.4 million patrons to 59.6 million patrons partially offset by a 7.0% decrease in average ticket price. The increase in attendance was primarily due to the COVID-19 pandemic impact on the prior year which resulted in the temporary suspension or limited operations at our theatres in International markets, deterred customers from attending our theatres when we resumed operations, and prompted film distributors to delay or alternatively distribute films. The decrease in average ticket price was primarily due a decrease in foreign currency translation rates, partially offset by strategic pricing initiatives put in place over the prior year.

Food and beverage revenues increased $77.8 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to the increase in attendance, partially offset by the decrease in food and beverage per patron. Food and beverage per patron decreased 10.0% from $4.81 to $4.33 due primarily to decreases in foreign currency translation rates.

Total other theatre revenues increased $38.3 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to increases in ticket fees, income from gift cards and screen advertising due to the increase in attendance, partially offset by the decrease in foreign currency translation rates.

Operating costs and expenses. Operating costs and expenses increased $226.1 million, during the year ended December 31, 2022 compared to the year ended December 31, 2021 primarily due to an increase in attendance, increases in property taxes, and increase in utilities costs due to energy supply shortages and inflationary pressures, partially offset by the decrease in currency translation rates. The increases in property taxes was due to the expiration of property tax holidays related to the COVID-19 pandemic during the second half of 2021.

Film exhibition costs increased $73.2 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to the increase in attendance. As a percentage of admissions revenues, film exhibition costs were 39.4% for the year ended December 31, 2022, compared to 38.9% for the year ended December 31, 2021.

Food and beverage costs increased $21.5 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021. The increase in food and beverage costs was primarily due to the increase in food and beverage revenues. As a percentage of food and beverage revenues, food and beverage costs were 24.6% for the year ended December 31, 2022, compared to 23.3% for the year ended December 31, 2021.

As a percentage of revenues, operating expense was 44.0% for the year ended December 31, 2022, and 47.2% for the year ended December 31, 2021 due to the very low levels of attendance in the prior year. Rent expense increased 2.8%, or $5.9 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, due primarily to cash rent abatements from landlords in the prior year and the opening of new theatres, partially offset by theatre closures and the decrease in foreign currency translation rates. See Note 3—Leases in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for further information on the impact of COVID-19 on leases and rent obligations of approximately $26.7 million that have been deferred to future years as of December 31, 2022.

20230920023111

Merger, acquisition, and other costs. Merger, acquisition, and other costs were $(0.6) million during the year ended December 31, 2022, compared to $4.7 million during the year ended December 31, 2021, primarily due to legal and professional costs related to strategic contingency planning in the prior year.

Other. Other general and administrative expense decreased 4.4%, or $3.0 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021 due primarily to a $1.8 million decrease in expense for stock-based compensation expense due primarily to lower expectations for performance based vesting and lower expense for SPSU's that fully vested in 2021 and the decrease in foreign currency translation rates. See Note 9—Stockholders' Equity in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for additional information about stock-based compensation expense.

Depreciation and amortization. Depreciation and amortization decreased 19.3%, or $20.0 million, during the year ended December 31, 2022, compared to the year ended December 31, 2021, primarily due to lower depreciation expense on theatres impaired during years ended December 31, 2020 and December 31, 2021 and the decrease in foreign currency translation rates.

Impairment of long-lived assets, definite and indefinite-lived intangible assets, and goodwill. During the year ended December 31, 2022, we recognized non-cash impairment losses of $59.7 million on 53 theatres in the International markets with 456 screens (in Germany, Italy, Spain, Sweden, and UK), which were related to property, net, and operating lease right-of-use assets, net.

During the year ended December 31, 2021, we recognized non-cash impairment losses of $15.9 million on 14 theatres in the International markets with 118 screens (in Italy, Norway, Spain, and UK), which were related to property, net, and operating lease right-of-use assets, net.

Other expense (income). Other expense of $1.6 million during the year ended December 31, 2022 was primarily due to a loss on extinguishment of debt of $36.5 million related to the full redemption of the $476.6 million aggregate amount of the Odeon Term Loan due 2023 and partially offset by $(23.0) million in government assistance related to COVID-19 and $(12.3) million of foreign currency transaction gains. Other income of ($97.1) million during the year ended December 31, 2021, was primarily due to $(81.5) million in government assistance related to COVID-19, $(9.8) million of foreign currency transaction gains and estimated credit income of $(6.0) million related to contingent lease guarantees. See Note 1—The Company and Significant Accounting Policies in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for additional information about the components of other expense (income).

Interest expense. Interest expense increased $2.6 million to $72.8 million for the year ended December 31, 2022 compared to $70.2 million during the year ended December 31, 2021, primarily due to:

- the issuance of £140.0 million and €296.0 million 10.75%/11.25% Cash/PIK Term Loans due 2023 on February 19, 2021; and
- the issuance of $400.0 million 12.75% Odeon Senior Secured Notes due 2027 on October 20, 2022.

partially offset by:

- the extinguishment of £147.6 million and €312.2 million ($476.6 million) 10.75%/11.25% Cash/PIK Term Loans due 2023 on October 20, 2022.

See Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for additional information about our indebtedness.

Equity in loss of non-consolidated entities. Equity in loss of non-consolidated entities was $5.9 million for the year ended December 31, 2022, compared to $2.7 million for the year ended December 31, 2021.

Investment income. Investment income was $0.1 million for the year ended December 31, 2022, compared to investment income of $(5.5) million for the year ended December 31, 2021. Investment income includes a gain on sale of the Baltics of $5.5 million during the year ended December 31, 2021.

Income tax provision (benefit). The income tax provision (benefit) was $1.6 million and $(0.8) million for the year ended December 31, 2022, and December 31, 2021, respectively. See Note 10—Income Taxes in the Notes to the Consolidated Financial Statements under Part II Item 8 thereof for further information.

21720092023

Net loss. Net loss was $261.6 million and $220.8 million during the year ended December 31, 2022 and December 31, 2021, respectively. Net loss during the year ended December 31, 2022 compared to net loss for the year ended December 31, 2021 was positively impacted by the increase in attendance as a result of an increase in new film releases in connection with the reopening of theatres in the current year that had been temporarily closed due to the COVID-19 pandemic and lifting of seating restrictions, decreases in depreciation and amortization expense, decreases in general and administrative expenses, and decreases in foreign currency translation rates, partially offset by increases in rent expense, decreases in other income, increases in interest expense, decreases in investment income and a decrease in income tax benefit.

Results of Operations—For the Year Ended December 31, 2021, Compared to the Year Ended December 31, 2020

For a comparison of our results of operations for the year ended December 31, 2021, compared to the year ended December 31, 2020, see "Part II, Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations" of our annual report on Form 10-K for the year ended December 31, 2021, filed with the Securities and Exchange Commission on March 1, 2022, which is incorporated herein by reference.

Liquidity and Capital Resources—For the Year Ended December 31, 2022, Compared to the Year Ended December 31, 2021

Our consolidated revenues are primarily collected in cash, principally through box office admissions and food and beverage sales. Prior to the impact of COVID-19 on our business, we had an operating "float" which partially financed our operations and which generally permitted us to maintain a smaller amount of working capital capacity. This float existed because admissions revenues are received in cash, while exhibition costs (primarily film rentals) are ordinarily paid to distributors from 20 to 45 days following receipt of box office admissions revenues. As operations are beginning to approach pre-pandemic levels, we are starting to see this float resume. Film distributors generally release the films which they anticipate will be the most successful during the summer and year-end holiday seasons. Consequently, we typically generate higher revenues during such periods.

We had working capital surplus (deficits) (excluding restricted cash) as of December 31, 2022 and December 31, 2021 of $(811.1) million and $54.6 million, respectively. As of December 31, 2022 and December 31, 2021, working capital included $567.3 million and $605.2 million, respectively, of operating lease liabilities and $402.7 million and $408.6 million, respectively, of deferred revenues. At December 31, 2022, we had $211.2 million unused borrowing capacity, net of letters of credit, under our $225.0 million Senior Secured Revolving Credit Facility. As of December 31, 2021, we had borrowed $209.1 million (the full availability net of standby letters of credit) under our $225.0 million Senior Secured Revolving Credit Facility. Reference is made to Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Statements under Part II, Item 8 thereof, for further discussion of our Financial Covenants.

As of December 31, 2022, we had cash and cash equivalents of approximately $631.5 million. In response to the COVID-19 pandemic, we adjusted certain elements of our business strategy and took significant steps to preserve cash. We are continuing to take significant measures to further strengthen our financial position and enhance our operations, by eliminating non-essential costs, including reductions to our variable costs and elements of our fixed cost structure, introducing new initiatives, and optimizing our theatrical footprint.

Additionally, we enhanced liquidity through debt refinancing that extended maturities, purchases of debt below par value, and equity sales. See Note 8—Corporate Borrowings and Finance Lease Liabilities, Note 9—Stockholders' Equity, and Note 16—Subsequent Events in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof, for further information.

20230927002313

The table below summarizes net decreases in cash and cash equivalents and restricted cash by quarter for the year ended December 31, 2022:

	Three Months Ended				Year Ended
(In millions)	March 31, 2022	June 30, 2022	September 30, 2022	December 31, 2022	December 31 2022
Cash flows from operating activities:					
Net cash used in operating activities	$ (295.0)	$ (76.6)	$ (223.6)	$ (33.3)	$ (628.5)
Cash flows from investing activities:					
Net cash used in investing activities	(54.9)	(48.0)	(50.8)	(70.3)	(224.0)
Cash flows from financing activities:					
Net cash provided by (used in) financing activities	(76.3)	(59.7)	0.5	44.2	(91.3)
Effect of exchange rate changes on cash and cash equivalents and restricted cash	(5.5)	(16.4)	(8.2)	8.0	(22.1)
Net decrease in cash and cash equivalents and restricted cash	(431.7)	(200.7)	(282.1)	(51.4)	(965.9)
Cash and cash equivalents and restricted cash at beginning of period	1,620.3	1,188.6	987.9	705.8	1,620.3
Cash and cash equivalents and restricted cash at end of period	$ 1,188.6	$ 987.9	$ 705.8	$ 654.4	$ 654.4

Our net cash provided by (used in) operating activities improved by $341.5 million during the three months ended March 31, 2022 compared to the three months ended December 31, 2021, $218.4 million during the three months ended June 30, 2022 compared to the three months ended March 31, 2022, deteriorated by $(147.0) million during the three months ended September 30, 2022 compared to the three months ended June 30, 2022, and improved by $190.3 million during the three months ended December 31, 2022 compared to September 30, 2022. The improvement is primarily attributable to working capital changes, partially offset by an increased net loss during the three months ended December 31, 2022. We also continue to repay rent amounts that were deferred during the pandemic, which increases its cash outflows from operating activities. See Note 3—Leases in the Notes to the Consolidated Financial Statements under Part II, Item 8 in this Form 10-K for a summary of estimated future repayment terms for the remaining $157.2 million of rentals that were deferred during the COVID-19 pandemic.

Our net cash provided by (used in) investing activities included:

- $34.8 million of capital expenditures and $27.9 million of investments in non-consolidated entities, partially offset from the disposition of long-term assets of $7.2 million during the three months ended March 31, 2022;
- $40.4 million of capital expenditures, $17.8 million for the acquisition of theatres, partially offset by proceeds of $11.4 million from the sale of securities in conjunction with the liquidation of a non-qualified deferred compensation plan during the three months ended June 30, 2022;
- $54.5 million of capital expenditures, partially offset by of proceeds from disposition of long-term assets of $3.6 million during the three months ended September 30, 2022; and
- $72.3 million of capital expenditures, partially offset by $0.5 million of proceeds from disposition of long-term assets and $1.5 million of proceeds from the sale of NCM shares during the three months ended December 31, 2022.

Our net cash provided by (used in) financing activities included:

- $955.7 million of principal and premium payments, $52.2 million of taxes paid for restricted unit withholdings, and $17.7 million of cash used to pay for deferred financing costs, partially offset by proceeds from the Company's debt issuance of $950.0 million, during the three months ended March 31, 2022;
- $57.9 million of principal and premium payments, $1.8 million of cash used to pay for deferred financing costs, and $0.7 million of AMC Preferred Equity Unit issuance costs during the three months ended June 30, 2022;

20230920023314

- $7.4 million of principal payments and $0.5 million of cash used to pay deferred financing costs, partially offset by $8.5 million of net proceeds from AMC Preferred Equity Units issuance during the three months ended September 30, 2022; and
- $529.5 million of principal and premium payments and $6.9 million of cash used to pay for deferred financing costs, partially offset by proceeds from the Company's debt issuance of $368.0 million and $212.6 million of net proceeds from AMC Preferred Equity Units issuances during the three months ended December 31, 2022;

The table below summarizes net increase (decrease) in cash and cash equivalents and restricted cash by quarter for the year ended December 31, 2021:

	Three Months Ended				Year Ended
(In millions)	March 31, 2021	June 30, 2021	September 30, 2021	December 31, 2021	December 31, 2021
Cash flows from operating activities:					
Net cash provided by (used in) operating activities	$ (312.9)	$ (233.8)	$ (113.9)	$ 46.5	$ (614.1)
Cash flows from investing activities:					
Net cash provided by (used in) investing activities	(16.0)	13.5	(28.8)	(36.9)	(68.2)
Cash flows from financing activities:					
Net cash provided by (used in) financing activities	854.7	1,212.2	(48.3)	(27.9)	1,990.7
Effect of exchange rate changes on cash and cash equivalents and restricted cash	(5.1)	5.6	(8.4)	(1.6)	(9.5)
Net increase (decrease) in cash and cash equivalents and restricted cash	520.7	997.5	(199.4)	(19.9)	1,298.9
Cash and cash equivalents and restricted cash at beginning of period	321.4	842.1	1,839.6	1,640.2	321.4
Cash and cash equivalents and restricted cash at end of period	$ 842.1	$ 1,839.6	$ 1,640.2	$ 1,620.3	$ 1,620.3

Our net cash used in operating activities improved by $79.1 million during the three months ended June 30, 2021 compared to the three months ended March 31, 2021, $119.9 million during the three months ended September 30, 2021 compared to the three months ended June 30, 2021, and $160.4 million during the three months ended December 31, 2021 compared to the three months ended September 30, 2021. This is primarily attributable to continued increases in attendance and industry box office revenues during the year ended December 31, 2021.

We believe our existing cash and cash equivalents, together with cash generated from operations, will be sufficient to fund our operations, satisfy our obligations, including cash outflows to repay rent amounts that were deferred during the COVID-19 pandemic and planned capital expenditures, and comply with minimum liquidity and financial covenant requirements under our debt covenants related to borrowings pursuant to the Senior Secured Revolving Credit Facility for at least the next twelve months. In order to achieve net positive operating cash flows and long-term profitability, we believe that operating revenues will need to increase significantly from 2021 and 2022 levels to levels in line with pre-COVID-19 operating revenues. We believe the anticipated volume of titles available for theatrical release, and the anticipated broad appeal of many of those titles will support increased operating revenues and attendance levels. We believe that recent operating revenues and attendance levels are positive signs of continued demand for the moviegoing experience. Total revenues for the years ended December 31, 2022, 2021, and 2020 were $3.9 billion, $2.5 billion, and $1.2 billion respectively, compared to $5.5 billion for the year ended December 31, 2019. For the years ended December 31, 2022, 2021, and 2020 attendance was 201.0 million patrons, 128.5 million patrons, and 75.2 million patrons, respectively, compared to 356.4 million patrons for the year ended December 31, 2019. Moreover, it is difficult to predict future operating revenues and attendance levels and there remain significant risks that may negatively impact operating revenues and attendance, including movie studios release schedules, the production and theatrical release of fewer films compared to levels before the onset of the COVID-19 pandemic, and direct to streaming or other changing movie studio practices.

20230927002315

We currently estimate that our existing cash and cash equivalents will be sufficient to comply with minimum liquidity and financial covenant requirements under our debt covenants related to borrowings pursuant to the Senior Secured Revolving Credit Facility, currently and through the next twelve months. Pursuant to the Twelfth Amendment, the requisite revolving lenders party thereto agreed to extend the suspension period for the financial covenant applicable to the Senior Secured Revolving Credit Facility under the Credit Agreement through March 31, 2024. The current maturity date of the Senior Secured Revolving Credit Facility is April 22, 2024; since the financial covenant applicable to the Senior Secured Revolving Credit Facility is tested as of the last day of any fiscal quarter for which financial statements have been (or were required to have been) delivered, the financial covenant has been effectively suspended through maturity of the Senior Secured Revolving Credit Facility. As of December 31, 2022 we were subject to a minimum liquidity requirement of $100 million as a condition to the financial covenant suspension period under the Credit Agreement.

The 11.25% Odeon Term Loan due 2023 ("Odeon Term Loan Facility") was to mature on August 19, 2023 during the third fiscal quarter of the Company's next calendar year. On October 20, 2022 we completely repaid the Odeon Term Loan Facility using existing cash and $363.0 million net proceeds from the issuance of Odeon Notes due 2027.

We or our affiliates actively seek and expect, at any time and from time to time, to continue to seek to retire or purchase our outstanding debt through cash purchases and/or exchanges for equity (including AMC Preferred Equity Units) or debt, in open-market purchases, privately negotiated transactions or otherwise. Such repurchases or exchanges, if any will be upon such terms and at such prices as we may determine, and will depend on prevailing market conditions, our liquidity requirements, contractual restrictions and other factors. The amounts involved may be material and to the extent equity is used, dilutive. During the year ended December 31, 2022, we repurchased $118.3 million aggregate principal of the Second Lien Notes due 2026 for $68.3 million and recorded a gain on extinguishment of $75.0 million in other expense (income). These 2022 repurchases included a purchase of $15.0 million aggregate principal of the Second Lien Notes due 2026 from Antara, which subsequently became a related party on February 7, 2023, for $5.9 million and a gain on extinguishment of $12.0 million. Additionally, we repurchased $5.3 million aggregate principal of the Senior Subordinated Notes due 2027 for $1.6 million and recorded a gain on extinguishment of $3.7 million in other expense (income). Accrued interest of $4.5 million was paid in connection with the repurchases. See Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof, for more information.

We received rent concessions provide by the lessors that aided in mitigating the economic effects of COVID-19 during the pandemic. These concessions primarily consisted of rent abatements and the deferral of rent payments. As a result, deferred lease amounts were approximately $157.2 million as of December 31, 2022. Including repayments of deferred lease amounts, our cash expenditures for rent increased significantly during the year ended December 31, 2022 compared to December 31, 2021. See Note 3—Leases in the Notes to the Consolidated Financial Statements under Part II, Item 8 in this Form 10-K for a summary of the estimated future repayment terms for the deferred lease amounts due to COVID-19, and also a summary of the estimated future repayment terms for the minimum operating lease and finance lease amounts.

It is very difficult to estimate our liquidity requirements, future cash burn rates, future operating revenues and attendance levels. Depending on our assumptions regarding the timing and ability to achieve significantly increased levels of operating revenue, the estimates of amounts of required liquidity vary significantly. In order to achieve net positive operating cash flows and long-term profitability, we believe that operating revenues will need to increase significantly to levels in line with pre-COVID-19 operating revenues. Our current cash burn rates are not sustainable. Further, we cannot accurately predict what future changes may occur to the supply or release date of movie titles available for theatrical exhibition once moviegoers are prepared to return in large numbers. Nor can we know with certainty the impact on consumer movie-going behavior of studios who release movies to theatrical exhibition and their streaming platforms on the same date, or the potential attendance impact of other studio decisions to accelerate in-home availability of their theatrical movies. Studio negotiations regarding evolving theatrical release models and film licensing terms are ongoing. There can be no assurance that the operating revenues, attendance levels, and other assumptions used to estimate our liquidity requirements and future cash burn rates will be correct, and our ability to be predictive is uncertain due to limited ability to predict studio film release dates and success of individual titles. Further, there can be no assurances that we will be successful in generating the additional liquidity necessary to meet our obligations beyond twelve months from the issuance of these financial statements on terms acceptable to us or at all. If we are unable to maintain or renegotiate our minimum liquidity covenant requirements, it could have a significant adverse effect on our business, financial condition and operating results.

20230920023316

Cash Flows from Operating Activities

Net cash used in operating activities, as reflected in the consolidated statements of cash flows, were $628.5 million and $614.1 million during the years ended December 31, 2022 and December 31, 2021, respectively. The increase in cash used in operating activities was primarily due to increased deferred rent payments and increases in working capital used, partially offset by an increase in attendance, which resulted in improved operating results during the year ended December 31, 2022. See Note 3—Leases in the Notes to the Consolidated Financial Statements in Item 8 of Part II in this Form 10-K for a summary of the estimated future repayment terms for the remaining $157.2 million of rentals that were deferred during the COVID-19 pandemic.

Cash Flows from Investing Activities

Net cash used in investing activities, as reflected in the consolidated statements of cash flows, were $224.0 million and $68.2 million during the years ended December 31, 2022 and December 31, 2021, respectively. Cash outflows from investing activities for capital expenditures during the years ended December 31, 2022 and December 31, 2021 were $202.0 million and $92.4 million, respectively.

During the year ended December 31, 2022, cash flows used in investing activities included investment in Hycroft common stock for $25.0 million, investment in Hycroft warrants for $2.9 million, acquisition of theatre assets for $17.8 million, partially offset by proceeds from the disposition of long-term assets of $11.3 million and proceeds of $13.0 million from the sale of securities in conjunction with the liquidation of a non-qualified deferred compensation plan.

During the year ended December 31, 2021, cash flows used in investing activities included proceeds from the disposition of Baltics of $34.2 million, primarily related to the sale of our remaining equity interest in Estonia of $3.7 million and Lithuania of $30.5 million and proceeds received from the disposition of long-term assets of $7.9 million primarily related to four properties. During the year ended December 31, 2021, we made an additional investment of $9.3 million in Saudi Cinema Company LLC and acquired theatre assets of $8.2 million related to two theatres.

We fund the costs of constructing, maintaining and remodeling our theatres through existing cash balances, cash generated from operations, landlord contributions, or borrowed funds, as necessary. We generally lease our theatres pursuant to long-term, non-cancelable operating leases which may require the developer, who owns the property, to reimburse us for the construction costs. We estimate that our cash outflows for capital expenditures, net of landlord contributions, will be approximately $150 million to $200 million for the year ending December 31, 2023 to maintain and enhance operations.

Cash Flows from Financing Activities

Net cash (used in) provided by financing activities, as reflected in the consolidated statements of cash flows, were $(91.3) million and $1,990.7 million, during the years ended December 31, 2022 and December 31, 2021, respectively. The increase in cash flows used in financing activities during the year ended December 31, 2022 compared to December 31, 2021 was primarily due to principal and premium payments under the First Lien Notes due 2025 of $534.5 million, principal and premium payments under the First Lien Notes due 2026 of $325.6 million, principal and premium payments under the First Lien Toggle Notes due 2026 of $88.1 million, taxes for restricted unit withholdings of $52.3 million, repurchase of Second Lien Notes due 2026 of $68.3 million, and cash used to pay for deferred financing costs of $26.1 million, partially offset by the issuance of the First Lien Notes due 2029 of $950.0 million, issuance of the Odeon Senior Secured Notes due 2027 of $368.0 million, and net proceeds from AMC Preferred Equity Unit share issuances of $220.4 million. See Note 8—Corporate Borrowings and Finance Lease Liabilities and Note 9—Stockholders' Equity in the Notes to the Consolidated Financial Statements in Item 8 of Part II of this Form 10-K for further information, including a summary of principal payments required and maturities of corporate borrowings as of December 31, 2022.

During the year ended December 31, 2021, borrowings under the Odeon Term Loan Facility of $534.3 million, borrowings under the issuance of First Lien Toggle Notes due 2026 of $100.0 million, net proceeds from the sale of Common Stock of $1,570.7 million, and net proceeds from Common Stock issuance to Mudrick of $230.4 million, partially offset by the repayments under the revolving credit facilities of $335.0 million, principal and redemption premium under the First Lien Toggle Notes due 2026 of $40.3 million, payment for deferred financing costs of $19.9

20230209003171

million, payment of $19.1 million of taxes for restricted unit withholdings, and principal payments under the Term Loan due 2026 of $20.0 million.

Dividends. The following is a summary of dividends and dividend equivalents declared to stockholders:

Declaration Date	Record Date	Date Paid	Amount per Share of Common Stock	Amount per Share of AMC Preferred Equity Units	Total Amount Declared (In millions)
February 26, 2020	March 9, 2020	March 23, 2020	$ 0.015	$ 0.015	$ 3.2

During the year ended December 31, 2020, we paid dividends and dividend equivalents of $6.5 million. As of December 31, 2022 and December 31, 2021, we accrued $0.0 million and $0.7 million, respectively, for the remaining unpaid dividends.

Future Contractual Obligations

Our estimated future obligations as of December 31, 2022 include both current and long term obligations. Our expected material contractual cash requirements over the next twelve months, primarily consist of capital related betterments of $45.6 million, minimum operating lease obligations of $973.2 million, finance lease obligations of $9.1 million, contractual cash rent amounts that were due and not paid of $24.9 million recorded in accounts payable, and corporate borrowings principal and interest payments of $20.0 million and $417.6 million, respectively.

Capital related betterments. At December 31, 2022, we have short-term committed capital expenditures, investments, and betterments to our circuit, which do not include planned, but non-committed capital expenditures of $45.6 million.

Pension funding. Our U.S., U.K., and Sweden defined benefit plans are frozen. We fund our U.S. pension plans such that the plans are in compliance with Employee Retirement Income Security Act ("ERISA") and the plans are not considered "at risk" as defined by ERISA guidelines. We do not expect to make a material contribution to the defined pension plans during the year ended December 31, 2023.

Obligation for unrecognized tax benefits. As of December 31, 2022, our recorded obligation for unrecognized tax benefits is $7.4 million. There are currently no unrecognized tax benefits which we anticipate will be resolved in the next twelve months. See Note 10—Income Taxes in the Notes to Consolidated Financial Statements under Part II, Item 8 thereof for further information.

Minimum operating lease and finance lease payments. We have current and long-term minimum cash requirements for operating lease payments of $973.2 million and $6,426.3 million, respectively. We have current and long-term minimum cash requirements for finance lease payments of $9.1 million and $81.5 million, respectively. The total amounts do not equal the carrying amount due to imputed interest. We received rent concessions provided by the lessors that aided in mitigating the economic effects of COVID-19 during the pandemic. These concessions primarily consisted of rent abatements and the deferral of rent payments and were included in the amounts above, except for contractual cash rent amounts recorded in accounts payable that were due and not paid of $24.9 million. Our cash expenditures for rent increased significantly in the second, third, and fourth quarters of 2021 and all of 2022 as previously deferred rent payments and landlord concessions started to become current obligations. See Note 3—Leases in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof, for a summary of the estimated future repayment terms for the minimum operating lease and finance lease amounts, including the deferred lease amounts due to COVID-19.

Corporate borrowings principal and interest payments. We have current and long-term cash requirements for the payment of principal related to corporate borrowings of $20.0 million and $4,929.0 million, respectively. The total amount does not equal the carrying amount due to unamortized discounts, premiums and deferred charges. We have current and long-term cash interest payment requirements related to our corporate borrowings of $417.6 million and $1,262.8 million, respectively. The cash interest payment requirements for our Senior Secured Term Loans due 2026 was estimated at 7.3% based on the interest rate in effect as of December 31, 2022. See Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof, for further information, including a summary of principal payments required and maturities of corporate borrowings as of December 31, 2022.

20230920002318

Senior Secured Credit Facilities (Senior Secured Revolving Credit Facility and Senior Secured Term Loan due 2026). On March 8, 2021, we entered into the Ninth Amendment, pursuant to which the requisite revolving lenders party thereto agreed to extend the suspension period for the financial covenant applicable to the Senior Secured Revolving Credit Facility under our Credit Agreement from a period ending on March 31, 2021 to a period ending on March 31, 2022, which was further extended by the Eleventh Amendment and the Twelfth Amendment from March 31, 2022 to March 31, 2023, and then from March 31, 2023 to March 31, 2024, respectively, in each case, as described, and on the terms and conditions specified, therein. On March 8, 2021, we entered into the Tenth Amendment (as defined in Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof), pursuant to which we agreed that certain modifications to the Credit Agreement described in the Tenth Amendment require the consent of the majority of the revolving lenders party to the Tenth Amendment.

The Senior Secured Term Loan bears interest at a rate per annum equal to, at our option, either (1) an applicable margin plus a base rate determined by reference to the highest of (a) 0.50% per annum plus the Federal Funds Effective Rate, (b) the prime rate announced by the Administrative Agent and (c) LIBOR determined by reference to the cost of funds for U.S. dollar deposits for an interest period of one month adjusted for certain additional costs, plus 1.00% or (2) an applicable margin plus LIBOR determined by reference to the costs of funds for U.S. dollar deposits for the interest period relevant to such borrowing adjusted for certain additional costs. As of December 31, 2022, the Senior Secured Term Loan had an outstanding principal balance of $1,925.0 million. As of December 31, 2022, we had $211.2 million of unused borrowing capacity, net of letters of credit, under our $225.0 million Senior Secured Revolving Credit Facility.

Odeon Senior Secured Notes due 2027. On October 20, 2022, Odeon Finco PLC, a direct subsidiary of Odeon Cinemas Group Limited ("OCGL") and an indirect subsidiary of the Company issued $400.0 million aggregate principal amount of its 12.75% Odeon Senior Secured Notes due 2027 ("Odeon Notes due 2027"), at an issue price of 92.00%. The Odeon Notes due 2027 bear a cash interest rate of 12.75% per annum and will be payable semi-annually in arrears on May 1 and November 1, beginning on May 1, 2023. The Odeon Notes due 2027 are guaranteed on a senior secured basis by certain subsidiaries of Odeon and by Holdings on a standalone and unsecured basis. The Odeon Notes due 2027 contain covenants that limit Odeon and certain subsidiaries' ability to, among other things: (i) incur additional indebtedness or guarantee indebtedness; (ii) create liens; (iii) declare or pay dividends, redeem stock or make other distributions to stockholders; (iv) make investments; (v) enter into transactions with affiliates; (vi) consolidate, merge, sell or otherwise dispose of all or substantially all of their respective assets; and (vii) impair the security interest in the collateral. These covenants are subject to a number of important limitations and exceptions. We used the $363.0 million net proceeds from the Odeon Notes due 2027 and $146.7 million of existing cash to fund the payment in full of the £147.6 million and €312.2 million ($167.7 million and $308.9 million, respectively using October 20, 2022 exchange rates) aggregate principal amounts of the Odeon Term Loan Facility and to pay related accrued interest, fees, costs, premiums and expenses. We recorded a loss on debt extinguishment related to this transaction of $36.5 million in other expense during the year ended December 31, 2022.

Prior to November 1, 2024, up to 35% of the original aggregate principal amount of the Odeon Notes due 2027 may be redeemed at a price of 112.75% of the principal thereof with the net proceeds of one or more certain equity offerings provided that the redemption occurs with 120 days after the closing of such equity offerings. On or after November 1, 2024, the Odeon Notes due 2027 will be redeemable, in whole or in part, at redemption prices equal to (i) 106.375% for the twelve-month period beginning on November 1, 2024; (ii) 103.188% for the twelve-month period beginning on November 1, 2025 and (iii) 100.000% at any time thereafter, plus accrued and unpaid interest, if any. If we or our restricted subsidiaries sell assets under certain circumstances, we will be required to use the net proceeds to repay the Odeon Notes due 2027, or any additional First Lien Obligations at a price no less than 100% of the issue price of the Odeon Notes due 2027, plus accrued and unpaid interest, if any. Upon a Change of Control (as defined in the indenture governing the Odeon Notes due 2027), we must offer to purchase the Odeon Notes due 2027 at a purchase price equal to 101% of the principal amount, plus accrued and unpaid interest, if any. On December 14, 2022, the Odeon Notes due 2027 were admitted to the official list of The International Stock Exchange ("TISE"). The Odeon Notes due 2027 will automatically delist from TISE on the business day following the maturity date of November 1, 2027, unless adequate notice is given together with supporting documents setting out any changes to the date of maturity or confirmation that the Odeon Notes due 2027 have not been fully repaid.

First Lien Toggle Notes due 2026. On January 15, 2021, we issued $100.0 million aggregate principal amount of our First Lien Toggle Notes due 2026 as contemplated by the previously disclosed commitment letter with Mudrick Capital Management, LP ("Mudrick"), dated as of December 10, 2020. The First Lien Toggle Notes due 2026 were issued pursuant to an indenture dated as of January 15, 2021 among us, the guarantors named therein and the U.S. Bank National Association, as trustee and collateral agent. On September 30, 2021, we exercised an option to repurchase

0001230902-23-000219

$35.0 million of our First Lien Toggle Notes due 2026. The total cost to exercise this repurchase option was $40.3 million, including principal, redemption premium and accrued and unpaid interest. During the year ended December 31, 2021, we recorded loss on debt extinguishment of $14.4 million in other expense. As a result of this debt reduction, our annual interest cost has been reduced by $5.25 million. The First Lien Toggle Notes due 2026 bear cash interest at a rate of 15% per annum payable semi-annually in arrears on January 15 and July 15, beginning on July 15, 2021. Interest for the first three interest periods after the issue date may, at our option, be paid in PIK interest at a rate of 17% per annum, and thereafter interest shall be payable solely in cash. The First Lien Toggle Notes due 2026 will mature on April 24, 2026. The indenture provides that the First Lien Toggle Notes due 2026 are general senior secured obligations of the Company and are secured on a pari passu basis with the Senior Secured Credit Facilities, the First Lien Notes due 2026, the First Lien Notes due 2025, and the Convertible Notes due 2026.

On December 14, 2020, Mudrick received a total of 21,978,022 AMC Preferred Equity Units and 21,978,022 shares of our Common Stock; of which 8,241,758 shares ("Commitment Shares") relates to consideration received for a commitment fee and 13,736,264 shares ("Exchange shares") as consideration received for the second lien exchange. Mudrick exchange $100 million aggregate principal amount of the Second Lien Notes due 2026 that were held by Mudrick for the Exchange Shares (the "Second Lien Exchange") and waived its claim to PIK interest of $4.5 million principal amount. During the year ended December 31, 2021, we reclassified the prepaid commitment fee and deferred charges of $28.6 million to corporate borrowings from other long-term assets for the Commitment Shares and deferred charges. The prepaid commitment fee was recorded as a discount and, together with deferred charges, will be amortized to interest expense over the term of the First Lien Toggle Notes due 2026 using the effective interest method. During the year ended December 31, 2020, we recorded a gain on extinguishment of the Second Lien Notes due 2026 of $93.6 million based on the fair value of the Exchange Shares of $43.8 million and the carrying value of the $104.5 million principal amount of the Second Lien Notes exchanged of $137.4 million.

Convertible Notes. On January 27, 2021, affiliates of Silver Lake and certain co-investors (collectively, the "Noteholders") elected to convert (the "Conversion") all $600.0 million principal amount of our Convertible Notes due 2026 into shares of our Common Stock at a conversion price of $6.76 per share. The Conversion settled on January 29, 2021 and resulted in the issuance of 44,422,860 shares of our Common Stock and 44,422,860 AMC Preferred Equity Units to the Noteholders. The Conversion reduced our first-lien indebtedness by $600.0 million. Pursuant to the Stock Repurchase and cancellation agreement with Dalian Wanda Group Co., Ltd. ("Wanda") dated as of September 14, 2018, 5,666,000 shares of our Class B common stock and 5,666,000 AMC Preferred Equity Units held by Wanda were forfeited and cancelled in connection with the Conversion.

Convertible Notes. On April 24, 2020, we entered into a supplemental indenture (the "Supplemental Indenture") to the Convertible Notes due 2024 indenture, dated as of September 14, 2018. The Supplemental Indenture amended the debt covenant under the Convertible Notes due 2024 Indenture to permit us to issue the First Lien Notes due 2025, among other changes.

Concurrently with the Exchange Offers, to obtain the consent of the holders of the Convertible Notes due 2024, we restructured $600 million of Convertible Notes due 2024 issued in 2018 to Silver Lake and others pursuant to which the maturity of the Convertible Notes due 2024 were extended to May 1, 2026 (the "Convertible Notes due 2026") and a first-priority lien on the collateral securing our Senior Secured Credit Facilities was granted to secure indebtedness thereunder. We accounted for this transaction as a modification of debt as the lenders did not grant a concession and the difference between the present value of the old and new cash flows was less than 10%. The modification did not result in the recognition of any gain or loss and we established new effective interest rates based on the carrying value of the Convertible Notes due 2024. Third party costs related to the transaction were expensed as incurred and amounts paid to lenders were capitalized and amortized through maturity of the debt.

As noted above, on January 27, 2021, affiliates of Silver Lake and certain co-investors elected to convert all $600.0 million principal amount of our Convertible Notes due 2026 into shares of our Common Stock at a conversion price of $6.76 per share.

First Lien Notes due 2029. On February 14, 2022, we issued $950.0 million aggregate principal amount of our 7.5% First Lien Senior Secured Notes due 2029 ("First Lien Notes due 2029"), pursuant to an indenture, dated February 14, 2022, among the Company, the guarantors named therein and U.S. Bank Trust Company, National Association, as trustee and collateral agent. We used the net proceeds from the sale of the notes, and cash on hand, to fund the full redemption of the then outstanding $500.0 million aggregate principal amount of our 10.5% First Lien Notes due 2025, the then outstanding $300.0 million aggregate principal amount of our 10.5% First Lien Notes due 2026 and to pay

20230920002320

related accrued interest, fees, costs, premiums and expenses. We recorded a loss on debt extinguishment related to this transaction of $135.0 million in other expense, during the year ended December 31, 2022. The First Lien Notes due 2029 bear cash interest at a rate of 7.5% per annum payable semi-annually in arrears on February and August 15, beginning on August 15, 2022. The First Lien Notes due 2029 will mature on February 15, 2029. The First Lien Notes due 2029 are general senior secured obligations of the Company and are secured on a pari passu basis with the Senior Secured Credit Facilities.

The First Lien Notes due 2029 bear cash interest at a rate of 7.5% per annum payable semi-annually in arrears on February 15 and August 15, beginning on August 15, 2022. The First Lien Notes due 2029 have not been registered under the Securities Act of 1933, as amended, and will mature on February 15, 2029. We may redeem some or all of the First Lien Notes due 2029 at any time on or after February 15, 2025, at the redemption prices equal to (i) 103.750% for the twelve-month period beginning on February 15, 2025; (ii) 101.875% for the twelve-month period beginning on February 15, 2026, and (iii) 100.0% at any time thereafter, plus accrued and unpaid interest. In addition, we may redeem up to 107.5% of the aggregate principal amount and accrued and unpaid interest to, but not including the date of redemption. We may redeem some or all of the First Lien Notes due 2029 at any time prior to February 15, 2025 at a redemption price equal to 100% of the aggregate principal amount and accrued and unpaid interest to, but not including, the date of redemption, plus an applicable make-whole premium. Upon a Change of Control (as defined in the indenture governing the First Lien Notes due 2029), we must offer to purchase the First Lien Notes due 2029 at a purchase price equal to 101% of the principal amounts, plus accrued and unpaid interest.

The First Lien Notes due 2029 are general senior secured obligations and are fully and unconditionally guaranteed on a joint and several senior secured basis by all of the Company's existing and future subsidiaries that guarantee the Company's other indebtedness, including the Company's Senior Secured Credit Facilities. The First Lien Notes due 2029 are secured, on a pari passu basis with the Senior Secured Credit Facilities, on a first-priority basis by substantially all of the tangible and intangible assets owned by the Company and guarantors that secure obligations under the Senior Secured Credit Facilities including pledges of capital stock of certain of the Company's and the guarantor's wholly-owned material subsidiaries (but limited to 65% of the voting stock of any foreign subsidiary), subject to certain thresholds, exceptions and permitted liens.

See Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof, for further information regarding the above.

Equity Distribution Agreement. On September 26, 2022, we entered into an equity distribution agreement with Citigroup Global Markets Inc., as a sales agent, to sell up to 425.0 million shares of the Company's AMC Preferred Equity Units, from time to time, through an "at-the-market" offering program. Subject to the terms and conditions of the equity distribution agreement, the sales agent will use reasonable efforts consistent with their normal trading and sales practices, applicable law and regulations, and the rules of the NYSE to sell the AMC Preferred Equity Units from time to time based upon our instructions for the sales, including any price, time or size limits specified by us. We intend to use the net proceeds, from the sale of AMC Preferred Equity Units pursuant to the equity distribution agreement to repay, refinance, redeem or repurchase the Company's existing indebtedness (including expenses, accrued interest and premium, if any) and otherwise for general corporate purposes.

During the year ended December 31, 2022, we raised gross proceeds of approximately $228.8 million and paid fees to the Sales Agent and incurred other third-party issuance costs of approximately $5.7 million and $5.5 million, respectively through the at-the-market offering of approximately 207.7 million shares of AMC Preferred Equity Units. See Note 16—Subsequent Events for further information regarding at-the-market offerings.

Liquidity and Capital Resources—For the Year Ended December 31, 2021, Compared to the Year Ended December 31, 2020

For a comparison of our liquidity and capital resources for the year ended December 31, 2021, compared to the year ended December 31, 2020, see "Part II, Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations" of our annual report on Form 10-K for the year ended December 31, 2021, filed with the Securities and Exchange Commission on March 1, 2022, which is incorporated herein by reference.

New Accounting Pronouncements

See Note 1—The Company and Significant Accounting Policies in Notes to the Consolidated Financial Statements under Part II, Item 8 thereof for information regarding recently issued accounting standards.

20230920002321

Item 7A. Quantitative and Qualitative Disclosures about Market Risk.

In the ordinary course of business, our financial results are exposed to fluctuations in interest rates and foreign currency exchange rates. In accordance with applicable guidance, we presented a sensitivity analysis showing the potential impact to net income of changes in interest rates and foreign currency exchange rates. For the years ended December 31, 2022 and December 31, 2021, our analysis utilized a hypothetical 100 basis-point increase or decrease to the average interest rate on our variable rate debt instruments to illustrate the potential impact to interest expense of changes in interest rates. For the years ended December 31, 2022 and December 31, 2021, our analysis utilized a hypothetical 100 basis-point increase or decrease to market interest rates on our fixed rate debt instruments to illustrate the potential impact to fair value of changes in interest rates.

Similarly, for the same period, our analysis used a uniform and hypothetical 10% strengthening of the U.S. dollar versus the average exchange rates of applicable currencies to depict the potential impact to net income of changes in foreign exchange rates. These market risk instruments and the potential impacts to the consolidated statements of operations as presented below.

Market risk on variable-rate financial instruments. At December 31, 2022 and December 31, 2021, we maintained Senior Secured Credit Facilities comprised of a $225.0 million revolving credit facility and $2,000.0 million of term loans. The Credit Agreement (which governs the Senior Secured Credit Facilities) provides for borrowings at a rate per annum equal to, at our option, either (1) a base rate determined by reference to the highest of (a) 0.50% per annum plus the Federal Funds Effective Rate, and (b) the prime rate announced by the Administrative Agent or (2) LIBOR plus (x) in the case of the Senior Secured Term Loans, 2.0% for base rate loans or 3.0% for LIBOR loans or (y) in the case of the Senior Secured Revolving Credit Facility, an applicable margin based on the Secured Leverage Ratio (defined in the Credit Agreement). The rate in effect for the outstanding Senior Secured Term Loan due 2026 was 7.274% per annum at December 31, 2022 and 3.103% per annum at December 31, 2021.

Increases in market interest rates would cause interest expense to increase and earnings before income taxes to decrease. The change in interest expense and earnings before income taxes would be dependent upon the weighted average outstanding borrowings during the reporting period following an increase in market interest rates. At December 31, 2022, we had no variable-rate borrowings outstanding under our Senior Secured Revolving Credit Facilities and had an aggregate principal balance of $1,925.0 million outstanding under the Senior Secured Term Loan due 2026. A 100-basis point change in market interest rates would have increased or decreased interest expense on the Senior Secured Credit Facilities by $19.3 million during the year ended December 31, 2022.

At December 31, 2021, we had no variable-rate borrowings outstanding under our Senior Secured Revolving Credit Facilities and had an aggregate principal balance of $1,945.0 million outstanding under the Senior Secured Term Loan due 2026. A 100-basis point change in market interest rates would have increased or decreased interest expense on the Senior Secured Credit Facilities by $19.5 million during the year ended December 31, 2021.

Market risk on fixed-rate financial instruments. Included in long-term corporate borrowings at December 31, 2022 were principal amounts of $950.0 million of our First Lien Notes due 2029, $1,389.8 million of our Second Lien Notes due 2026, $400.0 million of our Odeon Notes due 2027, $98.3 million of our Notes due 2025, $55.6 million of our Notes due 2026, $125.5 million of our Notes due 2027, and £4.0 million ($4.8 million) of our Sterling Notes due 2024. A 100-basis point change in market interest rates would have caused an increase or (decrease) in the fair value of our fixed rate financial instruments of approximately $47.5 million and $(45.4) million, respectively, during the year ended December 31, 2022.

Included in long-term corporate borrowings at December 31, 2021 were principal amounts of $500.0 million of our First Lien Notes due 2025, $1,508.0 million of our Second Lien Notes due 2026, $300.0 million of our First Lien Notes due 2026, $73.5 million of our First Lien Toggle Notes due 2026, $552.6 million of our Odeon Term Loan Facility due 2023, $98.3 million of our Notes due 2025, $55.6 million of our Notes due 2026, $130.7 million of our Notes due 2027, and £4.0 million ($5.4 million) of our Sterling Notes due 2024. A 100-basis point change in market interest rates would have caused an increase or (decrease) in the fair value of our fixed rate financial instruments of approximately $99.1 million and $(95.2) million, respectively, during the year ended December 31, 2021.

Foreign Currency Exchange Rate Risk. We are also exposed to market risk arising from changes in foreign currency exchange rates arising from our International markets operations. International markets revenues and operating

20230920023322

expenses are transacted in British Pounds, Euros, Swedish Krona and Norwegian Krone. U.S. GAAP requires that our subsidiaries use the currency of the primary economic environment in which they operate as their functional currency. If any international subsidiary operates in a highly inflationary economy, U.S. GAAP requires that the U.S. dollar be used as the functional currency. Currency fluctuations in the countries in which we operate result in us reporting exchange gains (losses) or foreign currency translation adjustments. Based upon the functional currencies in the International markets as of December 31, 2022, holding everything else constant, a hypothetical 10% strengthening of the U.S. dollar versus the average exchange rates of applicable currencies to depict the potential impact to net income (loss) of changes in foreign exchange rates would decrease the aggregate net loss of our International theatres for the year ended December 31, 2022 by approximately $26.2 million. Based upon the functional currencies in the International markets as of December 31, 2021, holding everything else constant, a hypothetical 10% strengthening of the U.S. dollar versus the average exchange rates of applicable currencies to depict the potential impact to net income (loss) of changes in foreign exchange rates would decrease the aggregate net loss of our International theatres for the year ended December 31, 2021 by approximately $22.0 million.

Our foreign currency translation rates decreased by approximately 11.0% for the year ended December 31, 2022 compared to the year ended December 31, 2021.

20230920002323

Item 8. Financial Statements and Supplementary Data.

MANAGEMENT'S ANNUAL REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

AMC Entertainment Holdings, Inc.

TO THE STOCKHOLDERS OF AMC ENTERTAINMENT HOLDINGS, INC.

Management is responsible for establishing and maintaining adequate internal control over financial reporting for the Company as defined in Rule 13a-15(f) of the Exchange Act. With management's participation, an evaluation of the effectiveness of internal control over financial reporting was conducted as of December 31, 2022, based on the framework and criteria established in *Internal Control—Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on this evaluation, management has concluded that the Company's internal control over financial reporting was effective as of December 31, 2022. The effectiveness of our internal control over financial reporting has been audited by Ernst & Young LLP, an independent registered public accounting firm, as stated in their attestation report that follows this report.

/s/ ADAM M. ARON
Chairman of the Board, Chief Executive Officer and President

/s/ SEAN D. GOODMAN
Executive Vice President, International Operations, Chief Financial Officer and Treasurer

20230920023241

Report of Independent Registered Public Accounting Firm

To the Stockholders and the Board of Directors of AMC Entertainment Holdings, Inc.

Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of AMC Entertainment Holdings, Inc. (the Company) as of December 31, 2022 and 2021, the related consolidated statements of operations, comprehensive loss, stockholders' equity (deficit), and cash flows for each of the three years in the period ended December 31, 2022, and the related notes (collectively referred to as the "consolidated financial statements"). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company at December 31, 2022 and 2021, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2022, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 31, 2022, based on criteria established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) and our report dated February 28, 2023 expressed an unqualified opinion thereon.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matter

The critical audit matter communicated below is a matter arising from the current period audit of the financial statements that was communicated or required to be communicated to the audit committee and that: (1) relates to accounts or disclosures that are material to the financial statements and (2) involved our especially challenging, subjective or complex judgments. The communication of the critical audit matter does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the accounts or disclosures to which it relates.

Impairment of long-lived assets

Description of the Matter

At December 31, 2022, the Company recorded impairment charges related to long-lived assets of $73.4 million and $59.7 million on theatres in the US and International markets, respectively. As discussed in Note 1 to the consolidated financial statements, the Company evaluates its long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of the asset group may not be fully recoverable. Asset groups are evaluated for impairment on an individual theatre basis, which management believes is the lowest level for which there are identifiable cash flows. The Company estimates the future

20230602002325

undiscounted cash flows to be generated by the asset groups and compares those estimates to the carrying value of the related asset groups. If the carrying value exceeds the future undiscounted cash flows, the asset group may be impaired. If the asset group is determined to be impaired, the carrying value of the asset group is reduced to fair value as estimated by a discounted cash flow model, with the difference recorded as an impairment charge.

Auditing management's long-lived asset impairment analysis was highly judgmental due to the estimation required in determining the undiscounted cash flows and related fair values of an impaired asset group. In particular, the cash flows were sensitive to significant assumptions such as admissions revenue expectations, long term growth rates, and discount rates.

How We Addressed the Matter in Our Audit

We obtained an understanding, evaluated the design and tested the operating effectiveness of controls over the Company's assessment of the projected undiscounted cash flows to be generated by asset groups, and cash flows used to determine fair value for certain asset groups. This included internal controls over management's review of the significant assumptions underlying the undiscounted cash flow and fair value determination. We also tested management's controls to validate that the data used in the analysis was complete and accurate.

To test the significant assumptions described above, we performed audit procedures that included testing the significant assumptions discussed above and the underlying data used by the Company in the analysis. We compared the significant assumptions used by the Company to current industry and economic trends. We performed a sensitivity analysis of the impact of certain assumptions on the estimates and recalculated management's estimates. We also involved our valuation specialists to assist in our evaluation of the discount rate used in the fair value estimates.

/s/ Ernst & Young LLP
We have served as the Company's auditor since 2020
Kansas City, Missouri
February 28, 2023

20230920023326

Report of Independent Registered Public Accounting Firm

To the Stockholders and the Board of Directors of AMC Entertainment Holdings, Inc.

Opinion on Internal Control Over Financial Reporting

We have audited AMC Entertainment Holdings, Inc. internal control over financial reporting as of December 31, 2022, based on criteria established in Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) (the COSO criteria). In our opinion, AMC Entertainment Holdings, Inc. (the Company) maintained, in all material respects, effective internal control over financial reporting as of December 31, 2022, based on the COSO criteria.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated balance sheets of the Company as of December 31, 2022 and 2021, the related consolidated statements of operations, comprehensive loss, stockholders' equity (deficit), and cash flows for each of the three years in the period ended December 31, 2022 and our report dated February 28, 2023 expressed an unqualified opinion thereon.

Basis for Opinion

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting included in the accompanying Management's Annual Report on Internal Control over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects.

Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitations of Internal Control Over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ Ernst & Young LLP
Kansas City, Missouri
February 28, 2023

20230906002327

AMC ENTERTAINMENT HOLDINGS, INC.

CONSOLIDATED STATEMENTS OF OPERATIONS

(In millions, except share and per share amounts)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
Revenues			
Admissions	$ 2,201.4	$ 1,394.2	$ 712.1
Food and beverage	1,313.7	857.3	362.4
Other theatre	396.3	276.4	167.9
Total revenues	3,911.4	2,527.9	1,242.4
Operating costs and expenses			
Film exhibition costs	1,051.7	607.7	322.7
Food and beverage costs	228.6	137.9	88.8
Operating expense, excluding depreciation and amortization below	1,528.4	1,141.8	856.0
Rent	886.2	828.0	884.1
General and administrative:			
Merger, acquisition and other costs	2.1	13.7	24.6
Other, excluding depreciation and amortization below	207.6	226.6	156.7
Depreciation and amortization	396.0	425.0	498.3
Impairment of long-lived assets, definite and indefinite-lived intangible assets and goodwill	133.1	77.2	2,513.9
Operating costs and expenses	4,433.7	3,457.9	5,345.1
Operating loss	(522.3)	(930.0)	(4,102.7)
Other expense, net:			
Other expense (income)	53.6	(87.9)	28.9
Interest expense:			
Corporate borrowings	336.4	414.9	311.0
Finance lease obligations	4.1	5.2	5.9
Non-cash NCM exhibitor services agreement	38.2	38.0	40.0
Equity in loss (earnings) of non-consolidated entities	1.6	(11.0)	30.9
Investment expense (income)	14.9	(9.2)	10.1
Total other expense, net	448.8	350.0	426.8
Net loss before income taxes	(971.1)	(1,280.0)	(4,529.5)
Income tax provision (benefit)	2.5	(10.2)	59.9
Net loss	(973.6)	(1,269.8)	(4,589.4)
Less: Net loss attributable to noncontrolling interests	—	(0.7)	(0.3)
Net loss attributable to AMC Entertainment Holdings, Inc.	$ (973.6)	$ (1,269.1)	$ (4,589.1)
Net loss per share attributable to AMC Entertainment Holdings, Inc.'s common stockholders:			
Basic	$ (0.93)	$ (1.33)	$ (19.58)
Diluted	$ (0.93)	$ (1.33)	$ (19.58)
Average shares outstanding:			
Basic (in thousands)	1,047,689	954,820	234,424
Diluted (in thousands)	1,047,689	954,820	234,424

See Notes to Consolidated Financial Statements.

20230920002328

AMC ENTERTAINMENT HOLDINGS, INC.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS

(In millions)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
Net loss	$ (973.6)	$ (1,269.8)	$ (4,589.4)
Other comprehensive income (loss):			
Unrealized foreign currency translation adjustments	(59.8)	(78.9)	67.0
Realized loss on foreign currency transactions reclassified into investment expense (income), net of tax	—	(0.4)	1.9
Pension adjustments:			
Net gain (loss) arising during the period	10.6	12.3	(4.1)
Other comprehensive income (loss):	(49.2)	(67.0)	64.8
Total comprehensive loss	(1,022.8)	(1,336.8)	(4,524.6)
Comprehensive loss attributable to noncontrolling interests	—	(0.9)	(0.1)
Comprehensive loss attributable to AMC Entertainment Holdings, Inc.	$ (1,022.8)	$ (1,335.9)	$ (4,524.5)

See Notes to Consolidated Financial Statements.

0001564590230027602

AMC ENTERTAINMENT HOLDINGS, INC.

CONSOLIDATED BALANCE SHEETS

(In millions, except share data)	December 31, 2022	December 31, 2021
ASSETS		
Current assets:		
Cash and cash equivalents	$ 631.5	$ 1,592.5
Restricted cash	22.9	27.8
Receivables, net	166.6	168.5
Other current assets	81.1	81.5
Total current assets	902.1	1,870.3
Property, net	1,719.2	1,962.5
Operating lease right-of-use assets, net	3,802.9	4,155.9
Intangible assets, net	147.3	153.4
Goodwill	2,342.0	2,429.8
Deferred tax asset, net	—	0.6
Other long-term assets	222.1	249.0
Total assets	$ 9,135.6	$ 10,821.5
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities:		
Accounts payable	$ 330.5	$ 377.1
Accrued expenses and other liabilities	364.3	367.5
Deferred revenues and income	402.7	408.6
Current maturities of corporate borrowings	20.0	20.0
Current maturities of finance lease liabilities	5.5	9.5
Current maturities of operating lease liabilities	567.3	605.2
Total current liabilities	1,690.3	1,787.9
Corporate borrowings	5,120.8	5,408.0
Finance lease liabilities	53.3	63.2
Operating lease liabilities	4,252.7	4,645.2
Exhibitor services agreement	505.8	510.4
Deferred tax liability, net	32.1	31.3
Other long-term liabilities	105.1	165.0
Total liabilities	11,760.1	12,611.0
Commitments and contingencies		
Stockholders' deficit:		
AMC Entertainment Holdings, Inc.'s stockholders' deficit:		
Preferred stock, $0.01 par value per share, 50,000,000 shares authorized; including Series A Convertible Participating Preferred Stock, 10,000,000 authorized, 7,245,872 issued and outstanding as of December 31, 2022; 5,139,791 issued and outstanding December 31, 2021, represented by AMC Preferred Equity Units, each representing a 1/100th interest in a share of Series A Convertible Participating Preferred Stock, of which 1,000,000,000 is authorized; 724,587,058 issued and outstanding as of December 31, 2022; 513,979,100 issued and outstanding as of December 31, 2021	0.1	0.1
Class A common stock $0.01 par value, 524,173,073 shares authorized; 516,838,912 shares issued and outstanding as of December 31, 2022; 513,979,100 shares issued and outstanding as of December 31, 2021)	5.2	5.1
Additional paid-in capital	5,045.1	4,857.4
Accumulated other comprehensive loss	(77.3)	(28.1)
Accumulated deficit	(7,597.6)	(6,624.0)
Total stockholders' deficit	(2,624.5)	(1,789.5)
Total liabilities and stockholders' deficit	$ 9,135.6	$ 10,821.5

See Notes to Consolidated Financial Statements.

0000920090230720

AMC ENTERTAINMENT HOLDINGS, INC.

CONSOLIDATED STATEMENTS OF CASH FLOWS

(In millions)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
Cash flows from operating activities:			
Net loss	$ (973.6)	$ (1,269.8)	$ (4,589.4)
Adjustments to reconcile net loss to net cash used in operating activities:			
Depreciation and amortization	396.0	425.0	498.3
(Gain) loss on extinguishment of debt	92.8	14.1	(93.6)
Deferred income taxes	1.7	(7.6)	64.0
Impairment of long-lived assets, definite and indefinite-lived intangible assets and goodwill	133.1	77.2	2,513.9
Gain on dispositions of Baltics	—	(5.5)	—
Unrealized loss on investments Hycroft	6.3	—	—
(Gain) loss on sale of NCM investments	13.5	(1.2)	—
Amortization of net premium on corporate borrowings to interest expense	(65.4)	(3.9)	(22.0)
Amortization of deferred financing costs to interest expense	12.6	23.3	14.2
PIK interest expense	—	116.2	73.4
Non-cash portion of stock-based compensation	22.5	43.1	25.4
Gain on disposition of assets	1.1	0.3	(17.4)
Loss on derivative asset and derivative liability	—	—	109.0
Equity in loss from non-consolidated entities, net of distributions	7.6	1.3	45.4
Landlord contributions	19.9	22.0	43.6
Other non-cash rent benefit	(26.6)	(24.9)	(4.9)
Deferred rent	(170.1)	(133.7)	3.4
Net periodic benefit cost (income)	(0.6)	(0.9)	1.8
Change in assets and liabilities:			
Receivables	4.0	(82.7)	159.3
Other assets	2.3	(5.8)	76.8
Accounts payable	(40.4)	63.8	(176.4)
Accrued expenses and other liabilities	(39.2)	164.3	102.5
Other, net	(26.0)	(28.7)	43.2
Net cash used in operating activities	(628.5)	(614.1)	(1,129.5)
Cash flows from investing activities:			
Capital expenditures	(202.0)	(92.4)	(173.8)
Proceeds from disposition of Baltics, net of cash and transaction costs	—	34.2	6.2
Acquisition of theatre assets	(17.8)	(8.2)	—
Proceeds from disposition of long-term assets	11.3	7.9	19.8
Proceeds from sale of securities	13.0	—	—
Investments in non-consolidated entities, net	(27.9)	(9.3)	(9.3)
Other, net	(0.6)	(0.4)	2.5
Net cash used in investing activities	(224.0)	(68.2)	(154.6)
Cash flows from financing activities:			
Proceeds from issuance of First Lien Notes due 2029	950.0	—	—
Proceeds from issuance of Odeon Term Loan due 2023	—	534.3	—
Proceeds from First Lien Toggle Notes due 2026	—	100.0	—
Principal payments under First Lien Toggle Notes due 2026	(73.5)	(35.0)	—
Premium paid to extinguish First Lien Toggle Notes due 2026	(14.6)	(5.3)	—
Principal payments under Second Lien Notes due 2026	—	(1.0)	—
Proceeds from issuance of First Lien Notes due 2025	—	—	490.0
Proceeds from issuance of First Lien Notes due 2026	—	—	270.0
Principal payments under First Lien Notes due 2025	(500.0)	—	—
Premium paid to extinguish First Lien Notes due 2025	(34.5)	—	—
Principal payments under First Lien Notes due 2026	(300.0)	—	—
Premium paid to extinguish First Lien Notes due 2026	(25.6)	—	—

20230920002331

Repurchase of Second Lien Subordinated Debt 2026	(68.3)	—	—
Principal payments under Odeon Term Loan due 2023	(476.6)	—	—
Premium paid to extinguish Odeon Term Loan due 2023	(26.5)	—	—
Proceeds from issuance of Odeon Senior Secured Notes due 2027	368.0	—	—
Repurchase of Senior Subordinated Notes Due 2027	(1.6)	—	—
Repayments under revolving credit facilities	—	(335.0)	321.8
Scheduled principal payments under Term Loan due 2026	(20.0)	(20.0)	(20.0)
Net proceeds from Class A common stock issuance	—	1,570.7	264.7
Net proceeds from Class A common stock issuance to Mudrick	—	230.4	—
Net proceeds from AMC Preferred Equity Units issuance	220.4	—	—
Payments related to sale of noncontrolling interest	—	(0.4)	37.0
Principal payments under finance lease obligations	(9.4)	(9.0)	(6.2)
Cash used to pay for deferred financing costs	(26.1)	(19.9)	(15.4)
Cash used to pay dividends	(0.7)	—	(6.5)
Taxes paid for restricted unit withholdings	(52.3)	(19.1)	(5.1)
Net cash provided by (used in) financing activities	(91.3)	1,990.7	1,330.3
Effect of exchange rate changes on cash and cash equivalents and restricted cash	(22.1)	(9.5)	(0.3)
Net increase (decrease) in cash and cash equivalents and restricted cash	(965.9)	1,298.9	45.9
Cash and cash equivalents and restricted cash at beginning of period	1,620.3	321.4	275.5
Cash and cash equivalents and restricted cash at end of period	$ 654.4	$ 1,620.3	$ 321.4
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:			
Cash paid during the period for:			
Interest (including amounts capitalized of $0.1 million, $0.2 and $1.1 million, respectively)	$ 379.0	$ 274.7	$ 237.5
Income taxes paid (received), net	$ 0.8	$ (7.4)	(10.5)
Schedule of non-cash activities:			
Investment in NCM	$ 15.0	$ —	$ 5.2
Construction payables at period end	$ 36.3	$ 40.4	$ 18.2
AMC Preferred Equity Units issuance costs payable at year end	$ 2.8	$ —	$ —
Convertible Notes due 2026 conversion, see Note 8-Corporate Borrowings and Finance Lease Liabilities	$ —	$ 600.0	$ —
Mudrick transaction, see Note 8-Corporate Borrowings and Finance Lease Liabilities	$ —	$ —	$ 70.2
DCIP digital projectors transaction, see Note 6-Investments	$ —	$ —	$ 125.2

See Notes to Consolidated Financial Statements.

2023090700233

AMC ENTERTAINMENT HOLDINGS, INC.
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (DEFICIT)

(In millions, except share and per share data)	Class A Voting Class A and Class B Common Stock		Preferred Stock: Series A Convertible Participating Preferred Stock	Preferred Stock: Depositary Shares of AMC Preferred Equity	Additional Paid-in	Treasury Stock		Accumulated Other Comprehensive	Accumulated Earnings	Total AMC Stockholders'	Noncontrolling	Total Equity
	Shares (1)	Amount	Shares (1)	Units (1)	Amount	Capital	Shares (1)	Amount	Income (Loss)	(Deficit)	Equity (Deficit)	Interests	(Deficit)
Balance December 31, 2019	103,849,861	$ 1.0	1,038,499	103,849,861	$ 0.1	$ 2,001.8	7,465,250	$ (56.4)	$ (26.1)	$ (706.2)	$ 1,214.2	$ —	$ 1,214.2
Cumulative effect adjustments for the adoption of new accounting principle (ASC 842)	—	—	—	—	—	—	—	—	—	(16.9)	(16.9)	—	(16.9)
Net loss	—	—	—	—	—	—	—	—	—	(4,589.1)	(4,589.1)	(0.3)	(4,589.4)
Other comprehensive income	—	—	—	—	—	—	—	—	64.6	—	64.6	0.2	64.8
Baltics noncontrolling capital contribution	—	—	—	—	—	(0.2)	—	—	0.2	—	—	27.0	27.0
Dividends declared:													
Class A common stock, $0.015/share, net of forfeitures and reversal of dividend accrual for nonvested PSUs	—	—	—	—	—	—	—	—	—	(1.6)	(1.6)	—	(1.6)
Class B common stock, $0.015/share	—	—	—	—	—	—	—	—	—	(1.6)	(1.6)	—	(1.6)
AMC preferred equity units, $0.015/share	—	—	—	—	—	—	—	—	—	(1.6)	(1.6)	—	(1.6)
Class A common stock issuance	90,955,685	0.9	909,557	90,955,685	—	263.8	—	—	—	—	264.7	—	264.7
Exchange Offer Class A common stock issuance	5,000,000	0.1	50,000	5,000,000	—	20.1	—	—	—	—	20.2	—	20.2
Class A common stock issuance commitment and exchange shares	21,978,022	0.3	219,780	21,978,022	—	69.8	—	—	—	—	70.1	—	70.1
Derivative asset valuation allowance adjustment	—	—	—	—	—	—	—	—	—	(2.4)	(2.4)	—	(2.4)
Reclassification of derivative liability and derivative asset for Conversion Price Reset of Convertible Notes due 2026	—	—	—	—	—	89.9	—	—	—	(15.9)	74.0	—	74.0
Taxes paid for restricted unit withholdings	—	—	—	—	—	(5.1)	—	—	—	—	(5.1)	—	(5.1)
Stock-based compensation	2,549,465	—	25,494	2,549,465	—	25.4	—	—	—	—	25.4	—	25.4
Balance December 31, 2020	224,333,033	$ 2.3	2,243,330	224,333,033	$ 0.1	$ 2,465.5	7,465,250	$ (56.4)	$ 38.7	$ (5,335.3)	$ (2,885.1)	$ 26.9	$ (2,858.2)
Net loss	—	—	—	—	—	—	—	—	—	(1,269.1)	(1,269.1)	(0.7)	(1,269.8)
Other comprehensive loss	—	—	—	—	—	—	—	—	(65.9)	—	(65.9)	(0.2)	(66.1)
Baltics noncontrolling capital contribution	—	—	—	—	—	0.2	—	—	—	—	0.2	(4.0)	(3.8)
100% liquidation of Baltics	—	—	—	—	—	—	—	—	(0.9)	—	(0.9)	(22.0)	(22.9)
Class A common stock, accrued dividend equivalent adjustment	—	—	—	—	—	—	—	—	—	(0.3)	(0.3)	—	(0.3)
Class A common stock issuance	241,616,293	2.3	2,416,163	241,616,293	—	1,531.3	(7,465,250)	56.4	—	(19.3)	1,570.7	—	1,570.7
Class A common stock issuance to Mudrick	8,500,000	0.1	85,000	8,500,000	—	230.3	—	—	—	—	230.4	—	230.4
Convertible Notes due 2026 stock conversion	44,422,860	0.4	444,229	44,422,860	—	606.1	—	—	—	—	606.5	—	606.5
Wanda forfeit and cancellation of Class B shares	(5,666,000)	—	(56,660)	(5,666,000)	—	—	—	—	—	—	—	—	—
Taxes paid for restricted unit withholdings	—	—	—	—	—	(19.1)	—	—	—	—	(19.1)	—	(19.1)
Stock-based compensation	772,914	—	7,729	772,914	—	43.1	—	—	—	—	43.1	—	43.1
Balance December 31, 2021	513,979,100	$ 5.1	5,139,791	513,979,100	$ 0.1	$ 4,857.4	—	$ —	$ (28.1)	$ (6,624.0)	$ (1,789.5)	$ —	$ (1,789.5)
Net loss	—	—	—	—	—	—	—	—	—	(973.6)	(973.6)	—	(973.6)
Other comprehensive loss	—	—	—	—	—	—	—	—	(49.2)	—	(49.2)	—	(49.2)
AMC Preferred Equity Units issuance	—	—	2,077,482	207,748,146	—	217.6	—	—	—	—	217.6	—	217.6
Taxes paid for restricted unit withholdings	—	—	—	—	—	(52.3)	—	—	—	—	(52.3)	—	(52.3)
Stock-based compensation	2,859,812	0.1	28,599	2,859,812	—	22.4	—	—	—	—	22.5	—	22.5
Balance December 31, 2022	516,838,912	$ 5.2	7,245,872	724,587,058	$ 0.1	$ 5,045.1	—	$ —	$ (77.3)	$ (7,597.6)	$ (2,624.5)	$ —	$ (2,624.5)

(1) Share counts have been retroactively adjusted to reflect the effect of the stock split.

See Notes to Consolidated Financial Statements

20230920072333

AMC ENTERTAINMENT HOLDINGS, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Years Ended December 31, 2022, 2021, 2020

NOTE 1—THE COMPANY AND SIGNIFICANT ACCOUNTING POLICIES

AMC Entertainment Holdings, Inc. ("Holdings"), through its direct and indirect subsidiaries, including American Multi-Cinema, Inc. and its subsidiaries, (collectively with Holdings, unless the context otherwise requires, the "Company" or "AMC"), is principally involved in the theatrical exhibition business and owns, operates or has interests in theatres located in the United States and Europe.

Temporarily Suspended or Limited Operations. During the first quarter of 2020, the Company temporarily suspended theatre operations in its U.S. markets and International markets in compliance with local, state, and federal governmental restrictions and recommendations on social gatherings to prevent the spread of COVID-19 and as a precaution to help ensure the health and safety of the Company's guests and theatre staff. As of March 17, 2020, all of the Company's U.S. and International theatre operations were temporarily suspended. The Company resumed limited operations in the International markets in early June 2020 and limited operations in the U.S. markets in late August 2020. A COVID-19 resurgence during the fourth quarter of 2020 resulted in additional local, state, and federal governmental restrictions and many previously reopened theatres in International markets temporarily suspended operations again. The following table summarizes theatre operations for the Company in 2021:

Theatre Operations:	As of January 1, 2021	As of March 31, 2021	As of June 30, 2021	As of September 30, 2021
Percentage of theatres operated - Domestic	66.8 %	99.2 %	99.8 %	99.8 %
Percentage of theatres operated - International	30.3 %	27.3 %	94.9 %	99.2 %
Percentage of theatres operated - Consolidated	52.9 %	72.2 %	98.0 %	99.6 %

During the year ended December 31, 2022, the Company operated essentially 100% of all its U.S. and International theatres. As of December 31, 2022 and 2021, there were no restrictions on operations in any of the U.S. or International theatres.

Liquidity. As of December 31, 2022, the Company has cash and cash equivalents of approximately $631.5 million and $211.2 million unused borrowing capacity, net of letters of credit, under the $225.0 million Senior Secured Revolving Credit Facility. In response to the COVID-19 pandemic, the Company adjusted certain elements of its business strategy and took significant steps to preserve cash. The Company is continuing to take significant measures to further strengthen its financial position and enhance its operations, by eliminating non-essential costs, including reductions to its variable costs and elements of its fixed cost structure, introducing new initiatives, and optimizing its theatrical footprint.

Additionally, the Company enhanced liquidity through debt refinancing that extended maturities, purchases of debt below par value, and equity sales. See Note 8—Corporate Borrowings and Finance Lease Liabilities, Note 9—Stockholders' Equity, and Note 16—Subsequent Events for further information.

20230920233

The table below summarizes net decrease in cash and cash equivalents and restricted cash by quarter for the year ended December 31, 2022:

	Three Months Ended				Year Ended
(In millions)	March 31, 2022	June 30, 2022	September 30, 2022	December 31, 2022	December 31 2022
Cash flows from operating activities:					
Net cash used in operating activities	$ (295.0)	$ (76.6)	$ (223.6)	$ (33.3)	$ (628.5)
Cash flows from investing activities:					
Net cash used in investing activities	(54.9)	(48.0)	(50.8)	(70.3)	(224.0)
Cash flows from financing activities:					
Net cash provided by (used in) financing activities	(76.3)	(59.7)	0.5	44.2	(91.3)
Effect of exchange rate changes on cash and cash equivalents and restricted cash	(5.5)	(16.4)	(8.2)	8.0	(22.1)
Net decrease in cash and cash equivalents and restricted cash	(431.7)	(200.7)	(282.1)	(51.4)	(965.9)
Cash and cash equivalents and restricted cash at beginning of period	1,620.3	1,188.6	987.9	705.8	1,620.3
Cash and cash equivalents and restricted cash at end of period	$ 1,188.6	$ 987.9	$ 705.8	$ 654.4	$ 654.4

The Company's net cash provided by (used in) operating activities improved by $341.5 million during the three months ended March 31, 2022 compared to the three months ended December 31, 2021, $218.4 million during the three months ended June 30, 2022 compared to the three months ended March 31, 2022, deteriorated by $(147.0) million during the three months ended September 30, 2022 compared to the three months ended June 30, 2022, and improved by $190.3 million during the three months ended December 31, 2022 compared to September 30, 2022. The improvement is primarily attributable to working capital changes, partially offset by an increased net loss during the three months ended December 31, 2022. The Company has also continued to repay rent amounts that were deferred during the pandemic, which increases its cash outflows from operating activities. See Note 3—Leases for a summary of the estimated future repayment terms for the remaining $157.2 million of rentals that were deferred during the COVID-19 pandemic.

The Company's net cash provided by (used in)investing activities included:

- $34.8 million of capital expenditures and $27.9 million of investments in non-consolidated entities, partially offset by proceeds from the disposition of long-term assets of $7.2 million during the three months ended March 31, 2022;
- $40.4 million of capital expenditures, $17.8 million for the acquisition of theatres, partially offset by proceeds of $11.4 million from the sale of securities in conjunction with the liquidation of a non-qualified deferred compensation plan during the three months ended June 30, 2022;
- $54.5 million of capital expenditures, partially offset by proceeds from disposition of long-term assets $3.6 million during the three months ended September 30, 2022; and
- $72.3 million of capital expenditures, partially offset by $0.5 million of proceeds from disposition of long-term assets and $1.5 million of proceeds from the sale of NCM shares during the three months ended December 31, 2022.

The Company's net cash provided by (used in) financing activities included:

- $955.7 million of principal and premium payments, $52.2 million of taxes paid for restricted unit withholdings, and $17.7 million of cash used to pay for deferred financing costs, partially offset by proceeds from the Company's debt issuances of $950.0 million during the three months ended March 31, 2022;
- $57.9 million of principal and premium payments, $1.8 million of cash used to pay for deferred financing costs and $0.7 million of AMC Preferred Equity Unit issuance during the three months ended June 30, 2022;

20230920023335

- $7.4 million principal payments and $0.5 million of cash used to pay deferred financing costs, partially offset by $8.5 million of net proceeds from AMC Preferred Equity Units issuance during the three months ended September 30, 2022; and
- $529.5 million of principal and premium payments and $6.9 million of cash used to pay for deferred financing costs, partially offset by proceeds from the Company's debt issuance of $368.0 million and $212.6 million of net proceeds from AMC Preferred Equity Units issuance during the three months ended December 31, 2022.

The table below summarizes net increase (decrease) in cash equivalents and restricted cash by quarter for the year ended December 31, 2021:

	Three Months Ended				Year Ended
(In millions)	March 31, 2021	June 30, 2021	September 30, 2021	December 31, 2021	December 31, 2021
Cash flows from operating activities:					
Net cash provided by (used in) operating activities	$ (312.9)	$ (233.8)	$ (113.9)	$ 46.5	$ (614.1)
Cash flows from investing activities:					
Net cash provided by (used in) investing activities	(16.0)	13.5	(28.8)	(36.9)	(68.2)
Cash flows from financing activities:					
Net cash provided by (used in) financing activities	854.7	1,212.2	(48.3)	(27.9)	1,990.7
Effect of exchange rate changes on cash and cash equivalents and restricted cash	(5.1)	5.6	(8.4)	(1.6)	(9.5)
Net increase (decrease) in cash and cash equivalents and restricted cash	520.7	997.5	(199.4)	(19.9)	1,298.9
Cash and cash equivalents and restricted cash at beginning of period	321.4	842.1	1,839.6	1,640.2	321.4
Cash and cash equivalents and restricted cash at end of period	$ 842.1	$ 1,839.6	$ 1,640.2	$ 1,620.3	$ 1,620.3

The Company's net cash used in operating activities improved by $79.1 million during the three months ended June 30, 2021 compared to the three months ended March 31, 2021, $119.9 million during the three months ended September 30, 2021 compared to the three months ended June 30, 2021, and $160.4 million during the three months ended December 31, 2021 compared to the three months ended September 30, 2021. This is primarily attributable to continued increases in attendance and industry box office revenues during the year ended December 31, 2021.

The Company believes its existing cash and cash equivalents, together with cash generated from operations, will be sufficient to fund its operations, satisfy its obligations, including cash outflows to repay rent amounts that were deferred during the COVID-19 pandemic and planned capital expenditures, and comply with minimum liquidity and financial covenant requirements under its debt covenants related to borrowings pursuant to the Senior Secured Revolving Credit Facility for at least the next twelve months. In order to achieve net positive operating cash flows and long-term profitability, the Company believes that operating revenues and attendance levels will need to increase significantly from 2021 and 2022 levels to levels in line with pre-COVID-19 operating revenues. The Company believes the anticipated volume of titles available for theatrical release, and the anticipated broad appeal of many of those titles will support increased operating revenues and attendance levels. The Company believes that recent operating revenues attendance levels are positive signs of continued demand for the moviegoing experience. Total revenues for the years ended December 31, 2022, 2021, and 2020 were $3.9 billion, $2.5 billion, and $1.2 billion, respectively, compared to $5.5 billion for the year ended December 31, 2019. For the years ended December 31, 2022, 2021, and 2020 attendance was 201.0 million patrons, 128.5 million patrons, and 75.2 million patrons, respectively, compared to 356.4 million patrons for the year ended December 31, 2019. Moreover, it is difficult to predict future operating revenues and attendance levels and there remain significant risks that may negatively impact operating revenues and attendance, including movie studios release schedules, the production and theatrical release of fewer films compared to levels before the onset of the COVID-19 pandemic, and direct to streaming or other changing movie studio practices.

20230920002336

The Company entered the Ninth Amendment pursuant to which the requisite revolving lenders party thereto agreed to extend the fixed date for the termination of the suspension period for the financial covenant (the secured leverage ratio) applicable to the Senior Secured Revolving Credit Facility from March 31, 2021 to March 31, 2022, which was further extended by the Eleventh Amendment and the Twelfth Amendment from March 31, 2022 to March 31, 2023, and then from March 31, 2023 to March 31, 2024, respectively, in each case, as described, and on the terms and conditions specified, therein. As of December 31, 2022, the Company was subject to a minimum liquidity requirement of $100 million as a condition to the Extended Covenant Suspension Period (as defined in Note 8—Corporate Borrowings and Finance Lease Liabilities in the Notes to the Consolidated Financial Statements under Part II, Item 8 thereof). The current maturity date of the Senior Secured Revolving Credit Facility is April 22, 2024; since the financial covenant applicable to the Senior Secured Revolving Credit Facility is tested as of the last day of any fiscal quarter for which financial statements have been (or were required to have been) delivered, the financial covenant has been effectively suspended through maturity of the Senior Secured Revolving Credit Facility.

The 11.25% Odeon Term Loan Facility due 2023 ("Odeon Term Loan Facility") was to mature on August 19, 2023, during the third fiscal quarter of the Company's next calendar year. On October 20, 2022, the Company completely repaid the Odeon Term Loan Facility using existing cash and $363.0 million net proceeds from the issuance of Odeon Notes due 2027.

The Company may, at any time and from time to time, seek to retire or purchase debt through cash purchases and/or exchanges for equity (including AMC Preferred Equity Units) or debt, in open-market purchases, privately negotiated transactions or otherwise. Such repurchases or exchanges, if any, will be upon such terms and at such prices as it may determine, and will depend on prevailing market conditions, its liquidity requirements, contractual restrictions and other factors. The amounts involved may be material and to the extent equity is used, dilutive. During the year ended December 31, 2022, the Company repurchased $118.3 million aggregate principal of the Second Lien Notes due 2026 for $68.3 million and recorded a gain on extinguishment of $75.0 million in other expense (income). Additionally, during the year ended December 31, 2022, the Company repurchased $5.3 million aggregate principal of the Senior Subordinated Notes due 2027 for $1.6 million and recorded a gain on extinguishment of $3.7 million in other expense (income). Accrued interest of $4.5 million was paid in connection with the repurchases. See Note 8—Corporate Borrowings and Finance Lease Liabilities for more information.

The Company received rent concessions provided by the lessors that aided in mitigating the economic effects of COVID-19 during the pandemic. These concessions primarily consisted of rent abatements and the deferral of rent payments. As a result, deferred lease amounts were approximately $157.2 million as of December 31, 2022. Including repayments of deferred lease amounts, the Company's cash expenditures for rent increased significantly during the year ended December 31, 2022 compared to the year ended December 31, 2021. See Note 3—Leases for a summary of the estimated future repayment terms for the deferred lease amounts due to COVID-19 and also a summary of the estimated future repayment terms for the minimum operating lease and finance lease amounts.

It is very difficult to estimate the Company's liquidity requirements, future cash burn rates, future operating revenues, and attendance levels. Depending on the Company's assumptions regarding the timing and ability to achieve significantly increased levels of operating revenue, the estimates of amounts of required liquidity vary significantly. In order to achieve net positive operating cash flows and long-term profitability, the Company believes that operating revenues will need to increase significantly to levels in line with pre-COVID-19 operating revenues. The Company's current cash burn rates are not sustainable. Further, the Company cannot accurately predict what future changes may occur to the supply or release date of movie titles available for theatrical exhibition once moviegoers are prepared to return in large numbers. Nor can the Company know with certainty the impact on consumer movie-going behavior of studios who release movies to theatrical exhibition and their streaming platforms on the same date, or the potential attendance impact of other studio decisions to accelerate in-home availability of their theatrical movies. Studio negotiations regarding evolving theatrical release models and film licensing terms are ongoing. There can be no assurance that the operating revenues, attendance levels, and other assumptions used to estimate our liquidity requirements and future cash burn rates will be correct, and our ability to be predictive is uncertain due to limited ability to predict studio film release dates and success of individual titles. Further, there can be no assurances that the Company will be successful in generating the additional liquidity necessary to meet the Company's obligations beyond twelve months from the issuance of these financial statements on terms acceptable to the Company or at all. If the Company is unable to maintain or renegotiate our minimum liquidity covenant requirements, it could have a significant adverse effect on the Company's business, financial condition and operating results.

20230920023337

AMC Preferred Equity Units. On August 4, 2022, the Company announced that its Board of Directors declared a special dividend of one AMC Preferred Equity Unit (an "AMC Preferred Equity Unit") for each share of Class A common stock outstanding at the close of business August 15, 2022, the record date. The dividend was paid at the close of business August 19, 2022 to investors who held Class A common shares as of August 22, 2022, the ex-dividend date.

Each AMC Preferred Equity Unit is a depositary share and represents an interest in one one-hundredth (1/100th) of a share of Series A Convertible Participating Preferred Stock evidenced by a depositary receipt pursuant to a deposit agreement. The Company has 50,000,000 Preferred Stock shares authorized, 10,000,000 of which have currently been allocated and 7,245,872 have been issued under the depositary agreement as Series A Convertible Participating Preferred Stock, leaving 40,000,000 unallocated Preferred Stock shares. Each AMC Preferred Equity Unit is designed to have the same economic and voting rights as a share of Class A common stock. Trading of the AMC Preferred Equity Units on the NYSE began on August 22, 2022 under the ticker symbol "APE". Due to the characteristics of the AMC Preferred Equity Units, the special dividend had the effect of a stock split pursuant to ASC 505-20-25-4. Accordingly, all references made to share, per share or common share amounts in the accompanying consolidated financial statements and applicable disclosures have been retroactively adjusted to reflect the effects of the special stock dividend as a stock split. See Note 9–Stockholders' Equity and Note 15–Loss Per Share.

Use of Estimates. The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Principles of Consolidation. The consolidated financial statements include the accounts of Holdings and all subsidiaries, as discussed above. All significant intercompany balances and transactions have been eliminated in consolidation. Majority-owned subsidiaries that the Company has control of are consolidated in the Company's consolidated subsidiaries; consequently, a portion of its stockholders' equity, net earnings (loss) and total comprehensive income (loss) for the periods presented are attributable to noncontrolling interests. The Company manages its business under two reportable segments for its theatrical exhibition operations, U.S. markets and International markets.

Noncontrolling Interests and Baltic Theatre Sale. Majority-owned subsidiaries that the Company has control of are consolidated in the Company's consolidated financial statements; consequently, a portion of its stockholders' equity, net earnings (loss) and total comprehensive income (loss) for the periods presented are attributable to noncontrolling interests. On August 28, 2020, the Company entered into an agreement to sell its equity interest in Forum Cinemas OU, which consists of nine theatres located in the Baltic region (Latvia, Lithuania and Estonia) and is included in the Company's International markets reportable segment, for total consideration of approximately €77.25 million, including cash of approximately €64.35 million or $76.6 million prior to any transaction costs. This transaction was undertaken by the Company to further increase its liquidity and strengthen its balance sheet at a transaction multiple that demonstrates that market participants ascribe positive value to the business. The completion of the sale took place in several steps, as noted below, and was contingent upon clearance from each regulatory competition council in each country.

The Company received $37.5 million (€31.53 million) cash consideration upon entering into the sale agreement on August 28, 2020 and paid $0.5 million in transaction costs during the year ended December 31, 2020. The Company transferred an equity interest of 49% in Forum Cinemas OU to the purchaser and recorded an initial noncontrolling interest of $34.9 million in total equity (deficit). Transaction costs of $1.4 million and net gain of $1.2 million related to the sale of 49% equity interest of Lithuania and Estonia and the 100% disposal of Latvia were recorded in additional paid-in capital during the year ended December 31, 2020 and were recorded in earnings during the year ended December 31, 2021 when the remaining 51% interests in Lithuania and Estonia were disposed. Also, during the year ended December 31, 2020, the Company received cash consideration of $6.2 million (€5.3 million), net of cash of $0.2 million for the remaining 51% equity interest in Latvia. At December 31, 2020, the carrying amounts of the major classes of assets and liabilities included as part of the disposal group that were previously included in the International markets reportable segment were; goodwill of $41.8 million, property, net, of $13.0 million, operating lease right-of-use assets, net of $15.7 million, and current and long-term operating lease liabilities of $2.4 million and $13.7 million, respectively. At December 31, 2020, the Company's noncontrolling interest of 49% in Lithuania and Estonia was $26.9 million.

202309002338

During the year ended December 31, 2021, the Company received cash consideration of $34.2 million (€29.4 million), net of cash disposed of $0.4 million and transaction costs of $1.3 million, for the remaining 51% equity interest in Estonia, 51% equity interest in Lithuania and eliminated the Company's noncontrolling interest in Forum Cinemas OU. The Company recorded the net gain from the sale of its equity interest in Forum Cinemas OU of $5.5 million (net of transaction costs of $2.6 million) in investment expense (income), during the year ended December 31, 2021.

Revenues. The Company recognizes revenue, net of sales tax, when it satisfies a performance obligation by transferring control over a product or service to a customer. Admissions and food and beverage revenues are recorded at a point in time when a film is exhibited to a customer and when a customer takes possession of food and beverage offerings. The Company defers 100% of the revenue associated with the sales of gift cards and exchange tickets until such time as the items are redeemed or estimated income from non-redemption is recorded.

The Company recognizes income from non-redeemed or partially redeemed gift cards in proportion to the pattern of rights exercised by the customer ("proportional method") where it applies an estimated non-redemption rate for its gift card sales channels, which range from 13% to 19% of the current month sales of gift cards, and the Company recognizes in other theatre revenues the total amount of expected income for non-redemption for that current month's sales as income over the next 24 months in proportion to the pattern of actual redemptions. The Company has determined its non-redeemed rates and redemption patterns using more than 10 years of accumulated data. The Company also recognizes income from non-redeemed or partially redeemed exchange tickets using the proportional method. In the International markets, certain exchange tickets are subject to expiration dates, which triggers recognition of non-redemption in other revenues.

The Company recognizes ticket fee revenues based on a gross transaction price. The Company is a principal (as opposed to agent) in the arrangement with third-party internet ticketing companies in regard to the sale of online tickets because the Company controls the online tickets before they are transferred to the customer. The online ticket fee revenues and the third-party commission or service fees are recorded in the line items other theatre revenues and operating expense, respectively, in the consolidated statements of operations.

Film Exhibition Costs. Film exhibition costs are accrued based on the applicable box office receipts and estimates of the final settlement to the film licensors. Film exhibition costs include certain advertising costs. As of December 31, 2022 and December 31, 2021, the Company recorded film payables of $123.8 million and $150.3 million, respectively, which are included in accounts payable in the accompanying consolidated balance sheets.

Food and Beverage Costs. The Company records rebate payments from vendors as a reduction of food and beverage costs when earned.

Exhibitor Services Agreement. The Company recognizes advertising revenues, which are included in other theatre revenues in the consolidated statements of operations, when it satisfies a performance obligation by transferring a promised good or service to the customers. The advertising contracts with customers generally consist of a series of distinct periods of service, satisfied over time, to provide rights to advertising services. The Company's Exhibitor Services Agreement ("ESA") with National CineMedia, LLC ("NCM") includes a significant financing component due to the significant length of time between receiving the non-cash consideration and fulfilling the performance obligation. The Company receives the non-cash consideration in the form of common membership units from NCM, in exchange for rights to exclusive access to the Company's theatre screens and attendees through February 2037. Upon recognition, the Company records an increase to advertising revenues with a similar offsetting increase in non-cash interest expense, which is recorded to non-cash NCM exhibitor service agreement in the consolidated statements of operations. Pursuant to the calculation requirements for the time value of money, the amortization method reflects the front-end loading of the significant financing component where more interest expense is recognized earlier during the term of the agreement than the back-end recognition of the deferred revenue amortization where more revenue is recognized later in the term of the agreement. See Note 6—Investments for further information regarding the common unit adjustment ("CUA") and the fair value measurement of the non-cash consideration. The interest expense was calculated using discount rates that ranged from 6.5% to 18.25%, which are the rates at which the Company believes it could borrow in separate financing transactions.

Customer Engagement Programs. AMC Stubs® is a customer loyalty program in the U.S. markets which allows members to earn rewards, receive discounts and participate in exclusive members-only offerings and services. It features both a paid tier called AMC Stubs Premiere™ for a flat annual membership fee and a non-paid tier called AMC

20230920023

Stubs® Insider™. Both programs reward loyal guests for their patronage of AMC Theatres. Rewards earned are redeemable on future purchases at AMC locations.

The portion of the admissions and food and beverage revenues attributed to the rewards is deferred as a reduction of admissions and food and beverage revenues and is allocated between admissions and food and beverage revenues based on expected member redemptions. Upon redemption, deferred rewards are recognized as revenues along with associated cost of goods. The Company estimates point breakage in assigning value to the points at the time of sale based on historical trends. The program's annual membership fee is allocated to the material rights for discounted or free products and services and is initially deferred, net of estimated refunds, and recognized as the rights are redeemed based on estimated utilization, over the one-year membership period in admissions, food and beverage, and other revenues. A portion of the revenues related to a material right are deferred as a virtual rewards performance obligation using the relative standalone selling price method and are recognized as the rights are redeemed or expire.

AMC Stubs® A-List is the Company's monthly subscription-based tier of the AMC Stubs® loyalty program. This program offers guests admission to movies at AMC up to three times per week including multiple movies per day and repeat visits to already seen movies from $19.95 and $24.95 per month depending upon geographic market. Revenue is recognized ratably over the enrollment period.

The Company suspended the recognition of deferred revenues related to certain loyalty programs, gift cards, and exchange tickets during the period in which its operations were temporarily suspended. As the Company re-opened theatres, A-List members had the option to reactivate their subscription, which restarted the monthly charge for the program. Starting in July of 2021, all A-List monthly subscriptions were automatically reactivated and the Company has resumed a more normal recognition pattern for deferred revenues related to certain loyalty programs, gift cards and exchange tickets.

Advertising Costs. The Company expenses advertising costs as incurred and does not have any direct-response advertising recorded as assets. Advertising costs were $28.0 million, $28.4 million, and $10.7 million for the years ended December 31, 2022, December 31, 2021, and December 31, 2020, respectively, and are recorded in operating expense in the accompanying consolidated statements of operations.

Cash and Cash Equivalents. All highly liquid debt instruments and investments purchased with an original maturity of three months or less are classified as cash equivalents. At December 31, 2022, cash and cash equivalents for the U.S. markets and International markets were $508.0 million and $123.5 million, respectively, and at December 31, 2021, cash and cash equivalents were $1,311.4 million and $281.1 million, respectively.

Restricted Cash. Restricted cash is cash held in the Company's bank accounts in International markets as a guarantee for certain landlords. The following table provides a reconciliation of cash, cash equivalents and restricted cash reported in the Consolidated Balance Sheet to the total of the amounts in the Consolidated Statements of Cash Flows.

	Year Ended		
	December 31, 2022	December 31, 2021	December 31, 2020
Cash and cash equivalents	$ 631.5	$ 1,592.5	$ 308.3
Restricted cash	22.9	27.8	13.1
Total cash, cash equivalents and restricted cash in the statement of cash flows	$ 654.4	$ 1,620.3	$ 321.4

Derivative Asset and Liability. Prior to September 14, 2020, the Company remeasured the derivative asset related to its contingent call option to acquire shares of its Class B common stock at no additional cost and the derivative liability related to the conversion feature in its Convertible Notes due 2026 at fair value each reporting period until the conversion price reset on September 14, 2020, with changes in fair value recorded in the consolidated statements of operations in other expense (income). The Company obtained independent third-party valuation studies to assist in determining fair value. The Company's valuation studies used a Monte Carlo simulation approach and were based on significant inputs not observable in the market and thus represent Level 3 measurements within the fair value measurement hierarchy. The Company's Common Stock price at the end of each reporting period as well as the remaining amount of time until expiration for the contingent call option and conversion feature were key inputs for the estimation of fair value that were expected to change each reporting period. The Company recorded other expense (income) related to derivative asset fair value adjustments of $0 million, $0 million and $19.6 million, during the years

20230920023340

ended December 31, 2022, December 31, 2021 and December 31, 2020, respectively, and other expense (income) related to derivative liability fair value adjustments of $0 million, $0 million, and $89.4 million, during the years ended December 31, 2022, December 31, 2021 and December 31, 2020, respectively. See Note 8—Corporate Borrowings and Finance Lease Liabilities and Note 9—Stockholders' Equity for further discussions.

Intangible Assets. Intangible assets were recorded at fair value for intangible assets resulting from the acquisition of Holdings by Wanda on August 30, 2012 and other theatre acquisitions. Intangible assets are comprised of amounts assigned to management contracts, which are being amortized on a straight-line basis over the estimated remaining useful lives of the assets, and trademark and trade names. The Company evaluates definite-lived intangible assets whenever events or changes in circumstances indicate that the carrying amount of the asset group may not be fully recoverable. Trademark and trade names are considered either definite or indefinite-lived intangible assets. Indefinite-lived intangible assets are not amortized but rather evaluated for impairment annually or more frequently as specific events or circumstances dictate.

The Company first assesses the qualitative factors to determine whether the existence of events and circumstances indicate that it is more likely than not the fair value of an indefinite-lived intangible asset is less than its carrying amount as a basis for determining whether it is necessary to perform the quantitative impairment test. During the year ended December 31, 2020, the Company recorded impairment losses related to definite-lived intangible assets of $14.4 million in the U.S. markets and indefinite-lived intangible assets of $15.2 million in the International markets. There were no intangible asset impairment charges incurred during the years ended December 31, 2022 and December 31, 2021.

Investments. The Company accounts for its investments in non-consolidated entities using either the cost or equity methods of accounting as appropriate, and has recorded the investments within other long-term assets in its consolidated balance sheets. Equity earnings and losses are recorded when the Company's ownership interest provides the Company with significant influence. The Company follows the guidance in ASC 323-30-35-3, investment in a limited liability company, which prescribes the use of the equity method for investments where the Company has significant influence. The Company classifies gains and losses on sales of investments or impairments accounted for using the cost method in investment expense (income). Gains and losses on cash sales are recorded using the weighted average cost of all interests in the investments. Gains and losses related to non-cash negative common unit adjustments are recorded using the weighted average cost of those units in NCM. See Note 6—Investments for further discussion of the Company's investments in NCM. As of December 31, 2022, the Company holds equity method investments comprised of a 18.3% interest in SV Holdco LLC ("SV Holdco"), a joint venture that markets and sells cinema advertising and promotions through Screenvision; a 50.0% interest in Digital Cinema Media Ltd. ("DCM"), a joint venture that provides advertising services in International markets; a 32.0% interest in AC JV, LLC ("AC JV"), a joint venture that owns Fathom Events offering alternative content for motion picture screens; a 14.6% interest in Digital Cinema Distribution Coalition, LLC ("DCDC"), a satellite distribution network for feature films and other digital cinema content; a 10.0% interest in Saudi Cinema Company, LLC ("SCC"); a 50% ownership interest in three U.S. motion picture theatres and approximately 50% ownership interest in 57 theatres in Europe. Indebtedness held by equity method investees is non-recourse to the Company. In 2020, the Company early adopted the amendments in S-X Rule 1-02(w) related to significant subsidiary tests of nonconsolidated entities.

Goodwill. The Company's recorded goodwill was $2,342.0 million and $2,429.8 million as of December 31, 2022 and December 31, 2021, respectively. Goodwill represents the excess of purchase price over fair value of net tangible and identifiable intangible assets related to the acquisition of Holdings by Wanda on August 30, 2012 and subsequent theatre business acquisitions. The Company evaluates goodwill recorded at the Company's two reporting units (Domestic Theatres and International Theatres). Also, the Company evaluates goodwill and its indefinite-lived trademark and trade names for impairment annually as of the beginning of the fourth quarter and any time an event occurs or circumstances change that would more likely than not reduce the fair value for a reporting unit below its carrying amount.

In accordance with ASC 350-20-35-30, goodwill of a reporting unit shall be tested for impairment between annual tests by assessing the qualitative factors to determine if an event occurs or changes in circumstances that would warrant an interim ASC 350 impairment analysis. If an impairment analysis is needed, the Company performs a quantitative impairment test for goodwill, which involves estimating the fair value of the reporting unit and comparing that value to its carrying value. If the estimated fair value of the reporting unit is less than its carrying value, the

20230007600741

difference is recorded as goodwill impairment charge, not to exceed the total amount of goodwill allocated to that reporting unit.

Qualitative impairment tests. The Company performed a qualitative impairment test to evaluate whether it is more likely than not that the fair value of each reporting unit was less than their respective carrying amount as of its annual assessment date, October 1st. The Company concluded that it was not more likely than not that the fair value of either of the Company's two reporting units had been reduced below their respective carrying amounts at the annual assessment date for 2021 or 2022. The Company concluded that there were no triggering events that had occurred between the annual assessment date and December 31, 2022.

Step 1 quantitative goodwill impairment tests performed during 2020. In accordance with ASC 350-20-35-30, the Company performed an assessment to determine whether there were any events or changes in circumstances that would warrant an interim ASC 350 impairment analysis. A decline in the Common Stock price and prices of the Company's corporate borrowings and the resulting impact on market capitalization are two of several factors considered when making this evaluation. In performing the Step 1 quantitative goodwill impairment test, the Company used an enterprise value approach to measure fair value of the reporting units.

Based on sustained declines during the first quarter of 2020 in the Company's enterprise market capitalization and the temporary suspension of operations at all the Company's theatres on or before March 17, 2020 due to the COVID-19 pandemic, the Company performed a Step 1 quantitative goodwill impairment test of the Domestic and International reporting units as of March 31, 2020. The enterprise fair values of the Domestic Theatres and International Theatres reporting units were less than their carrying values and goodwill impairment charges of $1,124.9 million and $619.4 million, respectively, were recorded as of March 31, 2020 for the Company's Domestic Theatres and International Theatres reporting units.

Due to the suspension of operations during the second and third quarters of 2020 and the further delay or cancellation of film releases, the Company performed a Step 1 quantitative impairment test of the Domestic and International reporting units as of September 30, 2020. See Note 12—Fair Value Measurements for a discussion of the valuation methodology. The enterprise fair value of the Domestic Theatres and International Theatres reporting units was less than their carrying values and goodwill impairment charges of $151.2 million and $5.6 million, respectively, were recorded as of September 30, 2020 for the Company's Domestic Theatres and International Theatres reporting units.

Due to the further delay or cancellation of film releases and the further suspension of operations in the International markets, the Company performed a Step 1 quantitative impairment test of the Domestic and International reporting units as of December 31, 2020. See Note 12—Fair Value Measurements for a discussion of the valuation methodology. The enterprise fair value of the Domestic Theatres reporting unit was greater than its carrying value and the enterprise fair value of the International Theatre reporting unit was less than its carrying value. As a result, goodwill impairment charge of $405.3 million was recorded as of December 31, 2020 for the Company's International Theatres reporting unit.

There is considerable management judgment with respect to cash flow estimates and discount rates to be used in determining fair value, which fall under Level 3 within the fair value measurement hierarchy. Given the nature of the Company's business and its recent history, future impairments are possible based upon business conditions, movie release dates, and attendance levels.

Other Long-term Assets. Other long-term assets are comprised principally of investments in partnerships and joint ventures and capitalized computer software, which is amortized over the estimated useful life of the software. See Note 7—Supplemental Balance Sheet Information.

Accounts Payable. Under the Company's cash management system, checks issued but not presented to banks frequently result in book overdraft balances for accounting purposes and are classified within accounts payable in the balance sheet. The change in book overdrafts are reported as a component of operating cash flows for accounts payable as they do not represent bank overdrafts. The amount of these checks included in accounts payable as of December 31, 2022 and December 31, 2021 was $2.2 million and $3.6 million, respectively.

Leases. The Company leases theatres and equipment under operating and finance leases. The majority of the Company's operations are conducted in premises occupied under lease agreements with initial base terms ranging generally from 12 to 15 years, with certain leases containing options to extend the leases for up to an additional 20 years.

20230920023342

The Company typically does not believe that the exercise of the renewal options is reasonably assured at the inception of the lease agreements and, therefore, considers the initial base term as the lease term. Lease terms vary but generally, the leases provide for fixed and escalating rentals, contingent escalating rentals based on the Consumer Price Index and other indexes not to exceed certain specified amounts and variable rentals based on a percentage of revenues. The Company often receives contributions from landlords for renovations at existing locations. The Company records the amounts received from landlords as an adjustment to the right-of-use asset and amortizes the balance as a reduction to rent expense over the base term of the lease agreement.

Operating lease right-of-use assets and lease liabilities were recorded at commencement date based on the present value of minimum lease payments over the remaining lease term. The minimum lease payments include base rent and other fixed payments, including fixed maintenance costs. The Company's leases have remaining lease terms of approximately 1 year to 25 years, which may include the option to extend the lease when it is reasonably certain the Company will exercise that option. The present value of the lease payments is calculated using the incremental borrowing rate for operating leases, which was determined using a portfolio approach based on the rate of interest that the Company would have to pay to borrow an amount equal to the lease payments on a collateralized basis over a similar term. Operating lease expense is recorded on a straight-line basis over the lease term.

The Company elected the practical expedient to not separate lease and non-lease components and also elected the short-term practical expedient for all leases that qualify. As a result, the Company will not recognize right-of-use assets or liabilities for short-term leases that qualify for the short-term practical expedient, but instead will recognize the lease payments as lease cost on a straight-line basis over the lease term. The Company's lease agreements do not contain residual value guarantees. Short-term leases and sublease arrangements are immaterial. Equipment leases primarily consist of food and beverage and digital equipment.

Impairment of Long-lived Assets. The Company reviews long-lived assets, including definite-lived intangibles and theatre assets (including operating lease right-of-use assets) whenever events or changes in circumstances indicate that the carrying amount of the asset group may not be fully recoverable. The Company identifies impairments related to internal use software when management determines that the remaining carrying value of the software will not be realized through future use. The Company evaluates events or circumstances, including competition in the markets where it operates, that would indicate the carrying value of the asset groups may not be fully recoverable. If an event or circumstance is identified indicating carrying value may not be recoverable, the sum of future undiscounted cash flows is compared to the carrying value. If the carrying value exceeds the future undiscounted cash flows, the asset group may be impaired. If the asset group is determined to be impaired, the carrying value of the asset group is reduced to fair value as estimated by a discounted cash flow model, with the difference recorded as an impairment charge. Asset groups are evaluated for impairment on an individual theatre basis, which management believes is the lowest level for which there are identifiable cash flows. The Company evaluates theatres using historical and projected data of theatre level cash flow as its primary indicator of potential impairment and considers the seasonality of its business when making these evaluations. The fair value of assets is determined as either the expected selling price less selling costs (where appropriate) or the present value of the estimated future cash flows, adjusted as necessary for market participant factors.

There is considerable management judgment necessary to determine the estimated future cash flows and fair values of the Company's theatres and other long-lived assets, and, accordingly, actual results could vary significantly from such estimates, which fall under Level 3 within the fair value measurement hierarchy, see Note 12—Fair Value Measurements.

20230920023343

The following table summarizes the Company's assets that were impaired:

(In millions)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
Impairment of long-lived assets	$ 133.1	$ 77.2	$ 177.9
Impairment of definite-lived intangible assets	—	—	14.4
Impairment of indefinite-lived intangible assets	—	—	15.2
Impairment of goodwill (1)	—	—	2,306.4
Impairment of long-lived assets, definite and indefinite-lived intangible assets and goodwill	133.1	77.2	2,513.9
Impairment of equity method investments recorded in equity in (earnings) loss of non-consolidated entities	—	—	8.6
Impairment of other assets recorded in investment expense (income)	—	—	15.9
Total impairment loss	$ 133.1	$ 77.2	$ 2,538.4

(1) See Note 5—Goodwill and Intangible Assets for information regarding goodwill impairment.

During the year ended December 31, 2022, the Company recorded non-cash impairment of long-lived assets of $73.4 million on 68 theatres in the U.S. markets with 817 screens (in Alabama, Arkansas, Arizona, California, Connecticut, District of Columbia, Florida, Georgia, Iowa, Illinois, Indiana, Kentucky, Louisiana, Massachusetts, Maryland, Michigan, Minnesota, Missouri, North Carolina, North Dakota, New York, Ohio, Oklahoma, Oregon, Pennsylvania, Tennessee, Texas, Utah, West Virginia, and Wisconsin) and $59.7 million on 53 theatres in the International markets with 456 screens (in Germany, Italy, Spain, Sweden, and the UK), which were related to property, net and operating lease right-of-use assets, net.

During the year ended December 31, 2021, the Company recorded non-cash impairment of long-lived assets of $61.3 million on 77 theatres in the U.S. markets with 805 screens and $15.9 million on 14 theatres in the International markets with 118 screens, which were related to property, net and operating lease right-of-use assets, net.

During the year ended December 31, 2020, the Company recorded non-cash impairment of long-lived assets of $152.2 million on 101 theatres in the U.S. markets with 1,139 screens and $25.4 million on 37 theatres with 340 screens, which were related to property, net and operating lease right-of-use assets, net. During the year ended December 31, 2020, the Company recorded impairment losses related to definite-lived intangible assets of $14.4 million in the U.S. markets. For indefinite-lived intangible asset, the Company recorded impairment charges related to the Odeon trade name of $12.5 million and Nordic trade names of $2.7 million during the year ended December 31, 2020. During the year ended December 31, 2020, the Company recorded impairment losses in the International markets related to equity method investments of $8.6 million in equity in (earnings) loss of non-consolidated entities. In addition, during the year ended December 31, 2020, the Company recorded impairment losses of $15.9 million within investment expense (income), related to equity interest investments without a readily determinable fair value accounted for under the cost method in the U.S. markets.

Foreign Currency Translation. Operations outside the United States are generally measured using the local currency as the functional currency. Assets and liabilities are translated at the rates of exchange at the balance sheet date. Income and expense items are translated at average rates of exchange. The resultant translation adjustments are included in foreign currency translation adjustment, a separate component of accumulated other comprehensive income (loss). Gains and losses from foreign currency transactions are included in net earnings (loss), except those intercompany transactions of a long-term investment nature. If the Company substantially liquidates its investment in a foreign entity, any gain or loss on currency translation or transaction balance recorded in accumulated other comprehensive loss is recorded as part of a gain or loss on disposition.

Employee Benefit Plans. The Company sponsors frozen non-contributory qualified and non-qualified defined benefit pension plans in the U.S. and frozen defined benefit pension plans in the U.K. and Sweden. The Company also sponsors a postretirement deferred compensation plan, which was terminated on May 3, 2021 and liquidated during 2022, and also various defined contribution plans.

20230920023344

The following table sets forth the plans' benefit obligations and plan assets and the accrued liability for benefit costs included in the consolidated balance sheets:

	U.S. Pension Benefits		International Pension Benefits	
	Year Ended		Year Ended	
(In millions)	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Aggregated projected benefit obligation at end of period (1)	$ (79.7)	$ (111.5)	$ (66.8)	$ (125.0)
Aggregated fair value of plan assets at end of period	59.2	84.3	73.1	126.0
Net (liability) asset for benefit cost - funded status	$ (20.5)	$ (27.2)	$ 6.3	$ 1.0

(1) At December 31, 2022 and December 31, 2021, U.S. aggregated accumulated benefit obligations were $79.7 million and $111.5 million, respectively, and International aggregated accumulated benefit obligations were $66.8 million and $125.0 million, respectively.

The Company does not expect to make a material contribution to the U.S. pension plans during the year ended December 31, 2022. The Company intends to make future cash contributions to the plans in an amount necessary to meet minimum funding requirements according to applicable benefit plan regulations.

The weighted-average assumptions used to determine benefit obligations are as follows:

	U.S. Pension Benefits		International Pension Benefits	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Discount rate	4.97%	2.66%	4.82%	1.79%
Rate of compensation increase	N/A	N/A	2.19%	2.28%

The weighted-average assumptions used to determine net periodic benefit cost are as follows:

	U.S. Pension Benefits			International Pension Benefits		
	Year Ended			Year Ended		
	December 31, 2022	December 31, 2021	December 31, 2020	December 31, 2022	December 31, 2021	December 31, 2020
Discount rate	2.66%	2.26%	3.07%	1.79%	1.78%	1.97%
Weighted average expected long-term return on plan assets	6.56%	6.57%	6.70%	1.57%	1.28%	2.15%
Rate of compensation increase	N/A	N/A	N/A	2.28%	2.29%	2.27%

The offset to the pension liability is recorded in equity as a component of accumulated other comprehensive (income) loss. For further information, see Note 14—Accumulated Other Comprehensive Income (Loss) for pension amounts and activity recorded in accumulated other comprehensive income.

For the years ended December 31, 2022, December 31, 2021, and December 31, 2020, net periodic benefit costs (credits) were $(0.6) million, $(0.9) million, and $1.8 million, respectively. The non-operating component of net periodic benefit costs is recorded in other expense (income) in the consolidated statements of operations. During the year ended December 31, 2020, before the Sweden pension benefit plan was frozen, the service cost component of net periodic benefit cost was recorded in general and administrative other.

20230920023345

The following table provides the benefits expected to be paid in each of the next five years, and in the aggregate for the five years thereafter:

(In millions)	U.S. Pension Benefits	International Pension Benefits
2023	$ 4.6	$ 3.0
2024	4.5	3.1
2025	4.7	3.1
2026	4.9	3.2
2027	5.0	3.3
Years 2028 - 2031	26.9	17.8

The Company's investment objectives for its U.S. defined benefit pension plan investments are: (1) to preserve the value of its principal; (2) to maximize a real long-term return with respect to the plan assets consistent with minimizing risk; (3) to achieve and maintain adequate asset coverage for accrued benefits under the plan; and (4) to maintain sufficient liquidity for payment of the plan obligations and expenses. The Company uses a diversified allocation of equity, debt, commodity and real estate exposures that are customized to the plan's cash flow benefit needs. A weighted average targeted allocation percentage is assigned to each asset class as follows: equity securities of 37%, debt securities of 59%, and private real estate of 4%. The International pension benefit plans do not have an established asset target allocation.

Investments in the pension plan assets are measured at fair value on a recurring basis. As of December 31, 2022, for the U.S. investment portfolio, 90% were valued using the net asset value per share (or its equivalent) as a practical expedient and 10% of the investment included pooled separate accounts valued using market prices for the underlying instruments that were observable in the market or could be derived by observable market data from independent external valuation information (Level 2 of the fair value hierarchy). As of December 31, 2022, for the International investment portfolio 1% consisting of cash and equivalents was valued using quoted market prices from actively traded markets (Level 1 of the fair value hierarchy), 38% included mutual funds and collective trust funds valued using market prices for the underlying instruments that were observable in the market or could be derived by observable market data from independent external valuation information (Level 2 of the fair value hierarchy) and 61% were valued using the net asset value per share (or its equivalent) as a practical expedient.

Under the defined contribution plan, the Company sponsors a voluntary 401(k) savings plan covering certain U.S. employees age 21 or older and who are not covered by a collective bargaining agreement. Under the Company's 401(k) Savings Plan, except during the 2020 furlough period, the Company matched 100% of each eligible employee's elective contributions up to 3% and 50% of contributions up to 5% of the employee's eligible compensation.

Income and Operating Taxes. The Company accounts for income taxes in accordance with ASC 740-10. Under ASC 740-10, deferred income tax effects of transactions reported in different periods for financial reporting and income tax return purposes are recorded by the asset and liability method. This method gives consideration to the future tax consequences of deferred income or expense items and recognizes changes in income tax laws in the period of enactment.

Holdings and its domestic subsidiaries file a consolidated U.S. federal income tax return and combined income tax returns in certain state jurisdictions. Foreign subsidiaries file income tax returns in foreign jurisdictions. Income taxes are determined based on separate Company computations of income or loss. Tax sharing arrangements are in place and utilized when tax benefits from affiliates in the consolidated group are used to offset what would otherwise be taxable income generated by Holdings or another affiliate.

Casualty Insurance. The Company is self-insured for general liability up to $1.0 million per occurrence and carries a $0.5 million deductible limit per occurrence for workers' compensation claims. The Company utilizes actuarial projections of its ultimate losses to calculate its reserves and expense. The actuarial method includes an allowance for adverse developments on known claims and an allowance for claims which have been incurred but which have not yet been reported. As of December 31, 2022 and December 31, 2021, the Company recorded casualty insurance reserves of $30.7 million and $34.6 million, respectively. The Company recorded expenses related to general liability and workers' compensation claims of $49.8 million, $37.1 million, and $32.8 million for the years ended December 31, 2022, December 31, 2021, and December 31, 2020, respectively. Casualty insurance expense is recorded in operating expense.

20230920023346

Government Assistance. The Company recognizes government assistance when the conditions of the grant have been met and there is reasonable assurance that the assistance will be received. Grants relating to specific costs are treated as a reduction of that cost in the consolidated statement of operations. General grants are recorded within other expense (income). Grants related to the construction of long-lived assets are treated as reductions to the cost of the associated assets. During the year ended December 31, 2022 the Company recognized government assistance in other income of $25.8 million, primarily related to grants in Italy and Germany. The general requirements of the grants were that the grantees must have lost income due to the COVID-19 pandemic. In Germany, the grants can potentially be subject to a final audit, however the Company believes the risk of claw-back is remote and therefore have recognized the entire award received. Additionally, the Company recognized $1.9 million of government assistance as reduction to property, net during the twelve months ended December 31, 2022. The assistance relates to the construction of capital assets related to the innovation, modernization, and digitalization of the theatrical exhibition industry.

Other Expense (Income): The following table sets forth the components of other expense (income):

	Year Ended		
(In millions)	December 31, 2022	December 31, 2021	December 31, 2020
Derivative liability fair value adjustment for embedded conversion feature in the Convertible Notes	$ —	$ —	$ 89.4
Derivative asset fair value adjustment for contingent call option related to the Class B common stock purchase and cancellation agreement	—	—	19.6
Credit losses (income) related to contingent lease guarantees	(0.2)	(5.7)	15.0
Governmental assistance due to COVID-19 - International markets	(23.0)	(81.5)	(38.6)
Governmental assistance due to COVID-19 - U.S. markets	(2.8)	(5.6)	—
Foreign currency transaction gains	(12.3)	(9.8)	(2.8)
Non-operating components of net periodic benefit cost (income)	(0.6)	(0.7)	1.1
Loss on extinguishment - First Lien Notes due 2025	47.7	—	—
Loss on extinguishment - First Lien Notes due 2026	54.4	—	—
Loss on extinguishment - First Lien Toggle Notes due 2026	32.9	14.4	—
Gain on extinguishment - Second Lien Notes due 2026	(75.0)	—	(93.6)
Gain on extinguishment - Senior Subordinated Notes due 2027	(3.7)	—	—
Loss on debt extinguishment - Odeon Term Loan Facility	36.5	—	—
Financing fees related to modification of debt	—	1.0	39.3
Business interruption insurance recoveries	(0.3)	—	(0.5)
Other expense (income)	$ 53.6	$ (87.9)	$ 28.9

Accounting Pronouncements Recently Adopted

Government Assistance. In November 2021, the FASB issued Accounting Standards Update ("ASU") No. 2021-10, Government Assistance (Topic 832) Disclosures by Business Entities about Government Assistance ("ASU 2021-10"). The amendments in ASU 2021-10 require annual disclosures about transactions with a government that are accounted for by applying a grant or contribution accounting model by analogy, including (1) information about the nature of the transactions and the related accounting policy used to account for the transactions, (2) the line items on the balance sheet and income statement that are affected by the transactions and the amounts applicable to each financial statement line item, and (3) significant terms and conditions of the transactions, including commitments and contingencies. On January 1, 2022, the Company adopted ASU 2021-10. See Note 1 for further information regarding government assistance.

Accounting Pronouncements Issued Not Yet Adopted

None.

20230920023347

NOTE 2—REVENUE RECOGNITION

Disaggregation of Revenue. Revenue is disaggregated in the following tables by major revenue types and by timing of revenue recognition:

(In millions)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
Major revenue types			
Admissions	$ 2,201.4	$ 1,394.2	$ 712.1
Food and beverage	1,313.7	857.3	362.4
Other theatre:			
Advertising	122.7	95.3	80.5
Other theatre	273.6	181.1	87.4
Other theatre	396.3	276.4	167.9
Total revenues	$ 3,911.4	$ 2,527.9	$ 1,242.4

(In millions)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
Timing of revenue recognition			
Products and services transferred at a point in time	$ 3,579.9	$ 2,325.5	$ 1,086.0
Products and services transferred over time (1)	331.5	202.4	156.4
Total revenues	$ 3,911.4	$ 2,527.9	$ 1,242.4

(1) Amounts primarily include subscription and advertising revenues.

The following tables provide the balances of receivables and deferred revenue income:

(In millions)	December 31, 2022	December 31, 2021
Current assets		
Receivables related to contracts with customers	$ 92.3	$ 85.4
Miscellaneous receivables	74.3	83.1
Receivables, net	$ 166.6	$ 168.5

(In millions)	December 31, 2022	December 31, 2021
Current liabilities		
Deferred revenue related to contracts with customers	$ 398.8	$ 405.1
Miscellaneous deferred income	3.9	3.5
Deferred revenue and income	$ 402.7	$ 408.6

20230920023 48

The significant changes in contract liabilities with customers included in deferred revenues and income are as follows:

(In millions)	Deferred Revenues Related to Contracts with Customers
Balance December 31, 2020	$ 400.6
Cash received in advance (1)	186.1
Customer loyalty rewards accumulated, net of expirations:	
Admission revenues (2)	11.0
Food and beverage revenues (2)	20.3
Other theatre revenues (2)	(0.2)
Reclassification to revenue as the result of performance obligations satisfied:	
Admission revenues (3)	(127.4)
Food and beverage revenues (3)	(39.3)
Other theatre revenues (4)	(42.1)
Foreign currency translation adjustment	(3.9)
Balance December 31, 2021	$ 405.1
Cash received in advance (1)	292.0
Customer loyalty rewards accumulated, net of expirations:	
Admission revenues (2)	14.9
Food and beverage revenues (2)	22.7
Other theatre revenues (2)	(0.4)
Reclassification to revenue as the result of performance obligations satisfied:	
Admission revenues (3)	(205.2)
Food and beverage revenues (3)	(57.5)
Other theatre revenues (4)	(66.7)
Foreign currency translation adjustment	(6.1)
Balance December 31, 2022	$ 398.8

(1) Includes movie tickets, food and beverage, gift cards, exchange tickets, and AMC Stubs® and other loyalty membership fees.

(2) Amount of rewards accumulated, net of expirations, that are attributed to AMC Stubs® and other loyalty programs.

(3) Amount of rewards redeemed that are attributed to gift cards, exchange tickets, movie tickets, AMC Stubs® loyalty programs and other loyalty programs.

(4) Amounts relate to income from non-redeemed or partially redeemed gift cards, non-redeemed exchange tickets, AMC Stubs® loyalty membership fees and other loyalty programs.

The significant changes to contract liabilities included in the ESA in the consolidated balance sheets, are as follows:

(In millions)	Exhibitor Services Agreement (1)
Balance December 31, 2020	$ 537.6
Negative Common Unit Adjustment–reduction of common units (1)	(9.2)
Reclassification of the beginning balance to other theatre revenue, as the result of performance obligations satisfied	(18.0)
Balance December 31, 2021	$ 510.4
Common Unit Adjustment–additions of common units	15.0
Reclassification of portion of the beginning balance to other theatre revenue, as the result of performance obligations satisfied	(19.6)
Balance December 31, 2022	$ 505.8

(1) Represents the carrying amount of the NCM common units that were previously received under the annual Common Unit Adjustment. The deferred revenues are being amortized to other theatre revenues over the

20230920023 49

remainder of the 30-year term of the ESA ending in February 2037.

Transaction Price Allocated to the Remaining Performance Obligations. The following table includes the amount of NCM ESA, included in exhibitor services agreement in the Company's consolidated balance sheets, that is expected to be recognized as revenues in the future related to performance obligations that are unsatisfied as of December 31, 2022:

(In millions)	Exhibitor Services Agreement
Year ended 2023	$ 21.1
Year ended 2024	22.6
Year ended 2025	24.4
Year ended 2026	26.2
Year ended 2027	28.2
Years ended 2028 through February 2037	383.3
Total	$ 505.8

Gift Cards and Exchange Tickets. The total amount of non-redeemed gift cards and exchange tickets included in deferred revenues and income as of December 31, 2022 was $315.3 million. This will be recognized as revenues as the gift cards and exchange tickets are redeemed or as the non-redeemed gift card and exchange ticket revenues are recognized in proportion to the pattern of actual redemptions, which is estimated to occur over the next 24 months.

Loyalty Programs. As of December 31, 2022, the amount of deferred revenues allocated to the loyalty programs included in deferred revenues and income was $67.2 million. The earned points will be recognized as revenue as the points are redeemed, which is estimated to occur over the next 24 months. The AMC Stubs Premiere™ annual membership fee is recognized ratably over the one-year membership period.

The Company applies the practical expedient in ASC 606-10-50-14 and does not disclose information about remaining performance obligations that have original expected durations of one year or less.

20230920002350

NOTE 3—LEASES

The Company leases theatres and equipment under operating and finance leases. The Company typically does not believe that exercise of the renewal options is reasonably certain at the lease commencement and, therefore, considers the initial base term as the lease term. Lease terms vary but generally the leases provide for fixed and escalating rentals, contingent escalating rentals based on the Consumer Price Index and other indexes not to exceed certain specified amounts and variable rentals based on a percentage of revenues. The Company often receives contributions from landlords for renovations at existing locations. The Company records the amounts received from landlords as an adjustment to the right-of-use asset and amortizes the balance as a reduction to rent expense over the base term of the lease agreement. Equipment leases primarily consist of food and beverage equipment.

The Company received rent concessions provided by the lessors that aided in mitigating the economic effects of COVID-19 during the pandemic. These concessions primarily consisted of rent abatements and the deferral of rent payments. In instances where there were no substantive changes to the lease terms, i.e., modifications that resulted in total payments of the modified lease being substantially the same or less than the total payments of the existing lease, the Company elected the relief as provided by the FASB staff related to the accounting for certain lease concessions. The Company elected not to account for these concessions as a lease modification, and therefore the Company has remeasured the related lease liability and right-of-use asset but did not reassess the lease classification or change the discount rate to the current rate in effect upon the remeasurement. The deferred payment amounts have been recorded in the Company's lease liabilities to reflect the change in the timing of payments. The deferred payment amounts included in current maturities of operating lease liabilities and long-term operating lease liabilities are reflected in the consolidated statements of cash flows as part of the change in accrued expenses and other liabilities. Those leases that did not meet the criteria for treatment under the FASB relief were evaluated as lease modifications. The deferred payment amounts included in accounts payable for contractual rent amounts due and not paid are reflected in accounts payable on the consolidated balance sheets and in the consolidated statements of cash flows as part of the change in accounts payable. In addition, the Company included deferred lease payments in operating lease right-of-use assets as a result of lease remeasurements.

A summary of deferred payment amounts related to rent obligations for which payments were deferred to 2023 and future years are provided below:

(In millions)	As of December 31, 2021	Decrease in deferred amounts	As of December 31, 2022
Fixed operating lease deferred amounts (1)	$ 299.3	$ (149.0)	$ 150.3
Finance lease deferred amounts	2.4	(1.5)	0.9
Variable lease deferred amounts	13.4	(7.4)	6.0
Total deferred lease amounts	$ 315.1	$ (157.9)	$ 157.2

(1) During the year ended December 31, 2022, the decrease in fixed operating lease deferred amounts includes $144.6 million of decreases in the deferred balances as of December 31, 2021 related to payments and abatements.

20230920023S1

The following table reflects the lease costs for the years indicated below:

(In millions)	Consolidated Statements of Operations	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
Operating lease cost				
Theatre properties	Rent	$ 812.0	$ 775.4	$ 813.7
Theatre properties	Operating expense	5.4	1.1	2.8
Equipment	Operating expense	8.6	10.7	14.6
Office and other	General and administrative: other	5.3	5.4	5.4
Finance lease cost				
Amortization of finance lease assets	Depreciation and amortization	2.6	4.6	6.7
Interest expense on lease liabilities	Finance lease obligations	4.1	5.2	5.9
Variable lease cost				
Theatre properties	Rent	74.2	52.6	70.4
Equipment	Operating expense	60.0	43.4	6.4
Total lease cost		$ 972.2	$ 898.4	$ 925.9

The following table represents the weighted-average remaining lease term and discount rate as of December 31, 2022:

Lease Term and Discount Rate	As of December 31, 2022 Weighted Average Remaining Lease Term (years)	Weighted Average Discount Rate
Operating leases	9.4	10.0%
Finance leases	13.6	6.4%

Cash flow and supplemental information is presented below:

(In millions)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
Cash paid for amounts included in the measurement of lease liabilities:			
Operating cash flows used in finance leases	$ (3.8)	$ (2.9)	$ (3.2)
Operating cash flows used in operating leases	(1,032.4)	(883.2)	(446.5)
Financing cash flows used in finance leases	(9.4)	(9.0)	(6.2)
Landlord contributions:			
Operating cashflows provided by operating leases	19.9	22.0	43.6
Supplemental disclosure of noncash leasing activities:			
Right-of-use assets obtained in exchange for new operating lease liabilities (1)	277.3	196.6	201.5

(1) Includes lease extensions and option exercises.

20230920002352

Minimum annual payments required under existing operating and finance leases and the net present value thereof as of December 31, 2022 are as follows:

(In millions)	Operating Lease Payments (2)	Financing Lease Payments (2)
2023 (1)	$ 973.2	9.1
2024	862.1	8.2
2025	812.7	7.5
2026	748.0	7.3
2027	684.9	7.4
Thereafter	3,318.6	51.1
Total lease payments	7,399.5	90.6
Less imputed interest	(2,579.5)	(31.8)
Total operating and finance lease liabilities, respectively	$ 4,820.0	$ 58.8

(1) The minimum annual payments table above does not include contractual cash rent amounts that were due and not paid, which are recorded in accounts payable as shown below, including estimated repayment dates:

(In millions)	Accounts Payable Lease Payments
Twelve months ended December 31, 2023	$ 24.9

(2) The minimum annual payments table above includes deferred undiscounted cash rent amounts that were due and not paid related to operating and finance leases, as shown below:

(In millions)	Operating Lease Payments	Financing Lease Payments
2023	$ 81.7	$ 0.6
2024	15.9	—
2025	5.7	—
2026	4.2	—
2027	3.4	—
Thereafter	20.8	—
Total deferred lease amounts	$ 131.7	$ 0.6

As of December 31, 2022, the Company had signed additional operating lease agreements for three theatres that have not yet commenced of approximately $78.9 million, which are expected to commence between 2023 and 2024, and carry lease terms of approximately 10 to 20 years. The timing of lease commencement is dependent on the landlord providing the Company with control and access to the related facility.

20230920002353

NOTE 4—PROPERTY

A summary of property is as follows:

(In millions)	December 31, 2022	December 31, 2021
Property owned:		
Land	$ 73.7	$ 83.2
Buildings and improvements	209.4	215.1
Leasehold improvements	1,880.8	1,852.4
Furniture, fixtures and equipment	2,354.3	2,334.8
	4,518.2	4,485.5
Less: accumulated depreciation	2,838.4	2,572.0
	1,679.8	1,913.5
Property leased under finance leases:		
Building and improvements	54.8	60.4
Less: accumulated depreciation and amortization	15.4	11.4
	39.4	49.0
	$ 1,719.2	$ 1,962.5

Property is recorded at cost or fair value, in the case of property resulting from acquisitions. The Company uses the straight-line method in computing depreciation and amortization for financial reporting purposes. The estimated useful lives for leasehold improvements and buildings subject to a ground lease reflect the shorter of the expected useful lives of the assets or the base terms of the corresponding lease agreements for these leases for assets placed in service subsequent to the lease inception. The estimated useful lives are as follows:

Buildings and improvements	1 to 40 years
Leasehold improvements	1 to 20 years
Furniture, fixtures and equipment	1 to 15 years

Expenditures for additions (including interest during construction) and betterments are capitalized, and expenditures for maintenance and repairs are charged to expense as incurred. The cost of assets retired or otherwise disposed of and the related accumulated depreciation and amortization are eliminated from the accounts in the year of disposal. Gains or losses resulting from property disposals are included in operating expense in the accompanying consolidated statements of operations.

Depreciation expense was $359.0 million, $382.0 million, and $453.2 million for the years ended December 31, 2022, December 31, 2021 and December 31, 2020, respectively.

20230200235A

NOTE 5—GOODWILL AND INTANGIBLE ASSETS

The following table summarizes the changes in goodwill by reporting unit:

	U.S. Markets			International Markets			Consolidated Goodwill		
(In millions)	Gross Carrying Amount	Accumulated Impairment Losses	Net Carrying Amount	Gross Carrying Amount	Accumulated Impairment Losses	Net Carrying Amount	Gross Carrying Amount	Accumulated Impairment Losses	Net Carrying Amount
Balance December 31, 2020	$ 3,072.6	$ (1,276.1)	$ 1,796.5	$ 1,850.1	$ (1,099.3)	$ 750.8	$ 4,922.7	$ (2,375.4)	$ 2,547.3
Currency translation adjustment	—	—	—	(86.2)	10.0	(76.2)	(86.2)	10.0	(76.2)
Baltics disposition-Estonia (1)	—	—	—	(3.7)	—	(3.7)	(3.7)	—	(3.7)
Baltics disposition-Lithuania (1)	—	—	—	(37.6)	—	(37.6)	(37.6)	—	(37.6)
Balance December 31, 2021	3,072.6	(1,276.1)	1,796.5	1,722.6	(1,089.3)	633.3	4,795.2	(2,365.4)	2,429.8
Currency translation adjustment	—	—	—	(200.8)	113.0	(87.8)	(200.8)	113.0	(87.8)
Balance December 31, 2022	$ 3,072.6	$ (1,276.1)	$ 1,796.5	$ 1,521.8	$ (976.3)	$ 545.5	$ 4,594.4	$ (2,252.4)	$ 2,342.0

(1) See Note 1—The Company and Significant Accounting Policies for further information regarding the Baltic theatre sale.

Detail of other intangible assets is presented below:

		December 31, 2022		December 31, 2021	
(In millions)	Remaining Useful Life	Gross Carrying Amount	Accumulated Amortization	Gross Carrying Amount	Accumulated Amortization
Amortizable Intangible Assets:					
Management contracts and franchise rights	1 to 4 years	$ 9.3	$ (9.2)	$ 10.4	$ (9.8)
Starplex trade name	4 years	7.9	(5.0)	7.9	(4.1)
Carmike trade name	1 year	9.3	(8.0)	9.3	(6.7)
Total, amortizable		$ 26.5	$ (22.2)	$ 27.6	$ (20.6)
Non-amortizing Intangible Assets:					
AMC trademark		$ 104.4		$ 104.4	
Odeon trade names		35.8		38.9	
Nordic trade names		2.8		3.1	
Total, unamortizable		$ 143.0		$ 146.4	

See the impairment table in Note 1—The Company and Significant Accounting Policies for information regarding indefinite and definite-lived intangible assets impairment amounts.

Amortization expense associated with the intangible assets noted above is as follows:

	Year Ended		
(In millions)	December 31, 2022	December 31, 2021	December 31, 2020
Recorded amortization	$ 2.6	$ 3.5	$ 4.5

Estimated annual amortization for the next five calendar years for intangible assets is projected below:

(In millions)	2023	2024	2025	2026
Projected annual amortization	$ 2.1	$ 0.8	$ 0.8	$ 0.6

20230200355

NOTE 6—INVESTMENTS

Investments in non-consolidated affiliates and certain other investments accounted for under the equity method generally include all entities in which the Company or its subsidiaries have significant influence, but not more than 50% voting control, and are recorded in the consolidated balance sheets in other long-term assets. Investments in non-consolidated affiliates as of December 31, 2022, include interests in DCDC of 14.6%, AC JV, owner of Fathom Events, of 32.0%, SV Holdco, owner of Screenvision, of 18.3%, DCM of 50.0%, and SCC of 10.0%. The Company also has partnership interests in three U.S. motion picture theatres and approximately 50.0% interest in 57 theatres in Europe. Indebtedness held by equity method investees is non-recourse to the Company.

Investment in Hycroft

On March 14, 2022, the Company purchased 23.4 million units of Hycroft Mining Holding Corporation (NASDAQ: HYMC) ("Hycroft") for $27.9 million, with each unit consisting of one common share of Hycroft and one common share purchase warrant. The units were priced at $1.193 per unit. Each warrant is exercisable for one common share of Hycroft at a price of $1.068 per share over a 5-year term through March 2027. Hycroft filed a resale registration statement to register the common shares and warrant shares for the sale under Securities Act on April 14, 2022 which became effective on June 2, 2022. The Company accounts for the common shares of Hycroft under the equity method and we have elected the fair value option in accordance with ASC 825-10. The Company account for the warrants as derivatives in accordance with ASC 815. Accordingly, the fair value of the investments in Hycroft are remeasured at each subsequent reporting period and unrealized gains and losses are reported in investment income. During the year ended December 31, 2022, the Company recorded unrealized losses related to the investment in Hycroft of $6.3 million in investment expense (income), respectively.

NCM Transactions

Pursuant to the Company's Common Unit Adjustment Agreement, from time to time common units of NCM held by the Founding Members will be adjusted up or down through a formula ("Common Unit Adjustment" or "CUA"), primarily based on increases or decreases in the number of theatre screens operated and theatre attendance generated by each Founding Member. The CUA is computed annually, except that an earlier CUA will occur for a Founding Member if its acquisition or disposition of theatres, in a single transaction or cumulatively since the most recent CUA, will cause a change of 2% or more in the total annual attendance of all of the Founding Members. In the event that a CUA is determined to be a negative number, the Founding Member shall cause, at its election, either (a) the transfer and surrender to NCM of a number of common units equal to all or part of such Founding Member's CUA or (b) pay to NCM an amount equal to such Founding Member's CUA calculated in accordance with the CUA Agreement.

In March 2020, the NCM CUA resulted in a positive adjustment of 1,390,566 common units for the Company. The Company received the units and recorded the common units as an addition to deferred revenues for the ESA at fair value of $4.8 million, based upon a price per share of National CineMedia, Inc. ("NCM, Inc.") of $3.46 on March 12, 2020. In March 2021, the NCM CUA resulted in a negative adjustment of 3,012,738 common units for the Company, and therefore, the Company paid NCM cash of $9.2 million and recorded the amount as a reduction to deferred revenues for the ESA. During the year ended December 31, 2021, the Company sold its remaining approximately 1.4 million NCM shares and received net proceeds of $5.7 million, which were recorded in investment expense (income). In March 2022, the NCM CUA resulted in a positive adjustment of 5,954,646 common units for the Company. The Company received the units and recorded the common units as an addition to deferred revenues for the ESA at a fair value of $15.0 million, based upon a price per share of NCM, Inc. of $2.52 on March 30, 2022. During the year ended December 31, 2022, the Company sold its shares of NCM, Inc. for $1.5 million and recorded a realized loss in investment expense of $13.5 million. See Note 1—The Company and Significant Accounting Policies and Note 2—Revenue Recognition for further information regarding CUA and ESA.

DCIP Transactions

During the year ended December 31, 2021, the Company received cash distribution of $12.2 million from DCIP, which the Company recorded as a reduction to its investment in DCIP. The distribution reduced the Company's recorded investment below $0 and therefore the Company recorded equity in earnings of $4.0 million to increase its investment to $0 as the Company has not guaranteed any of the liabilities of DCIP. During the year ended December 31, 2020, the Company received distributions from DCIP of digital projectors it had been leasing with an estimated fair value of $125.2 million, which the Company recorded as a reduction to its investment in DCIP. DCIP ceased operations

20230920023356

during the year ended December 31, 2022. The Company received a liquidation distribution of $3.4 million from DCIP, which the Company recorded as equity in earnings. The Company will record any future liquidation distributions to equity in earnings.

AC JV Transactions

On December 26, 2013, the Company amended and restated its existing ESA with NCM in connection with the spin-off by NCM of its Fathom Events business to AC JV, a newly-formed company owned 32% by each of the Founding Members and 4% by NCM. AC JV distributes alternative content to theatre exhibitors. As of December 31, 2019, Cinemark and Regal also amended and restated their respective ESAs with NCM in connection with the spin-off. The ESAs were modified to remove those provisions addressing the rights and obligations related to digital programing services of the Fathom Events business. Those provisions are now contained in the Amended and Restated Digital Programming Exhibitor Services Agreements (the "Digital ESAs") that were entered into on December 26, 2013 by NCM and each of the Founding Members. These Digital ESAs were then assigned by NCM to AC JV as part of the Fathom spin-off.

Summary Financial Information

Investments in non-consolidated affiliates accounted for under the equity method as of December 31, 2022, include interests in Hycroft, SV Holdco, DCM, AC JV, DCDC, SCC, 57 theatres in Europe, three U.S. motion picture theatres, and other immaterial investments.

Condensed financial information of the Company's non-consolidated equity method investments is shown below with amounts presented under U.S. GAAP:

(In millions)	December 31, 2022	December 31, 2021
Current assets	$ 411.5	$ 265.6
Noncurrent assets	431.9	348.5
Total assets	843.4	614.1
Current liabilities	152.8	218.4
Noncurrent liabilities	452.9	208.7
Total liabilities	605.7	427.1
Stockholders' equity	237.7	187.0
Liabilities and stockholders' equity	843.4	614.1
The Company's recorded investment	69.6	85.6

Condensed financial information of the Company's non-consolidated equity method investments is shown below and amounts are presented under U.S. GAAP for the periods of ownership by the Company:

	Year Ended		
(In millions)	December 31, 2022	December 31, 2021	December 31, 2020
Revenues	$ 412.8	$ 285.1	$ 162.7
Operating costs and expenses	498.2	287.6	347.9
Net loss	$ (85.4)	$ (2.5)	$ (185.2)

The components of the Company's recorded equity in earnings (loss) of non-consolidated entities are as follows:

	Year Ended		
(In millions)	December 31, 2022	December 31, 2021	December 31, 2020
The Company's recorded equity in earnings (loss)	$ (1.6)	$ 11.0	$ (30.9)

20230920023357

Related Party Transactions

The Company recorded the following related party transactions with equity method investees:

(In millions)	As of December 31, 2022	As of December 31, 2021
Due from DCM for on-screen advertising revenue	$ 2.2	$ 2.2
Loan receivable from DCM	0.6	0.7
Due to AC JV for Fathom Events programming	(2.0)	(3.7)
Due from Screenvision for on-screen advertising revenue	—	2.3
Due from Nordic JVs	1.3	0.9
Due to Nordic JVs for management services	(1.1)	(1.1)
Due from SCC related to the joint venture	1.4	1.3
Due to U.S. theatre partnerships	(0.7)	—

(In millions)	Consolidated Statements of Operations	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
DCM screen advertising revenues	Other revenues	$ 17.0	$ 7.8	$ 3.8
DCIP equipment rental expense	Operating expense	-	0.2	1.0
Gross exhibition cost on AC JV Fathom Events programming	Film exhibition costs	11.6	10.4	3.9
Screenvision screen advertising revenues	Other revenues	6.9	4.6	2.6

20230927002258

NOTE 7—SUPPLEMENTAL BALANCE SHEET INFORMATION

Other assets and liabilities consist of the following:

(In millions)	December 31, 2022	December 31, 2021
Other current assets:		
Income taxes receivable	$ 1.0	$ 1.9
Prepaids	28.8	35.4
Merchandise inventory	36.4	31.3
Other	14.9	12.9
	$ 81.1	$ 81.5
Other long-term assets:		
Investments in real estate	$ 6.5	$ 9.7
Deferred financing costs revolving credit facility	3.1	5.5
Investments in equity method investees	69.6	85.6
Computer software	74.2	83.7
Investment in common stock	11.3	11.4
Pension asset	16.6	21.1
Investment in Hycroft common stock (1)	12.5	—
Investment in Hycroft warrants (1)	9.2	—
Other	19.1	32.0
	$ 222.1	$ 249.0
Accrued expenses and other liabilities:		
Taxes other than income	$ 77.6	$ 105.8
Interest	53.0	37.4
Payroll and vacation	45.8	44.4
Current portion of casualty claims and premiums	11.9	12.0
Accrued bonus	57.6	54.5
Accrued licensing and variable rent	23.7	23.5
Current portion of pension	0.7	0.8
Group insurance reserve	4.2	3.0
Accrued tax payable	4.9	4.7
Other	84.9	81.4
	$ 364.3	$ 367.5
Other long-term liabilities:		
Pension	$ 30.1	$ 46.5
Casualty claims and premiums	19.8	24.4
Contingent lease liabilities	—	0.3
Other	55.2	93.8
	$ 105.1	$ 165.0

(1) The equity method investment in Hycroft and related warrants are measured at fair value. See Note 6—Investments and Note 12—Fair Value Measurements for further information regarding the investment in Hycroft.

20230920002359

NOTE 8—CORPORATE BORROWINGS AND FINANCE LEASE LIABILITIES

A summary of the carrying value of corporate borrowings and finance lease liabilities is as follows:

(In millions)	December 31, 2022	December 31, 2021
First Lien Secured Debt:		
Senior Secured Credit Facility-Term Loan due 2026 (7.274% as of December 31, 2022)	$ 1,925.0	$ 1,945.0
10.75% in Year 1, 11.25% thereafter Cash/PIK Odeon Term Loan Facility due 2023 (£147.6 million and €312.2 million par value as of December 31, 2021)	—	552.6
12.75% Odeon Senior Secured Notes due 2027	400.0	—
7.5% First Lien Notes due 2029	950.0	—
10.5% First Lien Notes due 2025	—	500.0
10.5% First Lien Notes due 2026	—	300.0
15%/17% Cash/PIK Toggle First Lien Secured Notes due 2026	—	73.5
Second Lien Secured Debt:		
10%/12% Cash/PIK/Toggle Second Lien Subordinated Notes due 2026	1,389.8	1,508.0
Subordinated Debt:		
6.375% Senior Subordinated Notes due 2024 (£4.0 million par value as of December 31, 2022)	4.8	5.4
5.75% Senior Subordinated Notes due 2025	98.3	98.3
5.875% Senior Subordinated Notes due 2026	55.6	55.6
6.125% Senior Subordinated Notes due 2027	125.5	130.7
Total principal amount of corporate borrowings	$ 4,949.0	$ 5,169.1
Finance lease liabilities	58.8	72.7
Deferred financing costs	(37.9)	(39.1)
Net premium (1)	229.7	298.0
Total carrying value of corporate borrowings and finance lease liabilities	$ 5,199.6	$ 5,500.7
Less:		
Current maturities corporate borrowings	(20.0)	(20.0)
Current maturities finance lease obligations	(5.5)	(9.5)
Total noncurrent carrying value of corporate borrowings and finance lease liabilities	$ 5,174.1	$ 5,471.2

20230922002360

(1) The following table provides the net premium (discount) amounts of corporate borrowings:

(In millions)	December 31, 2022	December 31, 2021
10%/12% Cash/PIK/Toggle Second Lien Subordinated Notes due 2026	$ 265.5	$ 364.6
15%/17% Cash/PIK Toggle First Lien Secured Notes due 2026	—	(16.8)
10.5% First Lien Notes due 2026	—	(24.5)
10.5% First Lien Notes due 2025	—	(7.2)
Senior Secured Credit Facility-Term Loan due 2026	(4.8)	(6.1)
10.75% in Year 1, 11.25% thereafter Cash/PIK Odeon Term Loan Facility due 2023	—	(12.1)
12.75% Odeon Senior Secured Notes due 2027	(31.1)	—
6.375% Senior Subordinated Notes due 2024	0.1	0.1
	$ 229.7	$ 298.0

The following table provides the principal payments required and maturities of corporate borrowings as of December 31, 2022:

(In millions)	Principal Amount of Corporate Borrowings
2023	$ 20.0
2024	24.8
2025	118.3
2026	3,310.4
2027	525.5
Thereafter	950.0
Total	$ 4,949.0

Odeon Secured Debt

Odeon Senior Secured Notes due 2027. On October 20, 2022, Odeon Finco PLC, a direct subsidiary of Odeon Cinemas Group Limited ("OCGL") and an indirect subsidiary of the Company issued $400.0 million aggregate principal amount of its 12.75% Odeon Senior Secured Notes due 2027 ("Odeon Notes due 2027"), at an issue price of 92.00%. The Odeon Notes due 2027 bear a cash interest rate of 12.75% per annum and will be payable semi-annually in arrears on May 1 and November 1, beginning on May 1, 2023. The Odeon Notes due 2027 are guaranteed on a senior secured basis by certain subsidiaries of Odeon and by Holdings on a standalone and unsecured basis. The Odeon Notes due 2027 contain covenants that limit Odeon and certain subsidiaries' ability to, among other things: (i) incur additional indebtedness of guarantee indebtedness; (ii) create liens; (iii) declare or pay dividends, redeem stock or make other distributions to stockholders; (iv) make investments; (v) enter into transactions with affiliates; (vi) consolidate, merge, sell or otherwise dispose of all or substantially all of their respective assets; and (vii) impair the security interest in the collateral. These covenants are subject to a number of important limitations and exceptions. The Company used the $363.0 million net proceeds from the Odeon Notes due 2027 and $146.7 million of existing cash to fund the repayment in full of the £147.6 million and €312.2 million ($167.7 million and $308.9 million, respectively using October 20, 2022 exchange rates) aggregate principal amounts of the Odeon Term Loan Facility and to pay related accrued interest, fees, costs, premiums and expenses. The Company recorded a loss on debt extinguishment related to this transaction of $36.5 million in other expense during the year ended December 31, 2022.

20230920002361

Prior to November 1, 2024, up to 35% of the original aggregate principal amount of the Odeon Notes due 2027 may be redeemed at a price of 112.75% of the principal thereof with the net proceeds of one or more certain equity offerings provided that the redemption occurs with the 120 days after the closing of such equity offerings. On or after November 1, 2024, the Odeon Notes due 2027 will be redeemable, in whole or in part, at redemption prices equal to (i) 106.375% for the twelve-month period beginning on November 1, 2024; (ii) 103.188% for the twelve-month period beginning on November 1, 2025 and (iii) 100.000% at any time thereafter, plus accrued and unpaid interest, if any. If the Company or its restricted subsidiaries sell assets under certain circumstances, the Company will be required to use the net proceeds to repay the Odeon Notes due 2027 or any additional First Lien Obligations at a price no less than 100% of the issue price of the Odeon Notes due 2027, plus accrued and unpaid interest, if any. Upon a Change of Control (as defined in the indenture governing the Odeon Notes due 2027), the Company must offer to purchase the Odeon Notes due 2027 at a purchase price equal to 101% of the principal amount, plus accrued and unpaid interest, if any. On December 14, 2022, the Odeon Notes due 2027 were admitted to the official list of The International Stock Exchange ("TISE"). The Odeon Notes due 2027 will automatically delist from TISE on the business day following the maturity date of November 1, 2027, unless adequate notice is given together with supporting documents setting out any changes to the date of maturity or confirmation that the Odeon Notes due 2027 have not been fully repaid.

Odeon Term Loan Facility. On February 15, 2021, Odeon Cinemas Group Limited ("OCGL"), a wholly-owned subsidiary of the Company, entered into a new £140.0 million and €296.0 million term loan facility (the "Odeon Term Loan due 2023") agreement (the "Odeon Term Loan Facility"), by and among Odeon, the subsidiaries of Odeon party thereto, the lenders and other loan parties thereto and Lucid Agency Services Limited as agent and Lucid Trustee Services Limited as security agent. Approximately £89.7 million and €12.8 million of the net proceeds from the Odeon Term Loan Facility were used to repay in full Odeon's obligations (including principal, interest, fees and cash collateralized letters of credit) under its then-existing revolving credit facility and the remaining net proceeds will be used for general corporate purposes. The Company recorded deferred financing costs of $1.0 million in other expense during the year ended December 31, 2021. Borrowings under the Odeon Term Loan Facility bear interest at a rate equal to 10.75% per annum during the first year and 11.25% thereafter and each interest period is 3 months, or such other period agreed between the Company and the Agent. The interest is capitalized on the last day of each interest period and added to the outstanding principal amount, however, Odeon has the option to elect to pay interest in cash. For the first interest period ending May 2021 and the second interest period ending August 2021, Odeon elected to pay in PIK interest. Odeon paid cash interest with respect to the third interest period ending November 2021. The principal amount of new funding is prior to deducting discounts of $19.4 million and deferred financing costs of $16.5 million related to the Odeon Term Loan Facility. The discount and deferred financing costs will be amortized to interest expense over the term using the effective interest method. On October 20, 2022, the Company completely repaid the Odeon Term Loan Facility using existing cash and $363.0 million net proceeds from the issuance of the Odeon Notes due 2027.

First Lien Toggle Notes Due 2026

On January 15, 2021, the Company issued $100.0 million aggregate principal amount of its 15%/17% Cash/PIK Toggle First Lien Secured Notes due 2026 (the "First Lien Toggle Notes due 2026") as contemplated by the previously disclosed commitment letter with Mudrick Capital Management, LP ("Mudrick"), dated as of December 10, 2020. The First Lien Toggle Notes due 2026 were issued pursuant to an indenture dated as of January 15, 2021 among the Company, the guarantors named therein and the U.S. bank National Association, as trustee and collateral agent. On September 30, 2021, the Company exercised an option to repurchase $35.0 million of its First Lien Toggle Notes due 2026. The total cost to exercise this repurchase option was $40.3 million, including principal, redemption price and accrued and unpaid interest. As a result of this debt reduction, the Company's annual cash interest cost were reduced by $5.25 million. During the year ended December 31, 2021, the Company recorded loss on debt extinguishment of $14.4 million in other expense.

The First Lien Toggle Notes due 2026 bear cash interest at a rate of 15% per annum payable semi-annually in arrears on January 15 and July 15, beginning on July 15, 2021. Interest for the first three interest periods after the issue date may, at the Company's option, be paid in PIK interest at a rate of 17% per annum, and thereafter interest shall be payable solely in cash. For the first interest period ended July 15, 2021, the Company elected to pay in PIK interest. The First Lien Toggle Notes due 2026 will mature on April 24, 2026. The indenture provides that the First Lien Toggle Notes due 2026 are general senior secured obligations of the Company and are secured on a pari passu basis with the Senior Secured Credit Facilities, the First Lien Notes due 2026, and the First Lien Notes due 2025.

20230920002362

On December 14, 2020, Mudrick received a total of 21,978,022 shares of the Company's common stock ("Common Stock"); of which 8,241,758 shares ("Commitment Shares") relates to consideration received for a commitment fee and 13,736,264 shares ("Exchange Shares") as consideration received for the second lien exchange. Mudrick exchanged $100 million aggregate principal amount of the Second Lien Notes due 2026 that were held by Mudrick for the Exchange Shares (the "Second Lien Exchange") and waived its claim to PIK interest of $4.5 million principal amount. The fair value of 21,978,022 shares of the Company's Common Stock was $70.1 million based on the market closing price of $3.19 per share on December 14, 2020. On December 14, 2020, the common shares issued were recorded by the Company in stockholders' deficit. During the year ended December 31, 2021, the Company reclassified the prepaid commitment fee and deferred charges of $28.6 million to corporate borrowings from other long-term assets for the Commitment Shares and deferred charges. The prepaid commitment fee was recorded as a discount and, together with deferred charges, will be amortized to interest expense over the term of the First Lien Toggle Notes due 2026 using the effective interest method. During the year ended December 31, 2020, the Company recorded a gain on extinguishment of the Second Lien Notes due 2026 of $93.6 million based on the fair value of the Exchange Shares of $43.8 million and the carrying value of the $104.5 million principal amount of the Second Lien Notes exchanged of $137.4 million. The Company filed a shelf registration statement in December 2020, which was declared effective providing for the resale of the Exchange Shares.

First Lien Notes Due 2029

On February 14, 2022, the Company issued $950.0 million aggregate principal amount of its 7.5% First Lien Senior Secured Notes due 2029 ("First Lien Notes due 2029"), pursuant to an indenture, dated as of February 14, 2022, among the Company, the guarantors named therein and U.S. Bank Trust Company, National Association, as trustee and collateral agent. The Company used the net proceeds from the sale of the notes, and cash on hand, to fund the full redemption of the then outstanding $500 million aggregate principal amount of the Company's 10.5% First Lien Notes due 2025 ("First Lien Notes due 2025"), the then outstanding $300 million aggregate principal amount of the Company's 10.5% First Lien Notes due 2026 ("First Lien Notes due 2026"), and the then outstanding $73.5 million aggregate principal amount of the Company's 15%/17% Cash/PIK Toggle First Lien Secured Notes due 2026 ("First Lien Toggle Notes due 2026") and to pay related accrued interest, fees, costs, premiums and expenses. The Company recorded a loss on debt extinguishment related to this transaction $135.0 million in other expense during the year ended December 31, 2022. The deferred charges will be amortized to interest expense over the term of the First Lien Notes due 2029 using the effective interest method.

The First Lien Notes due 2029 bear cash interest at a rate of 7.5% per annum payable semi-annually in arrears on February 15 and August 15, beginning on August 15, 2022. The First Lien Notes due 2029 have not been registered under the Securities Act of 1933, as amended, and will mature on February 15, 2029. The Company may redeem some or all of the First Lien Notes due 2029 at any time on or after February 15, 2025, at the redemption prices equal to (i) 103.750% for the twelve-month period beginning on February 15, 2025; (ii) 101.875% for the twelve-month period beginning on February 15, 2026, and (iii) 100.0% at any time thereafter, plus accrued and unpaid interest. In addition, the Company may redeem up to 35% of the aggregate principal amount of the First Lien Notes due 2029 using net proceeds from certain equity offerings completed prior to February 15, 2025 at a redemption price equal to 107.5% of their aggregate principal amount and accrued and unpaid interest to, but not including the date of redemption. The Company may redeem some or all of the First Lien Notes due 2029 at any time prior to February 15, 2025 at a redemption price equal to 100% of their aggregate principal amount and accrued and unpaid interest to, but not including, the date of redemption, plus an applicable make-whole premium. Upon a Change of Control (as defined in the indenture governing the First Lien Notes due 2029), the Company must offer to purchase the First Lien Notes due 2029 at a purchase price equal to 101% of the principal amounts, plus accrued and unpaid interest.

The First Lien Notes due 2029 are general senior secured obligations of the Company and are fully and unconditionally guaranteed on a joint and several senior secured basis by all of the Company's existing and future subsidiaries that guarantee the Company's other indebtedness, including the Company's Senior Secured Credit Facilities. The First Lien Notes due 2029 are secured, on a pari passu basis with the Senior Secured Credit Facilities, on a first-priority basis by substantially all of the tangible and intangible assets owned by the Company and guarantors that secure obligations under the Senior Secured Credit Facilities including pledges of capital stock of certain of the Company's and the guarantor's wholly-owned material subsidiaries (but limited to 65% of the voting stock of any foreign subsidiary), subject to certain thresholds, exceptions and permitted liens.

20230920023633

The indentures governing the First Lien Notes due 2029 contain covenants that restrict the ability of the Company to, among other things: (i) incur additional indebtedness, including additional senior indebtedness; (ii) pay dividends on or make other distributions in respect of its capital stock; (iii) purchase or redeem capital stock or prepay subordinated debt or other junior securities (iv) create liens ranking pari passu in right of payment with or subordinated in right of payment to First Lien Notes due 2029; (v) enter into certain transactions with its affiliates; and (vi) merge or consolidate with other companies or transfer all or substantially all of their respective assets. These covenants are subject to a number of important limitations and exceptions. The indentures governing the First Lien Notes due 2029 also provides for events of default, which, if any occur, would permit or require the principal, interest and any other monetary obligations on all the then outstanding notes to be due and payable immediately.

Senior Subordinated Debt Exchange Offers

On July 31, 2020, the Company consummated its previously announced private offers to exchange (the "Exchange Offers") any and all of its outstanding 6.375% Senior Subordinated Notes due 2024, 5.75% Senior Subordinated Notes due 2025, 5.875% Senior Subordinated Notes due 2026 and 6.125% Senior Subordinated Notes due 2027 (together the "Existing Subordinated Notes") for newly issued Second Lien Notes due 2026.

The aggregate principal amounts of the Existing Subordinated Notes set forth in the table below were validly tendered and subsequently accepted. Such accepted Existing Subordinated Notes were retired and cancelled.

(In thousands)	Total Aggregate Principal Amount Validly Tendered	Percentage of Outstanding Existing Subordinated Notes Validly Tendered
6.375% Senior Subordinated Notes due 2024 (£496,014 par value)	$ 632,145	99.20 %
5.75% Senior Subordinated Notes due 2025	$ 501,679	83.61 %
5.875% Senior Subordinated Notes due 2026	$ 539,393	90.65 %
6.125% Senior Subordinated Notes due 2027	$ 344,279	72.48 %

The Exchange Offers reduced the principal amounts of the Company's debt by approximately $555 million, which represented approximately 23.9% of the principal amount of the Existing Subordinated Notes. The Company raised $300 million in additional cash from the issuance of the new First Lien Notes due 2026, prior to deducting $36 million related to discounts and deferred financing costs paid to the lenders. Additionally, certain holders of the Existing Subordinated Notes that agreed to backstop the rights offering for $200 million of the First Lien Notes due 2026 received five million common shares, or 4.6% of AMC's outstanding shares as of July 31, 2020, worth $20.2 million at the market closing price on July 31, 2020. The closing of the Exchange Offers also allowed the Company to extend maturities on approximately $1.7 billion of debt to 2026, most of which was maturing in 2024 and 2025 previously. Interest due for 12 to 18 months after issuance on the Second Lien Notes due 2026 is expected to be paid all or in part on an in-kind basis, thereby generating a further near-term cash savings for the Company of between approximately $120 million and $180 million. The Company realized $1.2 billion of cancellation of debt income ("CODI") for tax purposes in connection with its debt restructuring. As a result of such CODI, $1.2 billion of its net operating losses were eliminated as a result of tax attribute reductions, see Note 10—Income Taxes for further information.

In connection with the Exchange Offers, the Company also received consents from eligible holders of the Existing Subordinated Notes to amend the indentures governing the Existing Subordinated Notes to among other things, (i) release the existing subsidiary guarantees of the Existing Subordinated Notes, (ii) eliminate substantially all of the restrictive covenants, certain affirmative covenants and certain events of default contained in the indentures governing the Existing Subordinated Notes, and (iii) make other conforming changes to internally conform to certain proposed amendments.

The Company performed an assessment on a lender-by-lender basis to identify certain lenders that met the criteria for a troubled debt restructuring ("TDR") under ASC 470-60, Troubled Debt Restructurings by Debtors ("ASC 470-60") as the Company was experiencing financial difficulties and the lenders granted a concession. The portion of the loans that did not meet the assessment of TDR under ASC 470-60 were treated as modifications. The Company accounted for the exchange of approximately $1,782.5 million principal amount of its Existing Senior Subordinated Notes for approximately $1,289.1 million principal amount of the Second Lien Notes due 2026 as TDR. The Company accounted for the exchange of the remaining approximately $235.0 million principal amount of its Existing Senior Subordinated Notes for approximately $173.2 million principal amount of the Second Lien Notes due 2026 as a

20230920023364

modification of debt as the lenders did not grant a concession and the difference between the present value of the old and new cash flows was less than 10%. The TDR and modification did not result in a gain recognition and the Company established new effective interest rates based on the carrying value of the Existing Subordinated Notes and recorded the new fees paid to third parties of approximately $39.3 million in other expense, during the year ended December 31, 2020.

Second Lien Notes due 2026. In connection with the Second Lien Exchange on December 14, 2020, Mudrick exchanged $104.5 million aggregate principal amount of the Company's Second Lien Notes due 2026 held by Mudrick for 13,736,264 shares of the Company's Common Stock, see "First Lien Toggle Notes Due 2026" above for further information.

In connection with the Exchange Offers on July 31, 2020, the Company issued $1,462.3 million aggregate principal amount of the new Second Lien Notes due 2026 in exchange for the Existing Subordinated Notes. The Second Lien Notes due 2026 were issued pursuant to an indenture, dated as of July 31, 2020, among the Company, the guarantors named therein and GLAS Trust Company LLC, as trustee and collateral agent. The Company has reflected a premium of $535.1 million on the Second Lien Notes due 2026 as the difference between the principal balance of the Second Lien Notes due 2026 and the $1,997.4 million carrying value of the Existing Subordinated Notes exchanged. The premium will be amortized to interest expense over the term of the Second Lien Notes due 2026 using the effective interest method.

In connection with the Exchange Offers and the First Lien Notes due 2026, the Company issued five million shares of Common Stock to certain holders of subordinated notes as consideration for their commitment to backstop the issuance of $200 million of the First Lien Notes due 2026. Pursuant to the Backstop Commitment Agreement dated July 10, 2020, certain of the actual or beneficial holders of Existing Subordinated Notes agreed to purchase 100% of the First Lien Notes due 2026 that were not subscribed for in connection with the $200 million rights offering to holders of the Existing Subordinated Notes participating in the Exchange Offers. Those providing a backstop commitment pursuant to the Backstop Commitment Agreement received their pro-rata share of five million shares of the Common Stock, or 4.6% of AMC's outstanding shares as of July 31, 2020, worth $20.2 million at the market closing price on July 31, 2020. The equity issuance was recorded by the Company in stockholders' deficit with an offset in corporate borrowings as a discount. The discount will be amortized to interest expense over the term of the Second Lien Notes due 2026 using the effective interest method. As part of the registration rights agreement related to the issuance of the Common Stock, the Company filed a shelf registration statement in August 2020 providing for the resale of the shares of Common Stock issued as consideration for the backstop commitment described above.

The Second Lien Notes due 2026 bear cash interest at a rate of 10% per annum payable semi-annually in arrears on June 15 and December 15, beginning on December 15, 2020. Subject to the limitation in the next succeeding sentence, interest for the first three interest periods after the issue date may, at the Company's option, be paid in PIK interest at a rate of 12% per annum. For the first interest period ending December 15, 2020 and the second interest period ending June 15, 2021, the Company elected to pay in PIK interest. For the third interest period ending December 15, 2021, the Company paid cash interest with respect to the third interest period. For all interest periods after the first three interest periods, interest will be payable solely in cash at a rate of 10% per annum.

The Second Lien Notes due 2026 are redeemable at the Company's option prior to June 15, 2023, at a redemption price equal to 100% of their aggregate principal amount and accrued and unpaid interest, plus an applicable make-whole premium. On or after June 15, 2023, the Second Lien Notes due 2026 will be redeemable, in whole or in part, at a redemption price equal to (i) 106.0% for the twelve-month period beginning on June 15, 2023; (ii) 103.0% for the twelve-month period beginning on June 15, 2024 and (iii) 100.0% at any time thereafter, plus accrued and unpaid interest. If the Company or its restricted subsidiaries sell assets, under certain circumstances, the Company will be required to apply the net proceeds to redeem the Second Lien Notes due 2026 at a price equal to 100% of the issue price of the Second Lien Notes due 2026, plus accrued and unpaid interest to, but excluding the redemption date. Upon a Change of Control (as defined in the indenture governing the Second Lien Notes due 2026), the Company must offer to purchase the Second Lien Notes due 2026 at a purchase price equal to 101% of the principal amount, plus accrued and unpaid interest. The Second Lien Notes due 2026 have not been registered under the Securities Act of 1933, as amended (the "Securities Act") and will mature on June 15, 2026.

The Second Lien Notes due 2026 are fully and unconditionally guaranteed on a joint and several basis by each of the Company's subsidiaries that currently guarantee its obligations under the Company's Senior Secured Credit

20230920002365

Facilities. The Second Lien Notes due 2026 are secured on a second-priority basis by substantially all of the tangible and intangible assets owned by the Company and the guarantor subsidiaries that secure obligations under the Senior Secured Credit Facilities ("Collateral"). The Second Lien Notes due 2026 are subordinated in right of payment to all indebtedness of the Company that is secured by a first-priority lien on the Collateral.

The indenture governing the Second Lien Notes due 2026 contains covenants that restrict the ability of the Company to: incur additional debt or issue certain preferred shares; pay dividends on or make other distributions in respect of its capital stock or make other restricted payments; make certain investments; or transfer certain assets; create liens on certain assets to secure debt; consolidate, merge, sell or otherwise dispose of all or substantially all of its assets; enter into certain transactions with its affiliates; and allow to exist certain restrictions on the ability of its subsidiaries to pay dividends or make other payments to the Company. The Second Lien Notes due 2026 Indenture also contains certain affirmative covenants and events of default.

During the year ended December 31, 2022, the Company repurchased $118.3 million aggregate principal amounts of the Second Lien Notes due 2026 for $68.3 million and recorded a gain on extinguishment of $75.0 million in other expense (income). Accrued interest of $4.5 million was paid in connection with the repurchases.

First Lien Notes due 2026. In connection with the Exchange Offers, certain holders of the Existing Subordinated Notes purchased 10.5% First Lien Notes due 2026 in an aggregate principal amount of $200 million. The 10.5% First Lien Notes due 2026 issued to certain holders of the Existing Subordinated Notes were issued pursuant to an indenture, dated as of July 31, 2020, among the Company, the guarantors named therein and GLAS Trust Company LLC, as trustee and collateral agent.

Separately, upon the closing of its private debt exchange, Silver Lake Alpine, L.P. and Silver Lake Alpine (Offshore Master), L.P., each affiliates of Silver Lake Group, L.L.C. ("Silver Lake"), purchased from the Company $100 million principal amount of First Lien Notes due 2026. The 10.5% First Lien Notes due 2026 issued to affiliates of Silver Lake were issued pursuant to an indenture, dated as of July 31, 2020, among the Company, the guarantors named therein and U.S. Bank National Association, as trustee and collateral agent. The terms of the 10.5% First Lien Notes due 2026 issued to the holders of the Existing Subordinated Notes and the 10.5% First Lien Notes due 2026 issued to Silver Lake are substantially identical. The $300 million principal amount of new funding is prior to deducting discounts of $30.0 million and deferred financing costs paid to lenders of $6.0 million related to the First Lien Notes due 2026. The discount and deferred financing costs will be amortized to interest expense over the term using the effective interest method. Silver Lake has sold the previously held $100 million aggregate principal amount of the First Lien Notes due 2026 previously held.

The First Lien Notes due 2026 bear interest at a rate of 10.5% per annum, payable semi-annually on June 15 and December 15, beginning on December 15, 2020. The First Lien Notes due 2026 are redeemable at the Company's option prior to June 15, 2022, at a redemption price equal to 100% of their aggregate principal amount and accrued and unpaid interest, plus an applicable make-whole premium. On or after June 15, 2022, the First Lien Notes due 2026 will be redeemable, in whole or in part, at redemption prices equal to (i) 105.250% for the twelve-month period beginning on June 15, 2022; (ii) 102.625% for the twelve-month period beginning on June 15, 2023 and (iii) 100.000% at any time thereafter, plus accrued and unpaid interest, if any. In addition, at any time on or prior to June 15, 2022, the Company may, subject to certain limitations specified in the First Lien Notes due 2026 Indenture, on one or more occasions, redeem up to 35% of the aggregate principal amount of the First Lien Notes due 2026 at a redemption price equal to 110.500% of the aggregate principal amount thereof, plus accrued and unpaid interest, if any, with the net cash proceeds of certain equity offerings. If the Company or its restricted subsidiaries sell assets, under certain circumstances, the Company will be required to use the net proceeds to redeem the First Lien Notes due 2026 at a price equal to 100% of the issue price of the First Lien Notes due 2026, plus accrued and unpaid interest, if any. Upon a Change of Control (as defined in the indentures governing the First Lien Notes due 2026), the Company must offer to purchase the First Lien Notes due 2026 at a purchase price equal to 101% of the principal amount, plus accrued and unpaid interest, if any. The First Lien Notes due 2026 have not been registered under the Securities Act and will mature on April 24, 2026.

The First Lien Notes due 2026 are fully and unconditionally guaranteed on a joint and several basis by each of the Company's subsidiaries that currently guarantee its obligations under the Company's Senior Secured Credit Facilities. The First Lien Notes due 2026 are secured by a first-priority lien on the Collateral.

The indentures governing the First Lien Notes due 2026 contain covenants that restrict the ability of the Company to: incur additional debt or issue certain preferred shares; pay dividends on or make other distributions in

20230920002365

respect of its capital stock or make other restricted payments; make certain investments; or transfer certain assets; create liens on certain assets to secure debt; consolidate, merge, sell or otherwise dispose of all or substantially all of its assets; enter into certain transactions with its affiliates; and allow to exist certain restrictions on the ability of its subsidiaries to pay dividends or make other payments to the Company. The indentures governing the First Lien Notes due 2026 also contain certain affirmative covenants and events of default.

Senior Secured Credit Facilities. The Company is party to that certain Credit Agreement, dated as of April 30, 2013 (as amended by that certain First Amendment to Credit Agreement, dated as of December 11, 2015, that certain Second Amendment to Credit Agreement, dated as of November 8, 2016, that certain Third Amendment to Credit Agreement, dated as of May 9, 2017, that certain Fourth Amendment to Credit Agreement, dated as of June 13, 2017, that certain Fifth Amendment to Credit Agreement, dated as of August 14, 2018, that certain Sixth Amendment to Credit Agreement, dated as of April 22, 2019, that certain Seventh Amendment to Credit Agreement, dated as of April 23, 2020, that certain Eighth Amendment to Credit Agreement, dated as of July 31, 2020, that certain Ninth Amendment to Credit Agreement, dated as of March 8, 2021, that certain Tenth Amendment to Credit Agreement, also dated as of March 8, 2021, that certain Eleventh Amendment to Credit Agreement, dated as of December 20, 2021 (the "Eleventh Amendment"), and that certain Twelfth Amendment to Credit Agreement, dated as of January 25, 2023 (the "Twelfth Amendment"), the "Credit Agreement"), with the issuing banks and lenders from time to time party thereto and Wilmington Savings Fund Society, FSB, as administrative agent (as successor to Citicorp North America, Inc., the "Administrative Agent"), pursuant to which the lenders have agreed to provide the Senior Secured Term Loan (as defined below) and the Senior Secured Revolving Credit Facility (as defined below). The Senior Secured Credit Facilities (as defined below) are provided by a syndicate of banks and other financial institutions.

On March 8, 2021, the Company entered into the Ninth Amendment to Credit Agreement (the "Ninth Amendment"), with the requisite revolving lenders party thereto and the Administrative Agent, pursuant to which the requisite revolving lenders party thereto agreed to extend the suspension period for the financial covenant applicable to the Senior Secured Revolving Credit Agreement under the Credit Agreement (the "Covenant Suspension Period") from a period ending March 31, 2021, to a period ending on March 31, 2022, which was extended by the Eleventh Amendment to a period ending on March 31, 2023, which was further extended by the Twelfth Amendment to a period ending on March 31, 2024 (the Covenant Suspension Period as so extended, the "Extended Covenant Suspension Period"). During the Extended Covenant Suspension Period, the Company will not, and will not permit any of its restricted subsidiaries to, (i) make certain restricted payments, (ii) subject to certain exceptions, incur any indebtedness for borrowed money that is pari passu or senior in right of payment or security with the Revolving Loans (as defined in the Credit Agreement) or (iii) make any investment in or otherwise dispose of any assets to any subsidiary of the Company that is not a Loan Party (as defined in the Credit Agreement) to facilitate a new financing incurred by a subsidiary of the Company. In addition, as an ongoing condition to the suspension of the financial covenant, the Company also agreed to (i) a minimum liquidity test of $100 million, (ii) an anti-cash hoarding test at any time Revolving Loans are outstanding and (iii) additional reporting obligations. In addition, on March 8, 2021 the Company entered into the Tenth Amendment to the Credit Agreement (the "Tenth Amendment"), pursuant to which the Company agreed not to consent to certain modifications to the Credit Agreement described in the Tenth Amendment without the consent of the majority of the revolving lenders party to the Tenth Amendment.

On July 31, 2020, the Company entered into the Eighth Amendment to Credit Agreement (the "Eighth Amendment") with Citicorp North America, Inc., as the administrative agent, pursuant to which certain restrictive provisions, including modifications to the covenants limiting indebtedness, liens, investments, asset sales and restricted payments, were added to the Credit Agreement to ensure that the terms and conditions of the First Lien Notes due 2026, the Convertible Notes due 2026 and the Second Lien Notes due 2026 (subject to certain exceptions) are not materially more favorable (when taken as a whole) to the noteholders than the terms and conditions of the Credit Agreement (when taken as a whole) are to the lenders thereunder. The Company accounted for this transaction as a modification of debt.

On April 23, 2020, the Company entered into the Seventh Amendment to Credit Agreement (the "Seventh Amendment") with the requisite revolving lenders party thereto and Citicorp North America, Inc., as administrative agent, pursuant to which the requisite revolving lenders party thereto agreed to suspend the financial covenant applicable to the Senior Secured Revolving Credit Facility for the period from and after the effective date of the Seventh Amendment to and including the earlier of (a) March 31, 2021 and (b) the day immediately preceding the last day of the Test Period (as defined in the Credit Agreement) during which the Company has delivered a Financial Covenant Election (as defined in the Credit Agreement) to the Administrative Agent (such period, the "Initial Covenant Suspension Period"). During the Initial Covenant Suspension Period, the Company will not, and will not permit any of its restricted

20230920023671

subsidiaries to, make certain restricted payments, and such conditions were further amended by the Ninth Amendment. As an ongoing condition to the suspension of the financial covenant, the Company agreed to a minimum Liquidity (as defined in the Seventh Amendment) test, which was amended by the Ninth Amendment. In addition, the Seventh Amendment provides for certain changes to the covenants limiting indebtedness, liens and restricted payments that are intended to match corresponding restrictions under the 10.5% first lien notes due 2025 (the "First Lien Notes due 2025") and to ensure that the terms and conditions of the First Lien Notes due 2025 (subject to certain exceptions) are not materially more favorable (when taken as a whole) to the noteholders than the terms and conditions of the Credit Agreement (when taken as a whole) are to the lenders thereunder. Pursuant to the terms of the Seventh Amendment, these more restrictive terms will be operative until the repayment, satisfaction, defeasance or other discharge of the obligations under the First Lien Notes due 2025 or an effective amendment of, other consent or waiver with respect to, or covenant defeasance pursuant to the Indenture as result of which the covenants limiting indebtedness, liens and restricted payments thereunder are of no further force or effect. Certain provisions of the Seventh Amendment are amended by the Ninth Amendment.

On April 22, 2019, the Company entered into the Sixth Amendment to Credit Agreement (the "Sixth Amendment") with each lender party thereto and Citicorp North America, Inc., as administrative agent. Pursuant to the Sixth Amendment, the lenders agreed to provide senior secured financing of $2,225.0 million in aggregate, consisting of (i) $2,000.0 million in aggregate principal amount of senior secured tranche B loans maturing April 22, 2026 (the "Senior Secured Term Loans") and (ii) a $225.0 million senior secured revolving credit facility (which is also available for letters of credit and for swingline borrowings on same-day notice) maturing April 22, 2024 (the "Senior Secured Revolving Credit Facility" and, together with the Senior Secured Term Loan Loans, the "Senior Secured Credit Facilities").

All obligations under the Credit Agreement are guaranteed by, subject to certain exceptions, each of the Company's current and future wholly-owned material U.S. restricted subsidiaries. All obligations under the Credit Agreement, and the guarantees of those obligations, are secured by substantially all of the assets of the Company and each guarantor, subject to customary exceptions, including:

- a pledge of 100% of the equity interests directly held by the Company and each guarantor in any wholly-owned material subsidiary of the Company or any guarantor (which pledge, in the case of any non-U.S. subsidiary of a U.S. subsidiary, will not include more than 65% of the voting stock of such non-U.S. subsidiary), subject to certain exceptions; and
- a security interest in substantially all other tangible and intangible assets of the Company and each guarantor, subject to certain exceptions.

The Credit Agreement will require the Company to prepay outstanding term loans, subject to certain exceptions, with:

- 50% (which percentage will be reduced to 0% if the Company attains a certain secured net leverage ratio) of the Company's annual excess cash flow;
- 100% of the net cash proceeds of certain non-ordinary course asset sales by the Company and its restricted subsidiaries (including casualty and condemnation events, subject to de minimis thresholds), and subject to the right to reinvest 100% of such proceeds, subject to certain qualifications; and
- 100% of the net proceeds of any issuance or incurrence of debt by the Company or any of its restricted subsidiaries, other than certain debt permitted under the Credit Agreement.

The foregoing mandatory prepayments will be used to reduce the installments of principal payments on the Senior Secured Term Loan. The Company may voluntarily repay outstanding loans under the Senior Secured Credit Facilities at any time without premium or penalty, except for customary "breakage" costs with respect to LIBOR loans under the Senior Secured Credit Facilities.

The Senior Secured Term Loans bear interest at a rate per annum equal to, at the Company's option, either (1) an applicable margin plus a base rate determined by reference to the highest of (a) 0.50% per annum plus the Federal Funds Effective Rate, (b) the prime rate announced by the Administrative Agent from time to time and (c) LIBOR determined by reference to the cost of funds for U.S. dollar deposits for an interest period of one month adjusted for certain additional costs, plus 1.00% or (2) an applicable margin plus LIBOR determined by reference to the costs of funds for U.S. dollar deposits for the interest period relevant to such borrowing adjusted for certain additional costs. Borrowings

20230920002368

under the Senior Secured Revolving Credit Facility bear interest at a rate per annum equal to an applicable margin based upon a leverage-based pricing grid, plus, at the Company's option, either (1) a base rate determined by reference to the highest of (a) 0.50% per annum plus the Federal Funds Effective Rate, (b) the prime rate announced by the Administrative Agent from time to time and (c) LIBOR determined by reference to the cost of funds for U.S. dollar deposits for an interest period of one month adjusted for certain additional costs, plus 1.00% or (2) LIBOR determined by reference to the costs of funds for U.S. dollar deposits for the interest period relevant to such borrowing adjusted for certain additional costs. As of December 31, 2022, the applicable margins for borrowings under the Senior Secured Term Loan and the Senior Secured Revolving Credit Facility were 7.27% and 6.77%, respectively.

The Credit Agreement contains other customary terms, including (1) representations, warranties and affirmative covenants, (2) negative covenants, including limitations on indebtedness, liens, mergers and acquisitions, asset sales, investments, distributions, prepayments of subordinated debt and transactions with affiliates, in each case subject to baskets, thresholds and other exceptions, and (3) customary events of default.

The availability of certain baskets and the ability to enter into certain transactions will also be subject to compliance with certain financial ratios. In addition, the Senior Secured Revolving Credit Facility includes a financial covenant that requires, in certain circumstances, compliance with a certain secured leverage ratio. As of December 31, 2022, the Company was in a covenant suspension period under the Senior Secured Revolving Credit Facility as described above.

Convertible Notes due 2026. Concurrently with the Exchange Offers, to obtain the consent of the holders of the 2.95% Convertible Notes due 2024 (the "Convertible Notes due 2024") to the transactions contemplated by the Exchange Offers, the Company restructured $600 million of Convertible Notes due 2024 issued in 2018 to Silver Lake and others pursuant to which the maturity of the Convertible Notes due 2024 was extended to May 1, 2026 (the "Convertible Notes due 2026") (the "Convertible Notes" means the Convertible Notes due 2024 before July 31, 2020 and the Convertible Notes due 2026 after July 31, 2020), a first-priority lien on the Collateral was granted to secure indebtedness thereunder and certain covenants were modified. The Convertible Notes due 2026 were issued pursuant to an amended and restated indenture, dated as of July 31, 2020, among the Company, the guarantors named therein and U.S. Bank National Association, as trustee and collateral agent. The Company accounted for this transaction as a modification of debt as the lenders did not grant a concession and the difference between the present value of the old and new cash flows was less than 10%. The modification did not result in the recognition of any gain or loss and the Company established new effective interest rates based on the carrying value of the Convertible Notes due 2024. Third party costs related to the transaction were expensed as incurred and amounts paid to lenders were capitalized and amortized through maturity of the debt. The Convertible Notes due 2026 are convertible at the option of the holders thereof on the same terms as the Convertible Notes due 2024. Upon maturity, the $600.0 million principal amount of the Convertible Notes due 2026 will be payable in cash. The Company will pay interest in cash on the Convertible Notes due 2026 at 2.95% per annum, semi-annually in arrears on September 15th and March 15th, commencing on September 15, 2020.

On January 27, 2021, affiliates of Silver Lake and certain co-investors (collectively, the "Noteholders") elected to convert (the "Conversion") all $600.0 million principal amount of the Company's Convertible Notes due 2026 into shares of the Company's Common Stock at a conversion price of $6.76 per share. The non-cash Conversion settled on January 29, 2021, and resulted in the issuance of 44,422,860 shares of the Company's Common Stock and 44,422,860 of the Company's AMC Preferred Equity Units to the Noteholders. The Company recorded approximately $71.0 million of non-cash interest expense during the year ended December 31, 2021 for unamortized discount and deferred charges at the date of conversion following the guidance in ASC 815-15-40-1. The non-cash Conversion reduced the Company's first-lien indebtedness by $600.0 million. Pursuant to the Stock Repurchase and Cancellation Agreement with Dalian Wanda Group Co., Ltd. ("Wanda") dated as of September 14, 2018, 5,666,000 shares of the Company's Class B common stock and 5,666,000 AMC Preferred Equity Units held by Wanda were forfeited and cancelled in connection with the Conversion.

20230920023G9

The carrying value of the Convertible Notes is as follows:

(In millions)	Carrying Value as of December 31, 2019	Increase to Expense	Reclassification to Additional Paid-in Capital	Carrying Value as of December 31, 2020	Conversion on January 29, 2021	Carrying Value as of January 29, 2021
Principal balance	$ 600.0	$ —	$ —	$ 600.0	$ (600.0)	$ —
Discount	(73.7)	12.2	—	(61.5)	61.5	—
Deferred financing costs	(11.2)	1.7	—	(9.5)	9.5	—
Derivative liability	0.5	89.4	(89.9)	—	—	—
Carrying value	$ 515.6	$ 103.3	$ (89.9)	$ 529.0	$ (529.0)	$ —

On April 24, 2020, the Company entered into a supplemental indenture (the "Supplemental Indenture") to the Convertible Notes due 2024 indenture, dated as of September 14, 2018. The Supplemental Indenture amended the debt covenant under the Convertible Notes due 2024 Indenture to permit the Company to issue the First Lien Notes due 2025, among other changes.

On September 14, 2018, the Company issued $600.0 million aggregate principal amount of its 2.95% Senior Unsecured Convertible Notes due 2024 to Silver Lake and others. The Convertible Notes due 2024 would have matured on September 15, 2024, subject to earlier conversion by the holders thereof, repurchase by the Company at the option of the holders or redemption by the Company upon the occurrence of certain contingencies, as discussed below.

On September 14, 2018, the Company bifurcated the conversion feature from the principal balance of the Convertible Notes due 2024 as a derivative liability because (1) a conversion feature was not clearly and closely related to the debt instrument and the reset of the conversion price caused the conversion feature to not be considered indexed to the Company's equity, (2) the conversion feature standing alone met the definition of a derivative, and (3) the Convertible Notes due 2024 were not remeasured at fair value each reporting period with changes in fair value recorded in the consolidated statements of operations. The initial derivative liability of $90.4 million is offset by a discount to the principal balance and was amortized to interest expense resulting in an effective rate of 5.98% over the extended term of the Convertible Notes due 2024. The Company also recorded deferred financing costs of approximately $13.6 million related to the issuance of the Convertible Notes due 2024 and will amortize those costs to interest expense under the effective interest method over the extended term of the Convertible Notes due 2024. The Company recorded interest expense for the year ended December 31, 2020 $31.8 million.

The derivative liability was remeasured at fair value each reporting period, a Level 3 fair value estimate, until the conversion price reset on September 14, 2020, with changes in fair value recorded in the consolidated statements of operations as other expense or income. On September 14, 2020, the conversion price reset from $9.48 per share to $6.76 per share pursuant to the terms of the Indenture for the Convertible Notes due 2024 and the derivative liability as of September 14, 2020 was reclassified to permanent equity as the conversion feature is indexed to the Company's equity. For the years ended December 31, 2020 and December 31, 2019, the Company recorded in other expense (income) of $89.4 million and $(23.5) million, respectively, related to the derivative liability fair value adjustments for embedded conversion feature in the Convertible Notes due 2024.

Pursuant to the Stock Repurchase and Cancellation Agreement between the Company and Wanda, the conversion feature of the Convertible Notes due 2024 would result in 5,666,000 shares of the Company's Class B common stock and 5,666,000 AMC Preferred Equity Units held by Wanda being subject to forfeiture and retirement by the Company at no additional cost. This cancellation agreement was a contingent call option for the forfeiture shares, which was a freestanding derivative measured at fair value on a recurring basis, which was a Level 3 estimate of fair value. The initial derivative asset of $10.7 million was offset by a credit to stockholders' equity related to the Class B common stock purchase and cancellation. The forfeiture shares feature was not clearly and closely related to the Convertible Notes due 2024 host and it was bifurcated and accounted for as a derivative asset measured at fair value through earnings each reporting period until the conversion feature reset on September 14, 2020, with changes in fair value recorded in the consolidated statements of operations as other expense or income. For the year ended December 31, 2020, this resulted in other expense (income) of $19.6 million related to the derivative asset fair value adjustment for contingent call option related to the Class B common stock purchase and cancellation agreement. On September 14, 2020, the conversion price reset from $9.48 per share to $6.76 per share pursuant to the terms of the Indenture for the Convertible Notes due 2024 and the derivative asset as of September 14, 2020 was reclassified to permanent equity as the number of shares that will be cancelled on conversion of the Convertible Notes due 2024 were known. The Company recorded an immaterial non-cash correction of $26.2 million recorded in other expense during the year ended December

20230926002370

31, 2020. The adjustment related to the Company correcting the valuation methodology applied to the derivative asset related to the cancellation agreement entered into on September 14, 2018, a Level 3 estimate of fair value for a complex instrument developed in consultation with a third party specialist.

First Lien Notes Due 2025

On April 24, 2020, the Company issued $500.0 million aggregate principal amount of its 10.5% First Lien Notes due 2025, in a private offering, pursuant to an indenture, dated as of April 24, 2020 (the "First Lien Notes Indenture"), among the Company, the guarantors named therein and U.S. Bank National Association, as trustee and collateral agent. The Company used the net proceeds from the First Lien Notes due 2025 private offering for general corporate purposes, including further increasing the Company's liquidity. The First Lien Notes due 2025 were issued with a discount of $10.0 million and bear interest at a rate of 10.5% per annum, payable semi-annually on April 15 and October 15 each year, commencing October 15, 2020. The First Lien Notes due 2025 will mature on April 15, 2025. The Company recorded deferred financing costs of approximately $8.9 million related to the issuance of the First Lien Notes due 2025 and will amortize those costs to interest expense under the effective interest method over the term of the First Lien Notes due 2025.

The First Lien Notes due 2025 are general senior secured obligations of the Company and are fully and unconditionally guaranteed on a joint and several senior secured basis by all of the Company's existing and future subsidiaries that guarantee the Company's other indebtedness, including the Company's Senior Secured Credit Facilities. The First Lien Notes due 2025 are secured, on a pari passu basis with the Senior Secured Credit Facilities, on a first-priority basis by substantially all of the tangible and intangible assets owned by the Company and guarantors that secure obligations under the Senior Secured Credit Facilities including pledges of capital stock of certain of the Company's and the guarantor's wholly-owned material subsidiaries (but limited to 65% of the voting stock of any foreign subsidiary), subject to certain thresholds, exceptions and permitted liens.

The Company may redeem some or all of the First Lien Notes due 2025 at any time on or after April 15, 2022, at the redemption prices set forth in the First Lien Notes Indenture. In addition, the Company may redeem up to 35% of the aggregate principal amount of the First Lien Notes due 2025 using net proceeds from certain equity offerings on or prior to April 15, 2022 at a redemption price equal to 110.5% of their aggregate principal amount and accrued and unpaid interest to, but not including, the date of redemption. The Company may redeem some or all of the First Lien Notes due 2025 at any time prior to April 15, 2022 at a redemption price equal to 100% of their aggregate principal amount and accrued and unpaid interest to, but not including, the date of redemption, plus an applicable make-whole premium.

The First Lien Notes Indenture contains covenants that limit the Company's ability to, among other things: (i) incur additional indebtedness, including additional senior indebtedness; (ii) pay dividends on or make other distributions in respect of its capital stock; (iii) purchase or redeem capital stock or prepay subordinated debt or other junior securities; (iv) create liens ranking pari passu in right of payment with or subordinated in right of payment to First Lien Notes due 2025; (v) enter into certain transactions with its affiliates; and (vi) merge or consolidate with other companies or transfer all or substantially all of its assets. These covenants are subject to a number of important limitations and exceptions. The First Lien Notes Indenture also provides for events of default, which, if any of them occurs, would permit or require the principal, premium, if any, interest and any other monetary obligations on all the then outstanding First Lien Notes due 2025 to be due and payable immediately.

Sterling Notes Due 2024

On November 8, 2016, the Company issued £250.0 million aggregate principal amount of its 6.375% Senior Subordinated Notes due 2024 (the "Sterling Notes due 2024") in a private offering. The Company recorded deferred financing costs of approximately $14.1 million related to the issuance of the Sterling Notes due 2024. The Sterling Notes due 2024 mature on November 15, 2024. The Company will pay interest on the Sterling Notes due 2024 at 6.375% per annum, semi-annually in arrears on May 15th and November 15th, commencing on May 15, 2017. The Company may redeem some or all of the Sterling Notes due 2024 at any time on or after November 15, 2019 at 104.781% of the principal amount thereof, declining ratably to 100% of the principal amount thereof on or after November 15, 2022, plus accrued and unpaid interest to the redemption date. On or prior to November 15, 2019, the Company may redeem the Sterling Notes due 2024 at par, including accrued and unpaid interest plus a make-whole premium. The Company used the net proceeds from the Sterling Notes due 2024 private offering to pay the consideration for the Odeon acquisition and the related refinancing of Odeon debt assumed in the acquisition.

20230900257 17/07/2023

On March 17, 2017, the Company issued £250.0 million additional aggregate principal amount of its Sterling Notes due 2024 at 106% plus accrued interest from November 8, 2016 in a private offering. These additional Sterling Notes due 2024 were offered as additional notes under an indenture pursuant to which the Company had previously issued and has outstanding £250.0 million aggregate principal amount of its 6.375% Sterling Notes due 2024. The Company recorded deferred financing costs of approximately $12.7 million related to the issuance of the additional Sterling Notes due 2024. The Sterling Notes due 2024 mature on November 15, 2024. The Company will pay interest on the Sterling Notes due 2024 at 6.375% per annum, semi-annually in arrears on May 15th and November 15th, commencing on May 15, 2017. Interest on the additional Sterling Notes will accrue from November 8, 2016. The Company may redeem some or all of the Sterling Notes due 2024 at any time on or after November 15, 2019, at 104.781% of the principal amount thereof, declining ratably to 100% of the principal amount thereof on or after November 15, 2022, plus accrued and unpaid interest to the redemption date. In addition, the Company may redeem up to 35% of the aggregate principal amount of the Sterling Notes due 2024 using net proceeds from certain equity offerings completed on or prior to November 15, 2019. On or prior to November 15, 2019, the Company may redeem the Sterling Notes due 2024 at par, including accrued and unpaid interest plus a make-whole premium. The Company used the net proceeds from the additional Sterling Notes to pay a portion of the consideration for the acquisition of Nordic plus related refinancing of Nordic debt assumed in the acquisition.

On March 17, 2017, in connection with the issuance of the additional Sterling Notes due 2024, the Company entered into a registration rights agreement. Subject to the terms of the registration rights agreement, the Company is required to (1) file one or more registration statements with the SEC not later than 270 days from November 8, 2016 with respect to the registered offer to exchange the notes for new notes of the Company having terms identical in all material respects to the notes and (2) use its commercially reasonable efforts to cause the exchange offer registration statement to be declared effective under the Securities Act within 365 days of November 8, 2016. The Company filed its Form S–4 registration statement related to the registration rights agreement with the Securities and Exchange Commission on April 19, 2017, and it was declared effective June 7, 2017. All of the original notes were exchanged as of July 12, 2017.

On July 31, 2020, as part of the Exchange Offers, the Company reduced the aggregate principal amounts of Sterling Notes due 2024 by approximately $632.1 million (£496,014 par value), or 99.2% of the then outstanding Sterling Notes due 2024.

Notes Due 2025

On June 5, 2015, the Company issued $600.0 million aggregate principal amount of its 5.75% Senior Subordinated Notes due 2025 (the "Notes due 2025") in a private offering. The Company capitalized deferred financing costs of approximately $11.4 million, related to the issuance of the Notes due 2025. The Notes due 2025 mature on June 15, 2025. The Company will pay interest on the Notes due 2025 at 5.75% per annum, semi-annually in arrears on June 15th and December 15th, commencing on December 15, 2015. The Company may redeem some or all of the Notes due 2025 at any time on or after June 15, 2020 at 102.875% of the principal amount thereof, declining ratably to 100% of the principal amount thereof on or after June 15, 2023, plus accrued and unpaid interest to the redemption date. Prior to June 15, 2020, the Company may redeem the Notes due 2025 at par plus a make-whole premium. The Company used the net proceeds from the Notes due 2025 private offering and cash on hand, to pay the consideration for the tender offer for the Notes due 2020, plus any accrued and unpaid interest and related transaction fees and expenses.

On June 5, 2015, in connection with the issuance of the Notes due 2025, the Company entered into a registration rights agreement. Subject to the terms of the registration rights agreement, the Company filed a registration statement on June 19, 2015 pursuant to the Securities Act of 1933, as amended, relating to an offer to exchange the original Notes due 2025 for exchange Notes due 2025 registered pursuant to an effective registration statement; the registration statement was declared effective on June 29, 2015, and the Company commenced the exchange offer. The exchange notes have terms substantially identical to the original notes except that the exchange notes do not contain terms with respect to transfer restrictions and registration rights and additional interest payable for the failure to consummate the exchange offer within 210 days after the issue date. After the exchange offer expired on July 27, 2015, all of the original Notes due 2025 were exchanged.

On July 31, 2020, as part of the Exchange Offers, the Company reduced the aggregate principal amounts of Notes due 2025 by approximately $501.7 million, or 83.61% of the then outstanding Notes due 2025.

20230920023772

Notes Due 2026

On November 8, 2016, the Company issued $595.0 million aggregate principal amount of its 5.875% Senior Subordinated Notes due 2026 (the "Notes due 2026") in a private offering. The Company recorded deferred financing costs of approximately $27.0 million related to the issuance of the Notes due 2026. The Notes due 2026 mature on November 15, 2026. The Company will pay interest on the Notes due 2026 at 5.875% per annum, semi-annually in arrears on May 15th and November 15th, commencing on May 15, 2017. The Company may redeem some or all of the Notes due 2026 at any time on or after November 15, 2021, at 102.938% of the principal amount thereof, declining ratably to 100% of the principal amount thereof on or after November 15, 2024, plus accrued and unpaid interest to the redemption date. On or prior to November 15, 2021, the Company may redeem the Notes due 2026 at par, including accrued and unpaid interest plus a make-whole premium. The Company used the net proceeds from the Notes due 2026 private offering to pay the consideration for the Odeon acquisition and the related refinancing of Odeon debt assumed in the acquisition.

On November 8, 2016, in connection with the issuance of the Notes due 2026, the Company entered into a registration rights agreement. Subject to the terms of the registration rights agreement, the Company is required to (1) file a registration statement with the SEC not later than 270 days from the issuance date with respect to the registered offer to exchange the notes for new notes of the Company having terms identical in all material respects to the notes and (2) use its commercially reasonable efforts to cause the exchange offer registration statement to be declared effective under the Securities Act within 365 days of the issuance date. The Company filed its Form S–4 registration statement related to the registration rights agreement with the Securities and Exchange Commission on April 19, 2017, and it was declared effective June 7, 2017. All of the original notes were exchanged as of July 12, 2017.

On July 31, 2020, as part of the Exchange Offers, the Company reduced the aggregate principal amounts of Notes due 2026 by approximately $539.4 million, or 90.65% of the then outstanding Notes due 2026.

Notes Due 2027

On March 17, 2017, the Company issued $475.0 million aggregate principal amount of its 6.125% Senior Subordinated Notes due 2027 (the "Notes due 2027"). The Company recorded deferred financing costs of approximately $19.8 million related to the issuance of the Notes due 2027. The Notes due 2027 mature on May 15, 2027. The Company will pay interest on the Notes due 2027 at 6.125% per annum, semi-annually in arrears on May 15th and November 15th, commencing on November 15, 2017. The Company may redeem some or all of the Notes due 2027 at any time on or after May 15, 2022 at 103.063% of the principal amount thereof, declining ratably to 100% of the principal amount thereof on or after May 15, 2025, plus accrued and unpaid interest to the redemption date. In addition, the Company may redeem up to 35% of the aggregate principal amount of the Notes due 2027 using net proceeds from certain equity offerings completed on or prior to May 15, 2020, at a redemption price as set forth in the indenture governing the Notes due 2027. The Company may redeem some or all of the Notes due 2027 at any time prior to May 15, 2022 at a redemption price equal to 100% of their aggregate principal amount and accrued and unpaid interest to, but not including, the date of redemption, plus an applicable make-whole premium. The Company used the net proceeds from the Notes due 2027 private offering to pay a portion of the consideration for the acquisition of Nordic plus related refinancing of Nordic debt assumed in the acquisition.

On March 17, 2017, in connection with the issuance of the Notes due 2027, the Company entered into a registration rights agreement. Subject to the terms of the registration rights agreement, the Company is required to (1) file one or more registration statements with the SEC not later than 270 days from the issuance date with respect to the registered offer to exchange the notes for new notes of the Company having terms identical in all material respects to the notes and (2) use its commercially reasonable efforts to cause the exchange offer registration statement to be declared effective under the Securities Act within 365 days of the issuance date. The Company filed its Form S–4 registration statement related to the registration rights agreement with the Securities and Exchange Commission on April 19, 2017, and it was declared effective June 7, 2017. All of the original notes were exchanged as of July 12, 2017.

On July 31, 2020, as part of the Exchange Offers, the Company reduced the aggregate principal amounts of Notes due 2027 by approximately $344.3 million, or 72.48% of the then outstanding Notes due 2027.

During the year ended December 31, 2022, the Company repurchased $5.3 million aggregate principal payments of Senior Subordinated Notes due 2027 for $1.6 million and recorded a gain on extinguishment of $3.7 million in other expense (income).

20230920023 73

Financial Covenants

The Company currently estimates that its existing cash and cash equivalents will be sufficient to comply with minimum liquidity and financial covenant requirements under its debt covenants related to borrowings pursuant to the Senior Secured Revolving Credit Facility, currently and through the next twelve months. The Company entered the Ninth Amendment pursuant to which the requisite revolving lenders party thereto agreed to extend the fixed date for the termination of the suspension period for the financial covenant (the secured leverage ratio) applicable to the Senior Secured Revolving Credit Facility from March 31, 2021 to March 31, 2022, which was further extended by the Eleventh Amendment from March 31, 2022 to March 31, 2023 and further extended by the Twelfth Amendment from March 31, 2023 to March 31, 2024, in each case, as described, and on the terms and conditions specified, therein. The Company is currently subject to a minimum liquidity requirement of $100 million as a condition to the Extended Covenant Suspension Period. The current maturity date of the Senior Secured Revolving Credit Facility is April 22, 2024; since the financial covenant applicable to the Senior Secured Revolving Credit Facility is tested as of the last day of any fiscal quarter for which financial statements have been (or were required to have been) delivered, the financial covenant has been effectively suspended through maturity of the Senior Secured Revolving Credit Facility.

As of December 31, 2022, the Company was in a covenant suspension period under the Senior Secured Revolving Credit Facility as described above.

NOTE 9—STOCKHOLDERS' EQUITY

Share Rights and Privileges

Holders of Holdings' Common Stock and AMC Preferred Equity Units are entitled to one vote per each share and holders of AMC Preferred Equity Units are entitled to one vote per unit. Holders of Common Stock and AMC Preferred Equity Units share ratably (based on the number of shares of Common Stock and/or AMC Preferred Equity Units held) in any dividend declared by its board of directors. AMC Preferred Equity Units are convertible into shares of Common Stock upon stockholder approval to authorize sufficient additional Common Stock to do so, otherwise the Common Stock and AMC Preferred Equity Units are not convertible into any other shares of Holdings' capital stock.

Share Issuances

During the years ended December 31, 2022, December 31, 2021 and December 31, 2020, the Company entered into various equity distribution agreement with sales agents to sell shares of the Company's Common Stock and AMC Preferred Equity Units, from time to time, through "at-the-market" offering programs. Subject to the terms and conditions of the equity distribution agreements, the sales agents will use reasonable efforts consistent with their normal trading and sales practices, applicable law and regulations, and the rules of the NYSE to sell the Common Stock and AMC Preferred Equity Units from time to time based upon the Company's instructions for the sales, including any price, time or size limits specified by the Company. The Company intends to use the net proceeds, from the sale of Common Stock and AMC Preferred Equity Units pursuant to the equity distribution agreements to repay, refinance, redeem or repurchase the Company's existing indebtedness (including expenses, accrued interest and premium, if any), capital expenditures and otherwise for general corporate purposes.

On December 22, 2022, the Company entered into a forward purchase agreement (the "Forward Purchase Agreement") with Antara pursuant to which the Company will (i) sell Antara 106,595,106 APEs for an aggregate purchase price of $75.1 million and (ii) simultaneously purchase from Antara $100 million aggregate principal amount of the Company's 10%/12% Cash/PIK Toggle Second Lien Notes due 2026 in exchange for 91,026,191 APEs. Immediately prior to entry into the Forward Purchase Agreement, Antara purchased 60,000,000 APEs (the "Initial APEs") under the Company's at-the-market program for $34.9 million. The Forward Purchase Agreement and Initial APEs were determined to be equity investments and the related $34.9 million is recorded into Additional Paid-in Capital at December 31, 2022.

During the years ended December 31, 2022, December 31, 2021 and December 31, 2020, the Company paid fees to the sales agents of approximately $5.7 million, $40.3 million, $8.1 million, respectively. During the year ended December 31, 2021, the Company paid other fees of $0.8 million.

20230200237 4

The gross proceeds raised from the "at-the-market" sale of Common Stock and AMC Preferred Equity Units during the years ended December 31, 2022, December 31, 2021 and December 31, 2020, are summarized in the table below:

"At-the-market" Equity Distribution Agreement Dates	Sales Agents	Number of Class A common stock shares sold (in millions)	Number of AMC Preferred Equity Units sold (in millions)	Gross Proceeds (in millions)
September 24, 2020	Citigroup Global Markets Inc. and Goldman Sachs & Co. LLC	15.0	15.0	$ 56.1
October 20, 2020	Citigroup Global Markets Inc. and Goldman Sachs & Co. LLC	15.0	15.0	41.6
November 10, 2020	Goldman Sachs & Co. LLC and B. Riley Securities, Inc.	20.0	20.0	61.4
December 11, 2020	Goldman Sachs & Co. LLC and B. Riley Securities, Inc. (1)	40.93	40.93	113.7
	Total year ended December 31, 2020	90.93	90.93	$ 272.8
December 11, 2020	Goldman Sachs & Co. LLC and B. Riley Securities, Inc. (1)	137.07	137.07	352.6
January 25, 2021	Goldman Sachs & Co. LLC and B. Riley Securities, Inc.	50.0	50.0	244.3
April 27, 2021	Goldman Sachs & Co. LLC, B. Riley Securities, Inc. and Citigroup Global Markets Inc. (2)	43.0	43.0	427.5
June 3, 2021	B. Riley Securities, Inc. and Citigroup Global Markets Inc.	11.55	11.55	587.4
	Total year ended December 31, 2021	241.62	241.62	$ 1,611.8
September 26, 2022	Citigroup Global Markets Inc.	-	207.75	228.8
	Total year ended December 31, 2022	-	207.75	$ 228.8

(1) On December 11, 2020, the Company entered into an equity distribution agreement with Goldman Sachs & Co. LLC and B. Riley Securities, Inc., as sales agents to sell up to 178.0 million shares of the Company's Common Stock and 178.0 million AMC Preferred Equity Units, of which approximately 40.93 million shares of Common Stock and 40.93 million shares of AMC Preferred Equity Units were sold and settled during December 2020 and approximately 137.07 million shares of Common Stock and 137.0 million shares of AMC Preferred Equity Units were sold and settled during the year ended December 31, 2021.

(2) Included in the Common Stock shares and AMC Preferred Equity Unit shares sold of 43.0 million each was the reissuance of treasury stock shares of approximately 3.7 million shares. Upon the sales of treasury stock, the Company reclassified amounts recorded in treasury stock to additional paid-in capital of $37.1 million and loss of $19.3 million to retained earnings during the year ended December 31, 2021.

Transaction Related to Exchange Offers

Certain backstop purchasers of the First Lien Notes due 2026 that participated in the Exchange Offer received five million common shares and five million AMC Preferred Equity Units. See Note 8—Corporate Borrowings and Finance Lease Liabilities for further information.

Transactions with Mudrick

On June 1, 2021, the Company issued to Mudrick 8.5 million shares of the Company's Common Stock, 8.5 million of AMC Preferred Equity Units and raised gross proceeds of $230.5 million and paid fees of approximately $0.1 million related to this transaction. The Company issued the shares in reliance on an exemption from registration provided by section 4(a)(2) of the Securities Act of 1933. The Company intends to use the proceeds from the share sale primarily for the pursuit of value creating acquisitions of theatre assets and leases, as well as investments to enhance the consumer

20230920023375

appeal of its theatres. In addition, with these funds, the Company intends to continue exploring deleveraging opportunities.

On December 14, 2020, Mudrick received a total of 21,978,022 shares of the Company's Common Stock and 21,978,022 of AMC Preferred Equity Units; of which 16,483,516 shares and units relates to consideration received for a commitment fee and 27,472,528 shares and units as consideration received for (i) the commitment provided with respect to the First Lien Toggle Notes due 2026 and (ii) the Second Lien Exchange. See Note 8—Corporate Borrowings and Finance Lease Liabilities for further information.

Class B Common Stock

On January 27, 2021, pursuant to the Stock Repurchase and Cancellation Agreement with Wanda dated as of September 14, 2018, and in connection with the Conversion of the Convertible Notes due 2026 into shares of the Company's Common Stock by Silver Lake and certain co-investors, 5,666,000 shares of the Company's Class B common stock and 5,666,000 AMC Preferred Equity Units held by Wanda were forfeited and cancelled.

On February 1, 2021, Wanda exercised their right to convert all outstanding Class B common stock of 46,103,784 and 46,103,784 of AMC Preferred Equity Units to Common Stock thereby reducing the number of outstanding Class B common stock to zero, which resulted in the retirement of Class B common stock. The Third Amended and Restated Certificate of Incorporation of the Corporation provides that Class B common stock may not be reissued by the Company.

Dividends

Since April 24, 2020, the Company has been prohibited from making dividend payments in accordance with the covenant suspension conditions in its Credit Agreement (for further information see Note 8—Corporate Borrowings and Finance Lease Liabilities to the Consolidated Financial Statements included in Part II, Item 8 on this Annual Report on Form 10-K). The following is a summary of dividends and dividend equivalents declared to stockholders during the year ended December 31, 2020:

Declaration Date	Record Date	Date Paid	Amount per Share of Common Stock	Amount per Share of AMC Preferred Equity Units	Total Amount Declared (In millions)
February 26, 2020	March 9, 2020	March 23, 2020	$ 0.015	$ 0.015	$ 3.2

During the year ended December 31, 2020, the Company paid dividends and dividend equivalents of $6.5 million and accrued $0.4 million for the remaining unpaid dividends at December 31, 2020. The aggregate dividends paid for Common Stock, AMC Preferred Equity Units, Class B common stock, and dividend equivalents were approximately $0.8 million, $0.8 million, $1.6 million, and $3.3 million, respectively.

Related Party Transactions

On September 14, 2018, the Company entered into the Investment Agreement with Silver Lake, relating to the issuance to Silver Lake (or its designated affiliates) of $600.0 million principal amount of the Convertible Notes due 2024 and entered into an amended and restated investment agreement with Silver Lake, relating to the issuance of the Convertible Notes due 2026 on August 31, 2020. See Note 8—Corporate Borrowings and Finance Lease Liabilities for information regarding the conversion of the $600.0 million principal amount of the Company's Convertible Notes due 2026 into shares of the Company's Common Stock in January 2021. As a result of the conversion, Silver Lake was no longer a related party of the Company.

During the year ended December 31, 2022, the Company repurchased $15.0 million aggregate principal of the Second Lien Notes due 2026 from Antara, which subsequently became a related party on February 7, 2023, for $5.9 million and recorded a gain on extinguishment of $12.0 million. See Note 16—Subsequent Events for more information on transactions with Antara.

Treasury Stock

On February 27, 2020, the Company announced that its Board of Directors authorized a share repurchase program for an aggregate purchase of up to $200.0 million shares of Common Stock and up to $200.0 million shares of

20230920023 76

AMC Preferred Equity Units. As of April 24, 2020, the Company is prohibited from making purchases under its authorized stock repurchase program in accordance with the covenant suspension conditions in its Credit Agreement. As of December 31, 2022, $200.0 million remained available for repurchase under this plan. A three-year time limit had been set for the completion of this program, expiring February 26, 2023.

Special Dividend

On August 4, 2022 the Company announced that its Board of Directors declared a special dividend for one AMC Preferred Equity Unit for each share of Class A common stock outstanding at the close of business August 15, 2022, the record date. The dividend was paid at the close of business August 19, 2022 to investors who held Class A common shares as of August 22, 2022, the ex-dividend date.

Each AMC Preferred Equity Unit is a depositary share and represents an interest in one one-hundredth (1/100th) of a share of Series A Convertible Participating Preferred Stock evidenced by a depositary receipt pursuant to a deposit agreement. The Company has 50,000,000 Preferred Stock shares authorized, 10,000,000 of which have currently have been allocated and 7,245,872 have been issued under the depositary agreement as a Series A Convertible Participating Preferred Stock, leaving 40,000,000 unallocated Preferred Stock shares. Each AMC Preferred Equity Unit is designed to have the same economic and voting rights as a share of Class A common stock. Trading of the AMC Preferred Equity Units on the NYSE began on August 22, 2022 under the ticker symbol "APE". Due to the characteristics of the AMC Preferred Equity Units, the special dividend had the effect of a stock split pursuant to ASC 505-20-25-4. Accordingly, all references made to share, per share, or common share amounts in the accompanying consolidated financial statements and applicable disclosures include Class A common stock and AMC Preferred Equity Units and have been retroactively adjusted to reflect the effects of the special stock dividend as a stock split.

Stock-Based Compensation

2013 Equity Incentive Plan

The 2013 Equity Incentive Plan, as amended ("EIP"), provides for grants of non-qualified stock options, incentive stock options, stock appreciation rights, restricted stock awards, restricted stock units ("RSUs"), performance stock units ("PSUs), stock awards, and cash performance awards. The maximum number of equity interests in Holdings available for delivery pursuant to awards granted under the EIP is 15 million shares of Common Stock and 7,306,354 AMC Preferred Equity Units. At December 31, 2022, the aggregate number of equity interests in Holdings available for grant was 4,293,562 shares and 4,293,562 units, respectively.

The following table presents the stock-based compensation expense recorded within general and administrative: other:

	Year Ended		
(In millions)	December 31, 2022	December 31, 2021	December 31, 2020
Board of director stock award expense	$ 0.8	$ 0.9	$ 0.5
Restricted stock unit expense	13.3	12.6	9.7
Performance stock unit expense	8.4	24.5	1.2
Special performance stock unit expense	—	5.1	14.0
Total stock-based compensation expense	$ 22.5	$ 43.1	$ 25.4

As of December 31, 2022, the estimated remaining unrecognized compensation cost related to stock-based compensation arrangements was approximately $15.1 million. The weighted average period over which this remaining compensation expense will be recognized is approximately 1.3 years. The Company accounts for forfeitures when they occur.

20230902003377

Plan Amendment due to stock split

The 2013 Plan contemplates equitable adjustments for certain transactions such as a stock split. On August 19, 2022, the Compensation Committee approved an adjustment to the 2013 Equity Incentive Plan to entitle each participant one AMC Preferred Equity Unit and one share of Common Stock for each RSU or PSU that vests. The Company determined that this modification was a Type 1 (probable-to-probable) modification that did not increase the fair value of the award and therefore did not require additional stock-based compensation expense to be recognized. References made to share, per share, or common share amounts have been retroactively adjusted to reflect the effects of the stock split.

Awards Granted in 2022, 2021, and 2020 and Other Activity

AMC's Board of Directors approved awards of stock, RSUs, and PSUs to certain of the Company's employees and directors under the 2013 Equity Incentive Plan. During years 2022, 2021, and 2020, the grant date fair value of these awards was based on the closing price of AMC's stock on the date of grant, which ranged from $1.18 to $9.84 per share.

A dividend equivalent for restricted stock units and performance stock units equal to the amount paid in respect of one share of Common Stock and one AMC Preferred Equity Unit underlying the unit began to accrue with respect to the unit on the date of grant. Such accrued dividend equivalents are paid to the holder upon vesting of the units. Each unit represents the right to receive one share of Common Stock and one AMC Preferred Equity Unit at a future date.

The award agreements generally had the following features:

- **Board of Director Stock Award Agreement:** The Company granted fully vested shares of Common Stock and AMC Preferred Equity Units to its independent members of AMC's Board of Directors during the years ended December 31, 2022, Decembers 31, 2021, and December 31, 2020 as follows:

	Year Ended		
	December 31, 2022	December 31, 2021	December 31, 2020
Common Stock	41,650	124,054	77,090
AMC Preferred Equity Units	41,650	124,054	77,090

- **Restricted Stock Unit Award Agreement:** The Company granted RSU awards of 1,394,270, 5,375,626, 3,022,594 to certain members of management during the years ended December 31, 2022, December 31, 2021, and December 31, 2020, respectively. The Company records stock-based compensation expense on a straight-line recognition method over the requisite vesting period. The RSUs granted during 2022, 2021, and 2020 vest over three years with 1/3 vesting in each year. These RSUs will be settled within 30 days of vesting.

- **Restricted Stock Unit Award Executive Agreement:** During the year ended December 31, 2019, the Company granted RSU awards of 400,000 to an executive officer ("2019 RSU executive") of the Company with one-half vesting on the first anniversary of employment on December 2, 2020 and the remaining one-half vesting ratably over a three year period ending on December 2, 2022. All unvested RSUs shall be forfeited upon termination of services. These RSUs will be settled within 30 days of vesting.

- **Performance Stock Unit Award Agreement:** *2022 PSU Awards.* During 2022, 1,394,270 total PSUs were awarded ("2022 PSU award") to certain members of management and executive officers, with the total PSUs divided into three separate year tranches, with each tranche allocated to a fiscal year within the performance period ("Tranche Year"). The PSUs within each Tranche Year are further divided between two performance targets; the Adjusted EBITDA performance target and free cash flow performance target. The 2022 PSU awards will vest based on achieving 80% to 120% of the performance targets, with the corresponding vested unit amount ranging from 50% to 200%. If the performance targets are met at 100%, the 2022 PSU awards will vest at 1,394,270 units in the aggregate. No PSUs will vest for each Tranche Year if the Company does not achieve 80% of the Tranche Year's Adjusted EBITDA and free cash flow targets.

The Compensation Committee establishes the annual performance targets at the beginning of each year.

20230920002378

Therefore, the grant date (and fair value measurement date) for each Tranche Year is the date at the beginning of each year when a mutual understanding of the key terms and conditions are reached per ASC 718, Compensation - Stock Compensation. The 2022 PSU award grant date fair value for the 2022 Tranche Year award was approximately $4.5 million and the 2021 PSU award grant date fair value for the 2022 Tranche Year award of 1,757,080 units was approximately $17.3 million, measured using performance targets at 100%. The 2020 PSU Award for the 2022 Tranche Year was previously granted in 2020, and was subsequently modified on October 30, 2020 where the grant date fair value was not determined until February 16, 2022 when the performance targets were established. As a result, the 2020 PSU award grant date for the 2022 Tranche Year award of 859,366 units was approximately $8.5 million, measured using performance targets at 100%. At December 31, 2022, the 2022 Tranche Year target performance conditions for both the annual Adjusted EBITDA and free cash flow were achieved at 0% and 79%, respectively.

2021 PSU Awards. On February 23, 2021, 5,375,626 total PSUs were awarded ("2021 PSU award") to certain members of management and executive officers, with the total PSUs divided into three separate year tranches, with each tranche allocated to a fiscal year within the performance period ("Tranche Year"). The PSUs within each Tranche Year are further divided between two performance targets; the Adjusted EBITDA performance target and free cash flow performance target. The 2021 PSU awards will vest based on achieving 80% to 120% of the performance targets, with the corresponding vested unit amount ranging from 50% to 200% (or 30% to 200% for PSU awards granted prior to year 2020). If the performance targets are met at 100%, the 2021 PSU awards will vest at 5,375,626 units in the aggregate. No PSUs will vest for each Tranche Year if the Company does not achieve 80% of the Tranche Year's Adjusted EBITDA and free cash flow targets.

November 3, 2021 modification. On November 3, 2021, based upon the recommendation of the Compensation Committee, the Board of Directors of the Company approved a modification to the PSUs for the awards granted in 2021 and 2020. The service condition modification included separating the vesting period subject to the participant's continued employment through the end of the three-year cumulative period into three separate year service periods applicable to each tranche year. The Company accounted for the modification in accordance with ASC 718-20, Compensation-Stock Compensation, as a Type I modification (probable-to-probable) with no change to the fair value measurement of the awards.

2020 PSU Awards: During the year ended December 31, 2020, PSU awards of 2,872,594 were granted to certain members of management and executive officers, with three-year cumulative Adjusted EBITDA and free cash flow target conditions and service conditions, covering a performance period beginning January 1, 2020 and ending on December 31, 2022, prior to the service condition and performance condition modifications on November 3, 2021 and October 30, 2020, respectively.

2019 PSU Awards: During the year ended December 31, 2019, PSU awards of 1,460,334 were granted to certain members of management and executive officers, with three-year cumulative Adjusted EBITDA and diluted earnings per share performance target conditions and service conditions, covering a performance period beginning January 1, 2019 and ending on December 31, 2021, prior to the service condition and performance condition modifications on November 3, 2021 and October 30, 2020, respectively.

2018 PSU Awards: During the year ended December 31, 2018, PSU awards of 1,307,338 were granted to certain members of management and executive officers with three-year cumulative net profit, Adjusted EBITDA, and diluted earnings per share performance target conditions and service conditions, covering a performance period beginning January 1, 2018 and ending on December 31, 2020, prior to the performance condition modification on October 30, 2020.

October 30, 2020 modification. On October 30, 2020, based upon the recommendation of the Compensation Committee, the Board of Directors of the Company approved a modification to the PSUs for the awards granted in 2018, 2019, and 2020. The modification included separating the three-year cumulative performance targets into three separate year performance targets applicable to each tranche year. Due to the dramatic impact of the COVID-19 pandemic on the Company's business, the Board of Directors waived attainment of the 2020 tranche year performance targets and established a vesting level for such PSUs at 90%. In addition, the service conditions were modified, and vesting is now subject to the participant's continued employment through the end of the three-year cumulative period. The Company accounted for the modification in accordance with ASC 718-20, Compensation-Stock Compensation, as an

20230920023379

exchange of the original award, that was not expected to vest, for a new award. The Company measured the fair value of the new award on the modification date, October 30, 2020, because the Company determined that achieving performance thresholds were probable for certain tranche awards.

- **Special Performance Stock Unit Executive Award Agreement:** During the year ended December 31, 2019, a PSU market condition award of 600,000 was granted to an executive officer of the Company that would vest based upon achieving target prices for the Company's Common Stock. This award was subsequently cancelled and replaced with the PSU market condition award granted on February 26, 2020.

On February 26, 2020 and March 5, 2020, special performance stock unit awards ("SPSUs"), totaling 7,140,000 units were granted to certain executive officers that will vest based upon achieving target prices for the Company's Class Common Stock. The SPSUs are eligible to vest in tranches contingent upon (i) the attainment of certain 20 trading day volume weighted average closing prices and (ii) fulfillment of the three-year service requirement from the date of grant. The vested SPSUs will be settled within 30 days of vesting. Any unvested SPSUs remaining after 10 years will be forfeited. If service is terminated prior to the three year anniversary from the date of grant, unvested SPSUs shall be forfeited. The target prices and vesting tranches are set forth in the table below:

Tranche	Target Stock Price	SPSUs Vesting
1	$12.00	1,190,006
2	$16.00	1,190,006
3	$20.00	1,190,006
4	$24.00	1,190,006
5	$28.00	1,189,988
6	$32.00	1,189,988

The Company used the Monte Carlo simulation model to estimate the fair value of the SPSUs. This model utilizes multiple input variables to estimate the probability that the market conditions will be achieved. The Company used the following assumptions in determining the fair value of the SPSUs:

	Assumptions
Expected stock price volatility	45.0%
Expected dividend yield	2.02% and 2.44%
Risk-free interest rate	1.33% and 0.92%
Grant-date stock price	$5.93 and $4.92

The expected stock price volatility was based on the historical volatility of the Company's stock for a period equivalent to the derived service period. The expected dividend yield is based on annual expected dividend payments. The risk-free interest rate was based on the treasury yield rates as of the date of grant for a period equivalent to the performance measurement period. The fair value of each SPSU is amortized over the requisite or derived service period, which is up to 6.4 years. The SPSUs granted on February 26, 2020 and March 5, 2020 have a grant date fair value of approximately $12.2 million.

On October 30, 2020, based upon the recommendation of the Compensation Committee, the Board of Directors of the Company approved a modification to the SPSUs for the awards. Each SPSU award agreement was amended as follows:

- The stock price thresholds (ranging from $12 to $24) and service requirement for tranches 1 through 4 of the SPSUs were eliminated and such SPSUs vested on October 30, 2020;
- Participants shall be prohibited from selling the shares of Common Stock issued upon the foregoing vesting until October 30, 2021;
- The stock price threshold for tranche 5 of the SPSUs was changed to $4 from $28 and the stock price threshold for tranche 6 of the SPSUs was changed to $8 from $32; and
- The service requirement for tranches 5 and 6 was shortened to end on October 30, 2021.

As a result of the SPSU modification of market conditions, the incremental fair value amount assigned to the grant date fair value was approximately $7.3 million in accordance with ASC 718-20, Compensation-Stock Compensation. In January 2021, the market condition requirement for SPSUs was met as a result of

20230920023380

exceeding the 20-day trailing volume weighted average stock price threshold target for tranche 5 and tranche 6 of $4 and $8, respectively. The stock-based compensation costs for SPSUs were recorded on a straight-line basis through October 30, 2021, which was the end of the service requirement period.

The following table represents the nonvested RSU and PSU activity for the years ended December 31, 2022, December 31, 2021 and December 31, 2020:

	Shares of RSU and PSU	Weighted Average Grant Date Fair Value
Beginning balance at January 1, 2020	6,540,186	$ 7.94
Granted	13,035,188	2.33
Vested	(4,944,750)	4.31
Forfeited	(2,040,244)	8.49
Cancelled (1)	(4,271,858)	3.61
Beginning balance at January 1, 2021 (2)	8,318,522	$ 2.76
Granted	10,178,468	3.85
Vested	(1,297,720)	1.41
Forfeited	(433,546)	5.37
Cancelled (1)	(1,082,258)	1.41
Nonvested at January 1, 2022	15,683,466	$ 3.96
Granted (3)	1,674,802	9.75
Vested	(5,636,324)	3.59
Forfeited	(716,872)	5.86
Cancelled (1)	(4,746,590)	3.59
Nonvested at December 31, 2022 (4)	6,258,482	$ 5.91
Tranche Years 2023 and 2024 awarded under the 2022 PSU award and Tranche Year 2023 awarded under the 2021 PSU award with grant date fair values to be determined in years 2023 and 2024, respectively	2,523,692	
Total Nonvested at December 31, 2022	8,782,174	

(1) Represents vested RSUs, PSUs, and SPSUs surrendered in lieu of taxes and cancelled awards returned to the 2013 Equity Incentive Plan.

(2) Includes awards modified during 2020 where grant date fair value was not determined until 2021.

(3) The number of PSU shares granted under the Tranche Year 2022 is based on attainment of performance targets at 0% for the Adjusted EBITDA target and 79% for the free cash flow target.

(4) See Note 16—Subsequent Events for information regarding vesting modifications to the 2022 PSUs.

NOTE 10—INCOME TAXES

Current income tax expense represents the amounts expected to be reported on the Company's income tax returns, and deferred tax expense or benefit represents the change in net deferred tax assets and liabilities. Deferred tax assets and liabilities are determined based on the difference between the financial statement and tax bases of assets and liabilities as measured by the enacted tax rates that will be in effect when these differences reverse. Valuation allowances are recorded as appropriate to reduce deferred tax assets to the amount considered likely to be realized.

The Company evaluates its deferred tax assets each period to determine if a valuation allowance is required based on whether it is "more likely than not" that some portion of the deferred tax assets would not be realized. The ultimate realization of these deferred tax assets is dependent upon the generation of sufficient taxable income during future periods on a federal, state and foreign jurisdiction basis. The Company conducts its evaluation by considering all available positive and negative evidence, including historical operating results, forecasts of future profitability, the

20230920023811

duration of statutory carryforward periods, and the outlooks for the U.S. motion picture and broader economy, among others. A significant piece of objective negative evidence evaluated was the cumulative loss incurred over the three-year period ended December 31, 2022 for each taxing jurisdiction. Such objective evidence limits the ability to consider other subjective evidence, such as the Company's projections of future taxable income. For the year ended December 31, 2022, the Company remained in a cumulative loss over the past three-year period for the U.S. and international jurisdictions except for Finland.

The Company maintains a valuation allowance against U.S. deferred tax assets as well as international jurisdictions in which it operates, with the exception of Finland. During the first quarter of 2020, the severe impact of COVID-19 on operations in Germany and Spain caused the Company to conclude the realizability of deferred tax assets held in those jurisdictions does not meet the more likely than not standard. As such, a charge of $33.1 million and $40.1 million was recorded for Germany and Spain, respectively.

On July 31, 2020, the Company consummated previously announced private offers to exchange its Existing Subordinated Notes for newly issued Second Lien Notes due 2026. See Note 8—Corporate Borrowings and Finance Lease Liabilities for further information. For US tax purposes the Company was required to recognize CODI on the difference between the face value of debt exchanged and the fair market value of the new debt issued. The Company recognized $1.2 billion of CODI for tax purposes for the year ended December 31, 2020.

IRS §108 provides relief from recognizing CODI as current taxable income to the extent that the tax paying legal entity is insolvent as defined by the US Tax Code. The Company determined that the level of its insolvency at July 31, 2020 exceeded the indicated amount of CODI resulting from the debt exchange. To the extent that an entity is insolvent, rather than recognize current taxable income, the entity may reduce its tax attributes including net operating losses, capital losses, tax credits, depreciable assets, investment in subsidiaries and other investments in the amount of the excluded CODI. The Company determined that $1.2 billion of its federal net operating losses would be eliminated as a result of the tax attribute reduction.

The actual effective rate for the year ended December 31, 2022 was (0.3)%. The Company's consolidated tax rate for the year ended December 31, 2022 differs from the U.S. statutory tax rate primarily due to the valuation allowances in U.S. and foreign jurisdictions, foreign tax rate differences, and federal and state tax credits, partially offset by permanent differences related to interest, compensation, and other discrete items. Additionally, the Company recorded an immaterial error correction resulting in a $152.5 million net increase in deferred tax assets which were fully reserved with a valuation allowance during the year ended December 31, 2022. The adjustment related to deferred tax assets associated with the cancellation of debt transactions which occurred during the period ended December 31, 2020. No tax impact was recorded on the $2,306.4 million goodwill impairment charge incurred during the year ended December 31, 2020, as the portion impaired was permanently non-deductible. At December 31, 2022 and December 31, 2021, the Company has recorded net deferred tax liabilities of $32.1 million and of $30.7 million, respectively.

The income tax provision (benefit) reflected in the consolidated statements of operations consists of the following components:

	Year Ended		
(In millions)	December 31, 2022	December 31, 2021	December 31, 2020
Current:			
Federal	$ —	$ —	$ 0.1
Foreign	0.9	1.3	(0.1)
State	(0.1)	(3.9)	(4.1)
Total current	0.8	(2.6)	(4.1)
Deferred:			
Federal	0.3	(3.8)	2.7
Foreign	0.7	(2.1)	57.6
State	0.7	(1.7)	3.7
Total deferred	1.7	(7.6)	64.0
Total provision (benefit)	$ 2.5	$ (10.2)	$ 59.9

20230920023382

Pre-tax losses consisted of the following:

(In millions)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
Domestic	$ (685.8)	$ (1,029.5)	$ (3,036.4)
Foreign	(285.3)	(250.5)	(1,493.1)
Total	$ (971.1)	$ (1,280.0)	$ (4,529.5)

The difference between the effective tax rate on net loss from continuing operations before income taxes and the U.S. federal income tax statutory rate is as follows:

(In millions)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
Income tax expense (benefit) at the federal statutory rate	$ (203.9)	$ (268.8)	$ (951.2)
Effect of:			
State income taxes	(30.9)	(46.9)	(89.5)
Increase in reserve for uncertain tax positions	—	(3.3)	(1.9)
Federal and state credits	(2.5)	(2.3)	(3.6)
Permanent items - goodwill impairment	—	—	456.3
Permanent items - other	5.2	(3.1)	13.2
Foreign rate differential	(11.0)	4.3	19.7
Original issue discount	(152.5)	—	—
Other	(14.2)	(5.0)	1.7
Impact of UK tax rate change	—	(34.3)	—
Valuation allowance	412.3	349.2	615.2
Income tax expense (benefit)	$ 2.5	$ (10.2)	$ 59.9
Effective income tax rate	(0.3)%	0.8 %	(1.3)%

The significant components of deferred income tax assets and liabilities as of December 31, 2022 and December 31, 2021 are as follows:

(In millions)	December 31, 2022 Deferred Income Tax Assets	December 31, 2022 Deferred Income Tax Liabilities	December 31, 2021 Deferred Income Tax Assets	December 31, 2021 Deferred Income Tax Liabilities
Tangible assets	$ —	$ (111.7)	$ —	$ (131.7)
Right-of-use assets	—	(935.3)	—	(1,023.4)
Accrued liabilities	13.6	—	17.1	—
Intangible assets	—	(113.9)	—	(111.9)
Receivables	18.2	—	7.8	—
Investments	45.9	—	51.8	—
Capital loss carryforwards	2.0	—	1.6	—
Pension and deferred compensation	18.3	—	23.3	—
Corporate borrowings	121.9	—	35.2	—
Disallowed interest	337.1	—	170.6	—
Deferred revenue	172.6	—	180.6	—
Lease liabilities	1,208.0	—	1,304.9	—
Finance lease obligations	0.4	—	1.2	—
Other credit carryovers	27.7	—	25.4	—
Net operating loss carryforwards	676.1	—	530.9	—
Total	$ 2,641.8	$ (1,160.9)	$ 2,350.4	$ (1,267.0)
Less: Valuation allowance	(1,513.0)	—	(1,114.1)	—
Net deferred income taxes	$ 1,128.8	$ (1,160.9)	$ 1,236.3	$ (1,267.0)

20230920002383

A rollforward of the Company's valuation allowance for deferred tax assets is as follows:

(In millions)	Balance at Beginning of Period	Additions Charged to Expenses(1)	Charged (Credited) to Other Accounts(2)	Balance at End of Period
Calendar Year 2022				
Valuation allowance-deferred income tax assets	$ 1,114.1	412.3	(13.4)	$ 1,513.0
Calendar Year 2021				
Valuation allowance-deferred income tax assets	$ 764.9	349.2	—	$ 1,114.1
Calendar Year 2020				
Valuation allowance-deferred income tax assets	$ 312.8	615.2	(163.1)	$ 764.9

(1) The 2022 valuation allowance primarily relates to the Company's increase in the current year's federal, state, international net operating losses and the $152.5 million immaterial error correction, for which no benefit has been recognized.

(2) Primarily relates to amounts resulting from the Company's changes in deferred tax assets and associated valuation allowance that are not related to income statement activity as well as amounts charged to other comprehensive income.

The Company has federal income tax net operating loss carryforwards of $1,712.5 million. Approximately $320.6 million will expire between 2023 and 2036 and will be limited annually due to certain change in ownership provisions of the Internal Revenue Code. Approximately $1,391.9 million can be used indefinitely. The Company's foreign net operating losses of $878.5 million can be used indefinitely except for approximately $10.6 million, which will expire in various amounts between years 2023 and 2033. The Company also has state income tax loss carryforwards of $2,293.2 million. Approximately $1,651.7 million may be used over various periods ranging from 1 to 20 years. Approximately $641.5 million can be used indefinitely.

A reconciliation of the change in the amount of unrecognized tax benefits was as follows:

	Year Ended		
(In millions)	December 31, 2022	December 31, 2021	December 31, 2020
Balance at beginning of period	$ 8.3	$ 33.5	$ 31.0
Gross increases—current period tax positions	—	—	4.8
Gross decreases—prior period tax positions	—	(22.5)	(1.3)
Gross decreases—settlements with authorities	—	(2.2)	—
Gross decreases—expiration of statute of limitations	(0.9)	(0.5)	(1.0)
Balance at end of period	$ 7.4	$ 8.3	$ 33.5

The Company recognizes income tax-related interest expense and penalties as income tax expense and general and administrative expense, respectively. No interest expense or penalties related to federal uncertain tax positions have been recognized for the years ended December 31, 2022, December 31, 2021, and December 31, 2020.

The Company analyzed and reviewed state uncertain tax positions to determine the necessity of accruing interest and penalties. For the year ended December 31, 2022, the Company recognized no interest expense or penalties. For the year ended December 31, 2021, the Company recognized $0.6 million of interest expense and $0.4 million of penalties. The Company has no accrued interest and penalties for state uncertain tax positions at December 31, 2022 and December 31, 2021.

The total amount of net unrecognized tax benefits at December 31, 2022 and December 31, 2021 that would impact the effective tax rate, if recognized, would be $0.2 million and $0.3 million, respectively. The Company believes that it is reasonably possible that none of its unrecognized tax positions related to state taxes will be recognized by the end of 2023 as a result of settlements or the expiration of statute of limitations.

The Company, or one of its subsidiaries, files income tax returns in the U.S. federal jurisdiction, and various state and foreign jurisdictions. An IRS examination of the tax year March 29, 2012 was settled in 2021 resulting in additional federal and state net operating losses ("NOLs"). Generally, tax years beginning after December 31, 2002 are still open to examination by various taxing authorities. Additionally, as discussed above, the Company has NOL

20230920023841

carryforwards for tax years ended December 31, 2003 through December 31, 2022, in the U.S. and various state jurisdictions which have carryforwards of varying lengths of time. These NOLs are subject to adjustment based on the statute of limitations applicable to the return in which they are utilized, not the year in which they are generated. Various state, local and foreign income tax returns are also under examination by taxing authorities. The Company does not believe that the outcome of any examination will have a material impact on its consolidated financial statements.

Utilization of the Company's net operating loss carryforwards, disallowed business interest carryforward and other tax attributes became subject to the Section 382 ownership change limitation due to changes in our stock ownership on January 29, 2021. Management believes the Company's ability to utilize these tax attributes has not been significantly limited by this event.

NOTE 11—COMMITMENTS AND CONTINGENCIES

The Company, in the normal course of business, is a party to various ordinary course claims from vendors (including food and beverage suppliers and film distributors), landlords, competitors, and other legal proceedings. If management believes that a loss arising from these actions is probable and can reasonably be estimated, the Company records the amount of the loss, or the minimum estimated liability when the loss is estimated using a range and no point is more probable than another. As additional information becomes available, any potential liability related to these actions is assessed and the estimates are revised, if necessary. Management believes that the ultimate outcome of such matters discussed below, individually and in the aggregate, will not have a material adverse effect on the Company's financial position or overall trends in results of operations. However, litigation and claims are subject to inherent uncertainties and unfavorable outcomes can occur. An unfavorable outcome might include monetary damages. If an unfavorable outcome were to occur, there exists the possibility of a material adverse impact on the results of operations in the period in which the outcome occurs or in future periods.

On January 12, 2018 and January 19, 2018, two putative federal securities class actions, captioned *Hawaii Structural Ironworkers Pension Trust Fund v. AMC Entertainment Holdings, Inc., et al.*, Case No. 1:18-cv-00299-AJN (the "Hawaii Action"), and *Nichols v. AMC Entertainment Holdings, Inc., et al.*, Case No. 1:18-cv-00510-AJN (the "Nichols Action," and together with the Hawaii Action, the "Actions"), respectively, were filed against the Company in the U.S. District Court for the Southern District of New York. The Actions, which named certain of the Company's officers and directors and, in the case of the Hawaii Action, the underwriters of the Company's February 8, 2017 secondary public offering, as defendants, asserted claims under Sections 11, 12(a)(2) and 15 of the Securities Act of 1933 and Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 (the "Exchange Act") with respect to alleged material misstatements and omissions in the registration statement for the secondary public offering and in certain other public disclosures. On May 30, 2018, the court consolidated the Actions. On January 22, 2019, defendants moved to dismiss the Second Amended Class Action Complaint. On September 23, 2019, the court granted the motion to dismiss in part and denied it in part. On March 2, 2020, plaintiffs moved to certify the purported class. On March 30, 2021, the court granted the motion to certify the class. On September 2, 2021, the parties reached an agreement in principle to resolve the Actions for $18.0 million. The Company agreed to the settlement and the payment of the settlement amount to eliminate the distraction, burden, expense, and uncertainty of further litigation. The Company and the other defendants continue to expressly deny any liability or wrongdoing with respect to the matters alleged in the Actions. On November 1, 2021, the parties to the Actions signed a stipulation of settlement, which memorialized the terms of the agreement in principle, and which the plaintiffs filed with the court. Also on November 1, 2021, plaintiffs filed a motion to preliminarily approve the settlement. On November 8, 2021, the court preliminarily approved the settlement, approved the form of notice to be disseminated to class members, and scheduled a final fairness hearing on the settlement for February 10, 2022. On February 14, 2022, the court issued a final judgment approving the settlement and dismissing the action.

On May 21, 2018, a stockholder derivative complaint, captioned *Gantulga v. Aron, et al.*, Case No. 2:18-cv-02262-JAR-TJJ (the "Gantulga Action"), was filed against certain of the Company's officers and directors in the U.S. District Court for the District of Kansas. The Gantulga Action, which was filed on behalf of the Company, asserts claims under Section 14(a) of the Exchange Act and for breaches of fiduciary duty and unjust enrichment based on allegations substantially similar to the Actions. On October 12, 2018, the parties filed a joint motion to transfer the action to the U.S. District Court for the Southern District of New York, which the court granted on October 15, 2018. When the action was transferred to the Southern District of New York, it was re-captioned *Gantulga v. Aron, et al.*, Case No. 1:18-cv-10007-

20230902002385

AJN. The parties filed a joint stipulation to stay the action, which the court granted on December 17, 2018. The stay was lifted as of February 9, 2022.

On October 2, 2019, a stockholder derivative complaint, captioned *Kenna v. Aron*, et al., Case No. 1:19-cv-09148-AJN (the "Kenna Action"), was filed in the U.S. District Court for the Southern District of New York. The parties filed a joint stipulation to stay the action, which the court granted on October 17, 2019. On April 20, 2020, the plaintiff filed an amended complaint. The Kenna Action asserts claims under Sections 10(b), 14(a), and 21D of the Exchange Act and for breaches of fiduciary duty and unjust enrichment based on allegations substantially similar to the Actions and the Gantulga Action. The stay was lifted as of February 9, 2022.

On March 20, 2020, a stockholder derivative complaint, captioned *Manuel v. Aron, et al.*, Case No. 1:20-cv-02456-AJN (the "Manuel Action"), was filed in the U.S. District Court for the Southern District of New York. The Manuel Action asserts claims under Sections 10(b), 21D, and 29(b) of the Exchange Act and for breaches of fiduciary duty based on allegations substantially similar to the Actions, the Gantulga Action, and the Kenna Action. The parties filed a joint stipulation to stay the action, which the court granted on May 18, 2020.

On April 7, 2020, a stockholder derivative complaint, captioned *Dinkevich v. Aron, et al.*, Case No. 1:20-cv-02870-AJN (the "Dinkevich Action"), was filed in the U.S. District Court for the Southern District of New York. The Dinkevich Action asserts the same claims as the Manuel Action based on allegations substantially similar to the Actions, the Gantulga Action, the Kenna Action, and the Manuel Action. The parties filed a joint stipulation to stay the action, which was granted on June 25, 2020. On January 11, 2022, the court lifted the stay.

On September 23, 2021, a stockholder derivative complaint, captioned *Lyon v. Aron, et al.*, Case No. 1:21-cv-07940-AJN (the "Lyon Action"), was filed in the U.S. District Court for the Southern District of New York against certain of the Company's current and former officers and directors. The Lyon Action asserts claims for contribution and indemnification under the Exchange Act and for breaches of fiduciary duty, waste of corporate assets, and unjust enrichment/constructive trust based on allegations substantially similar to the Actions, the Gantulga Action, the Kenna Action, the Manuel Action, and the Dinkevich Action. On January 14, 2022, defendants moved to dismiss the complaint.

On December 31, 2019, the Company received a stockholder litigation demand, requesting that the Board investigate the allegations in the Actions and pursue claims on the Company's behalf based on those allegations. On May 5, 2020, the Board determined not to pursue the claims sought in the demand at this time.

On July 15, 2020, the Company received a second stockholder litigation demand requesting substantially the same action as the stockholder demand it received on December 31, 2019. On September 23, 2020, the Board determined not to pursue the claims sought in the demand at this time.

On April 22, 2019, a putative stockholder class and derivative complaint, captioned *Lao v. Dalian Wanda Group Co., Ltd.*, et al., C.A. No. 2019-0303-JRS (the "Lao Action"), was filed against certain of the Company's directors, Wanda, two of Wanda's affiliates, Silver Lake, and one of Silver Lake's affiliates in the Delaware Court of Chancery. The Lao Action asserts claims directly, on behalf of a putative class of Company stockholders, and derivatively, on behalf of the Company, for breaches of fiduciary duty and aiding and abetting breaches of fiduciary duty with respect to transactions that the Company entered into with affiliates of Wanda and Silver Lake on September 14, 2018, and the special cash dividend of $1.55 per share of Common Stock that was payable on September 28, 2018 to the Company's stockholders of record as of September 25, 2018. On July 18, 2019, the Company's Board of Directors formed a Special Litigation Committee to investigate and evaluate the claims and allegations asserted in the Lao Action and make a determination as to how the Company should proceed with respect to the Lao Action. On January 8, 2021, the Special Litigation Committee filed a report with the court recommending that the court dismiss all of the claims asserted in the Lao Action, and moved to dismiss all of the claims in the Lao Action. On June 6, 2022, the parties signed a stipulation of settlement to resolve the Lao Action for $17,375,000 (the "Settlement Amount"). Defendants agreed to the settlement and the payment of the Settlement Amount solely to eliminate the burden, expense, and uncertainty of further litigation, and continue to expressly deny any liability or wrongdoing with respect to the matters alleged in the Lao Action. On September 28, 2022, the court held a hearing to consider whether to approve the proposed settlement. At the hearing, the court requested a supplemental notice to stockholders prior to approval. A second hearing regarding approval of the settlement was held on November 30, 2022. Following the hearing, also on November 30, 2022, the court issued an order and final judgment approving the settlement and dismissing the action. The order and final judgment included a fee and expense award to Plaintiff's counsel in the amount of $3,450,000 to be paid out of the

20230920023867

Settlement Amount. The remainder of the Settlement Amount was paid to the Company on January 6, 2023. See Note 16—Subsequent Events for further information.

On December 27, 2022, the Company received a letter from a purported stockholder, demanding to inspect certain of the Company's books and records pursuant to 8 *Del. C.* § 220 in order to investigate allegations concerning: (i) the proposal that was approved by the Board on January 27, 2021 to amend the Company's Certificate of Incorporation to increase the total number of shares of the Company's Common Stock; (ii) the Company's creation, distribution, and/or sale of AMC Preferred Equity Units ("APEs"); (iii) the transactions between the Company and Antara Capital, LP that the Company announced on December 22, 2022 (the "Antara Transactions"); (iv) the special meeting of the holders of the Company's Common Stock and APEs to be held on March 14, 2023 for the purpose of voting on amendments to the Company's Certificate of Incorporation that, together and if approved, will enable the APEs to convert into shares of the Company's Common Stock: and (v) the independence of the members of the Board (the "December 27, 2022 Demand"). On January 4, 2023, the Company rejected the December 27, 2022 Demand. On February 7, 2023, without conceding the propriety of the December 27, 2022 Demand in any respect and while reserving all rights, the Company, in an effort to avoid unnecessary litigation, allowed the stockholder who made the December 27, 2022 Demand to inspect certain of the Company's books and records concerning the subject matter of December 27, 2022 Demand.

On February 6, 2023, the Company received a letter from another purported stockholder, demanding to inspect certain of the Company's books and records pursuant to 8 *Del. C.* § 220 in order to investigate allegations similar to those made in the December 27, 2022 Demand (the "February 6, 2023 Demand" and, together with the December 27, 2022 Demand, the "Books and Records Demands"). On February 13, 2023, the Company rejected the February 6, 2023 Demand. Also, on February 13, 2023, without conceding the propriety of the February 6, 2023 Demand in any respect and while reserving all rights, the Company, in an effort to avoid unnecessary litigation, allowed the stockholder who made the February 6, 2023 Demand to inspect the same books and records that it allowed the stockholder who made the December 27, 2022 Demand to inspect.

On February 20, 2023, two putative stockholder class actions were filed in the Delaware Court of Chancery, captioned *Allegheny County Employees' Retirement System v. AMC Entertainment Holdings, Inc., et al.*, C.A. No. 2023-0215-MTZ (Del. Ch.) (the "*Allegheny* Action"), and *Munoz v. Adam M. Aron, et al.*, C.A. No. 2023-0216-MTZ (Del. Ch.) (the "*Munoz* Action"). The *Allegheny* Action asserts a claim for breach of fiduciary duty against certain of the Company's directors and a claim for breach of 8 *Del. C.* § 242(b) against those directors and the Company, arising out of the Company's creation of the APEs, the Antara Transactions, and the Charter Amendment Proposals. The *Munoz* Action, which was filed by the stockholders who made the Books and Records Demands, asserts a claim for breach of fiduciary duty against the Company's current directors and former director Lee Wittlinger, arising out of the same conduct challenged in the *Allegheny* Action. The *Allegheny* Action seeks a declaration that the issuance of the APEs violated 8 *Del. C.* § 242(b), an order that holders of the Company's Common Stock be provided with a separate vote from the holders of the APEs on the Charter Amendment Proposals or that the APEs be enjoined from voting on the Charter Amendment Proposals, and an award of money damages. The Munoz *Action* seeks to enjoin the APEs from being voted on the Charter Amendment Proposals.

On February 27, 2023, the Delaware Court of Chancery entered a status quo order that (i) will allow the March 14, 2023 vote on the Charter Amendment Proposals to proceed, but precludes the Company from implementing the Charter Amendment Proposals pending a ruling by the court on the plaintiffs' to-be-filed preliminary injunction motion, and (ii) scheduled a hearing on the plaintiffs' to-be-filed preliminary injunction motion for April 27, 2023.

NOTE 12—FAIR VALUE MEASUREMENTS

Fair value refers to the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants in the market in which the entity transacts business. The inputs used to develop these fair value measurements are established in a hierarchy, which ranks the quality and reliability of the information

20230920002387

used to determine the fair values. The fair value classification is based on levels of inputs. Assets and liabilities that are carried at fair value are classified and disclosed in one of the following categories:

Level 1: Quoted market prices in active markets for identical assets or liabilities.
Level 2: Observable inputs that are corroborated by market data.
Level 3: Unobservable inputs that are not corroborated by market data.

Recurring Fair Value Measurements. The following tables summarize the fair value hierarchy of the Company's financial assets carried at fair value on a recurring basis:

		Fair Value Measurements at December 31, 2022 Using		
(In millions)	Total Carrying Value at December 31, 2022	Quoted prices in active market (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Other long-term assets:				
Investment in Hycroft Mining Holding Corporation warrants	$ 9.2	$ —	$ —	$ 9.2
Marketable equity securities:				
Investment in Hycroft Mining Holding Corporation	12.5	12.5	—	—
Total assets at fair value	$ 21.7	$ 12.5	$ —	$ 9.2

		Fair Value Measurements at December 31, 2021 Using		
(In millions)	Total Carrying Value at December 31, 2021	Quoted prices in active market (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Other long-term assets:				
Money market mutual funds	$ 0.5	$ 0.5	$ —	$ —
Investments measured at net asset value(1)	12.4	—	—	—
Total assets at fair value	$ 12.9	$ 0.5	$ —	$ —

(1) The investments relate to non-qualified deferred compensation arrangements on behalf of certain members of management. The Company has an equivalent liability for this related-party transaction recorded in other long-term liabilities for the deferred compensation obligation. The plan was terminated on May 3, 2021 and liquidated in 2022.

Valuation Techniques. The Company's money market mutual funds are invested in funds that seek to preserve principal, are highly liquid, and therefore are recorded on the balance sheet at the principal amounts deposited, which equals fair value. The equity method investment in Hycroft was measured at fair value using Hycroft's stock price at the date of measurement.

To estimate the fair value of the Company's investment in Hycroft warrants, the Company valued the warrants using the Black Scholes pricing model. Such judgments and estimates included estimates of volatility of 123.3% and discount rate of 4.1%. The discount rate is based on the treasury yield that matches the term as of the measurement date. Other inputs included the term of 4.2 years, exercise price of $1.068 and Hycroft's stock price at the date of measurement. There is considerable management judgment with respect to the inputs used in determining fair value, and, accordingly, actual results could vary significantly from such estimates, which fall under Level 3 within the fair value measurement hierarchy. See Note 6—Investments for further information regarding the investments in Hycroft.

20230922002388

Nonrecurring Fair Value Measurements. The following fair value hierarchy tables summarize the Company's assets that were written down to their fair value on a nonrecurring basis as part of our impairment evaluation:

		Fair Value Measurements at December 31, 2022 Using			
(In millions)	Total Carrying Value at December 31, 2022	Quoted prices in active market (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total Impairment Losses
Property, net:					
Property net	$ 57.3	$ —	$ —	$ 57.3	$ 27.8
Operating lease right-of-use assets					
Operating lease right-of-use assets	138.4	—	—	138.4	105.3
Total	$ 195.7	$ —	$ —	$ 195.7	$ 133.1

		Fair Value Measurements at December 31, 2021 Using			
(In millions)	Total Carrying Value at December 31, 2021	Quoted prices in active market (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total Impairment Losses
Property, net:					
Property net	$ 22.8	$ —	$ —	$ 22.8	$ 21.8
Operating lease right-of-use assets, net					
Operating lease right-of-use assets, et	99.2	—	—	99.2	53.4
Other long-term assets					
Property owned, net	2.0	—	—	2.0	2.0
Total	$ 124.0	$ —	$ —	$ 124.0	$ 77.2

Valuation Techniques. There is considerable management judgment with respect to cash flow estimates and appropriate discount rates to be used in determining fair value, and, accordingly, actual results could vary significantly from such estimates, which fall under Level 3 within the fair value measurement hierarchy. Such judgments and estimates include estimates of future attendance, revenues, cash flows, rent relief, cost savings, capital expenditures, and the cost of capital, among others. At December 31, 2022, related cash flows were discounted at 10.0% for the Domestic Theatres and 12.5% for the International Theatres, at December 31, 2021, related cash flows were discounted at 10.0% for Domestic Theatres and 11.5% for International Theatres.

Other Fair Value Measurement Disclosures. The following tables summarize the fair value of financial instruments that are not recognized at fair value in the statement of financial position for which it is practicable to estimate that value:

		Fair Value Measurements at December 31, 2022 Using		
(In millions)	Total Carrying Value at December 31, 2022	Quoted prices in active market (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Current maturities of corporate borrowings	$ 20.0	$ —	$ 10.8	$ —
Corporate borrowings	5,120.8	—	2,516.2	—

		Fair Value Measurements at December 31, 2021 Using		
(In millions)	Total Carrying Value at December 31, 2021	Quoted prices in active market (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Current maturities of corporate borrowings	$ 20.0	$ —	$ 18.1	$ —
Corporate borrowings	5,408.0	—	4,263.5	681.4

20230920002389

Valuation Technique. Quoted market prices and observable market based inputs were used to estimate fair value for Level 2 inputs. The Level 3 fair value measurement represents the transaction price of the corporate borrowings under estimated market conditions. The Company valued these notes at principal value less an estimated discount reflecting a market yield to maturity. See Note 8—Corporate Borrowings and Finance Lease Liabilities for further information.

The carrying amounts of cash and cash equivalents, accounts receivable, accounts payable, and accrued liabilities approximate fair value because of the short maturity of these instruments.

NOTE 13—OPERATING SEGMENTS

The Company reports information about operating segments in accordance with ASC 280-10, Segment Reporting, which requires financial information to be reported based on the way management organizes segments within a company for making operating decisions and evaluating performance. The Company has identified two reportable segments and reporting units for its theatrical exhibition operations, U.S. markets and International markets. The International markets reportable segment has operations in or partial interest in theatres in the United Kingdom, Germany, Spain, Italy, Ireland, Portugal, Sweden, Finland, Norway, Denmark, and Saudi Arabia. The Company divested of its interest in Estonia, Latvia, and Lithuania operations, see Note 1—The Company and Significant Accounting Policies for further information on the Baltics theatre sale. On January 24, 2023 the Company sold its interest in Saudi Arabia, see Note 16—Subsequent events for additional information. Each segment's revenue is derived from admissions, food and beverage sales and other ancillary revenues, primarily screen advertising, AMC Stubs® membership fees and other loyalty programs, ticket sales, gift card income and exchange ticket income. The measure of segment profit and loss the Company uses to evaluate performance and allocate its resources is Adjusted EBITDA, as defined in the reconciliation table below. The Company does not report asset information by segment because that information is not used to evaluate the performance of or allocate resources between segments.

Below is a breakdown of select financial information by reportable operating segment:

	Year Ended		
Revenues (In millions)	**December 31, 2022**	**December 31, 2021**	**December 31, 2020**
U.S. markets	$ 2,961.7	$ 1,875.8	$ 826.7
International markets	949.7	652.1	415.7
Total revenues	$ 3,911.4	$ 2,527.9	$ 1,242.4

	Year Ended		
Adjusted EBITDA (In millions)	**December 31, 2022**	**December 31, 2021**	**December 31, 2020**
U.S. markets	$ 59.6	$ (250.6)	$ (768.2)
International markets	(13.0)	(41.1)	(231.0)
Total Adjusted EBITDA	$ 46.6	$ (291.7)	$ (999.2)

(1) The Company presents Adjusted EBITDA as a supplemental measure of its performance. The Company defines Adjusted EBITDA as net earnings (loss) plus (i) income tax provision (benefit), (ii) interest expense and (iii) depreciation and amortization, as further adjusted to eliminate the impact of certain items that the Company does not consider indicative of the Company's ongoing operating performance and to include attributable EBITDA from equity investments in theatre operations in International markets and any cash distributions of earnings from its other equity method investees. The measure of segment profit and loss the Company uses to evaluate performance and allocate its resources is Adjusted EBITDA, which is broadly consistent with how Adjusted EBITDA is defined in the Company's debt indentures.

20230922002390

Capital Expenditures (In millions)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
U.S. markets	$ 138.4	$ 63.9	$ 109.9
International markets	63.6	28.5	63.9
Total capital expenditures	$ 202.0	$ 92.4	$ 173.8

Financial information about geographic area is as follows:

Revenues (In millions)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
United States	$ 2,961.7	$ 1,875.8	$ 826.7
United Kingdom	379.3	283.6	127.9
Spain	114.6	81.8	52.1
Sweden	125.0	82.3	63.2
Italy	90.4	57.5	47.5
Germany	96.2	54.4	38.2
Finland	73.9	49.1	43.4
Ireland	27.3	16.9	9.3
Other foreign countries	43.0	26.5	34.1
Total	$ 3,911.4	$ 2,527.9	$ 1,242.4

Long-term assets, net (In millions)	As of December 31, 2022	As of December 31, 2021
U.S. markets	$ 6,135.9	$ 6,434.5
International markets	2,097.6	2,516.7
Total long-term assets (1)	$ 8,233.5	$ 8,951.2

(1) Long-term assets are comprised of property, operating lease right-of-use assets, intangible assets, goodwill, deferred tax asset, net and other long-term assets.

The following table sets forth a reconciliation of net loss to Adjusted EBITDA:

(In millions)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
Net loss	$ (973.6)	$ (1,269.8)	$ (4,589.4)
Plus:			
Income tax provision (benefit) (1)	2.5	(10.2)	59.9
Interest expense	378.7	458.1	356.9
Depreciation and amortization	396.0	425.0	498.3
Impairment of long-lived assets, definite and indefinite-lived intangible assets and goodwill (2)	133.1	77.2	2,513.9
Certain operating expense (income) (3)	8.0	0.2	(9.4)
Equity in (earnings) loss of non-consolidated entities (4)	1.6	(11.0)	30.9
Cash distributions from non-consolidated entities (5)	6.6	12.5	17.4
Attributable EBITDA (6)	0.4	3.7	0.2
Investment expense (income)	14.9	(9.2)	10.1
Other expense (income) (7)	80.4	(0.1)	66.9
Other non-cash rent benefit (8)	(26.6)	(24.9)	(4.9)
General and administrative — unallocated:			
Merger, acquisition and other costs (9)	2.1	13.7	24.6
Stock-based compensation expense (10)	22.5	43.1	25.4
Adjusted EBITDA	$ 46.6	$ (291.7)	$ (999.2)

0001630700230720231

(1) For information regarding the income tax provision (benefit), see Note 10—Income Taxes.

(2) During the year ended December 31, 2022, the Company recorded non-cash impairment charges related to its long-lived assets of $73.4 million on 68 theatres in the U.S. markets with 817 screens which were related to property, net and operating lease right-of-use assets, net and $59.7 million on 53 theatres in the International markets with 456 screens which were related to property, net and operating lease right-of-use assets, net.

During the year ended December 31, 2021, the Company recorded non-cash impairment charges related to its long-lived assets of $61.3 million on 77 theatres in the U.S. markets with 805 screens which were related to property, net, operating lease right-of-use assets, net and other long-term assets and $15.9 million on 14 theatres in the International markets with 118 screens which were related to property, net and operating lease right-of-use assets, net.

During the year ended December 31, 2020, the Company recorded goodwill non-cash impairment charges of $1,276.1 million and $1,030.3 million related to the enterprise fair values of the Domestic Theatres and International Theatres reporting units, respectively. During the year ended December 31, 2020, the Company recorded non-cash impairment of long-lived assets of $152.5 million on 101 theatres in the U.S. markets with 1,139 screens which were related to property, net, operating lease right-of-use assets, net and other long-term assets and $25.4 million on 37 theatres in the International markets with 340 screens which were related to property, net and operating lease right-of-use assets, net. The Company recorded non-cash impairment charges related to indefinite-lived intangible assets of $12.5 million and $2.7 million related to the Odeon and Nordic trade names, respectively, in the International Theatres reporting unit during the year ended December 31, 2020. The Company also recorded non-cash impairment charges of $14.4 million related to its definite-lived intangible assets in the Domestic Theatres reporting unit during the year ended December 31, 2020.

(3) Amounts represent preopening expense related to temporarily closed screens under renovation, theatre and other closure expense for the permanent closure of screens, including the related accretion of interest, non-cash deferred digital equipment rent expense, and disposition of assets and other non-operating gains or losses included in operating expenses. The Company has excluded these items as they are non-cash in nature or are non-operating in nature.

(4) Equity in (earnings) loss of non-consolidated entities primarily consisted of equity in loss from Saudi Cinema Company, LLC of $7.6 million, partially offset by equity in (earnings) from DCIP of $3.4 million during the year ended December 31, 2022. Equity in (earnings) loss of non-consolidated entities primarily consisted of equity in earnings (loss) from DCIP of $12.2 million and $(14.5) million, during the year ended December 31, 2021, and December 31, 2020, respectively. In addition, the Company recorded impairment losses in the International markets during the year ended December 31, 2020 related to equity method investments of $8.6 million in equity in (earnings) loss of non-consolidated entities.

(5) Includes U.S. non-theatre distributions from equity method investments and International non-theatre distributions from equity method investments to the extent received. The Company believes including cash distributions is an appropriate reflection of the contribution of these investments to the Company's operations.

(6) Attributable EBITDA includes the EBITDA from equity investments in theatre operators in certain International markets. See below for a reconciliation of the Company's equity in (earnings) loss of non-consolidated entities to attributable EBITDA. Because these equity investments are in theatre operators in regions where the Company holds a significant market share, the Company believes attributable EBITDA is more indicative of the performance of these equity investments and management uses this measure to monitor and evaluate these equity investments. The Company also provides services to these theatre operators including information technology systems, certain on-screen advertising services and the Company's gift card and package ticket program.

20230920003592

(In millions)	Year Ended December 31, 2022	December 31, 2021	December 31, 2020
Equity in (earnings) loss of non-consolidated entities	$ 1.6	$ (11.0)	$ 30.9
Less:			
Equity in (earnings) loss of non-consolidated entities excluding International theatre joint ventures	(5.4)	(13.5)	27.4
Equity in loss of International theatre joint ventures	(7.0)	(2.5)	(3.5)
Income tax provision	0.1	0.3	0.1
Investment expense (income)	0.2	(0.1)	(0.4)
Interest expense	0.1	0.2	0.1
Impairment of long-lived assets	4.2	—	—
Depreciation and amortization	2.8	5.6	3.2
Other expense	—	0.2	0.7
Attributable EBITDA	$ 0.4	$ 3.7	$ 0.2

(7) Other expense (income) during the year ended December 31, 2022, primarily consisted of a loss on debt extinguishment of $92.8 million, partially offset by income related to the foreign currency transaction gains of $(12.3) million and contingent lease guarantees of $(0.2) million.

Other expense (income) for the year ended December 31, 2021, primarily consisted of a loss on debt extinguishment of $14.4 million and financing fees of $1.0 million, partially offset by income related to the foreign currency transaction gains of $(9.8) million and contingent lease guarantees of $(5.7) million.

During the year ended December 31, 2020 included a loss of $109.0 million related to the fair value adjustments of the Company's derivative liability and derivative asset for the Convertible Notes, financing fees related to the Exchange Offer of $39.3 million, and credit losses related to contingent lease guarantees of $15.0 million, partially offset due to a gain on extinguishment of the Second Lien Notes due 2026 of $(93.6) million.

(8) Reflects amortization of certain intangible assets reclassified from depreciation and amortization to rent expense due to the adoption of ASC 842, Leases and deferred rent benefit related to the impairment of right-of-use operating lease assets.

(9) Merger, acquisition and other costs are excluded as they are non-operating in nature.

(10) Non-cash or non-recurring expense included in general and administrative: other.

NOTE 14—ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)

The following table presents the change in accumulated other comprehensive income (loss) by component:

(In millions)	Foreign Currency	Pension Benefits	Total
Balance December 31, 2020	$ 60.1	$ (21.4)	$ 38.7
Other comprehensive income (loss)	(78.7)	12.3	(66.4)
Realized loss on foreign currency transactions reclassified into investment expense (income)	(0.4)	—	(0.4)
Balance December 31, 2021	$ (19.0)	$ (9.1)	$ (28.1)
Other comprehensive income (loss)	(59.8)	10.6	(49.2)
Balance December 31, 2022	$ (78.8)	$ 1.5	$ (77.3)

20230209002393

The tax effects allocated to each component of other comprehensive income (loss) is as follows:

	Year Ended								
	December 31, 2022			December 31, 2021			December 31, 2020		
(In millions)	Pre-Tax Amount	Tax (Expense) Benefit	Net-of-Tax Amount	Pre-Tax Amount	Tax (Expense) Benefit	Net-of-Tax Amount	Pre-Tax Amount	Tax (Expense) Benefit	Net-of-Tax Amount
Unrealized foreign currency translation adjustment	$ (59.8)	$ —	$ (59.8)	$ (78.9)	$ —	$ (78.9)	$ 66.8	$ 0.2	$ 67.0
Realized gain (loss) on foreign currency transactions, net of tax	—	—	—	(0.9)	0.5	(0.4)	1.9	—	1.9
Pension and other benefit adjustments:									
Net gain (loss) arising during the period, net of tax	10.6	—	10.6	13.0	(0.7)	12.3	(4.1)	—	(4.1)
Other comprehensive income (loss)	$ (49.2)	$ —	$ (49.2)	$ (66.8)	$ (0.2)	$ (67.0)	$ 64.6	$ 0.2	$ 64.8

NOTE 15—LOSS PER SHARE

On August 4, 2022, the Company announced that its Board of Directors declared a special dividend of one AMC Preferred Equity Unit for each share of Common Stock outstanding at the close of business on August 15, 2022, the record date. The dividend was paid at the close of business on August 19, 2022 to investors who held shares of Common Stock as of August 22, 2022, the ex-dividend date.

Each AMC Preferred Equity Unit is a depositary share and represents an interest in one one-hundredth (1/100th) of a share of Series A Convertible Participating Preferred Stock evidenced by a depositary receipt pursuant to a deposit agreement. The Company has 50,000,000 Preferred Stock shares authorized, 10,000,000 of which have currently been allocated and 7,245,872 have been issued under depositary agreement as Series A Convertible Participating Preferred Stock, leaving 40,000,000 unallocated Preferred Stock shares. Each AMC Preferred Equity Unit is designed to have the same economic and voting rights as a share of Class A common stock. Trading of the AMC Preferred Equity Units on the NYSE began on August 22, 2022 under the ticker symbol "APE". Due to the characteristics of the AMC Preferred Equity Units, the special dividend is similar to a stock split pursuant to ASC 505-20-25-4. Accordingly, all references made to share, per share, or common share amounts in the accompanying consolidated financial statements and applicable disclosures have been retroactively adjusted to reflect the effects of the special dividend as a stock split.

Basic loss per share is computed by dividing net loss by the weighted-average number of common shares outstanding. Diluted loss per share includes the effects of unvested RSUs with a service condition only and unvested contingently issuable RSUs and PSUs that have service and performance conditions, if dilutive. Diluted loss per share for the year ended December 31, 2020 also includes potential dilutive shares from the conversion feature of the Convertible Notes due 2026, if dilutive.

20230920023941

The following table sets forth the computation of basic and diluted loss per common share:

(In millions)	Year Ended December 31, 2022	Year Ended December 31, 2021	Year Ended December 31, 2020
Numerator:			
Net loss for basic loss per share attributable to AMC Entertainment Holdings, Inc.	$ (973.6)	$ (1,269.1)	$ (4,589.1)
Net loss for diluted loss per share attributable to AMC Entertainment Holdings, Inc.	$ (973.6)	$ (1,269.1)	$ (4,589.1)
Denominator (shares in thousands):			
Weighted average shares for basic loss per common share	1,047,689	954,820	234,424
Weighted average shares for diluted loss per common share	1,047,689	954,820	234,424
Basic loss per common share:	$ (0.93)	$ (1.33)	$ (19.58)
Diluted loss per common share:	$ (0.93)	$ (1.33)	$ (19.58)

Vested RSUs, PSUs, and SPSUs have dividend rights identical to the Company's Common Stock and AMC Preferred Equity Units and are treated as outstanding shares for purposes of computing basic and diluted earnings per share. For the year ended December 31, 2022, December 31, 2021, and December 31, 2020, unvested RSUs of 2,523,364, 4,495,250, and 2,262,666, respectively, were not included in the computation of diluted earnings (loss) per share because they would be anti-dilutive.

Unvested PSUs and SPSUs are subject to performance and market conditions, respectively, and are included in diluted earnings per share, if dilutive, based on the number of shares, if any, that would be issuable under the terms of the Company's 2013 Equity Incentive Plan if the end of the reporting period were the end of the contingency period. Unvested PSUs of 0, 0 and 1,298,418 for the years ended December 31, 2022, December 31, 2021, and December 31, 2020, respectively, and unvested SPSUs of 1,156,656 at the minimum market condition for the year ended December 31, 2020, were not included in the computation of diluted loss per share because they would not be issuable if the end of the reporting period were the end of the contingency period or they would be anti-dilutive.

On January 29, 2021, the $600.0 million principal amount of the Company's Convertible Notes due 2026 were converted into the Company's Common Stock at a conversion price of $6.76 per share and resulted in the issuance of 44,422,860 shares and 44,422,860 AMC Preferred Equity Units. For the year ended December 31, 2020, the Company used the if-converted method for calculating any potential dilutive effect of the Convertible Notes that were issued on September 14, 2018. The Company has not adjusted net loss for the year ended December 31, 2020 to eliminate the interest expense of $31.8 million and the loss for the derivative liability related to the Convertible Notes of $89.4 million in the computation of diluted loss per share because the effects would be anti-dilutive. The Company has not included in diluted weighted average shares approximately 71.0 million shares issuable upon conversion for the year ended December 31, 2020 as the effects would be anti-dilutive.

NOTE 16—SUBSEQUENT EVENTS

Equity Distribution Agreement. As part of the Equity Distribution Agreement described in Note 9—Stockholders' Equity, the Company raised gross proceeds of approximately $9.6 million through the date of this filing through its at-the-market offering of approximately 6.6 million shares of its AMC Preferred Equity Units and paid fees to the sales agent of approximately $0.2 million. The Company is prohibited from selling more than $140.0 million worth of AMC Preferred Equity units until the earlier of the special stockholders meeting described below or April 6, 2023. Antara is prohibited from purchasing more than 26 million AMC Preferred Equity Units until the earlier of the special stockholders meeting or April 6, 2023.

Stock-Based Compensation. On February 23, 2023, AMC's Board of Directors approved a modification to the 2022 PSU awards which lowered the Adjusted EBITDA and free cash flow performance targets such that 200% vesting was achieved for both tranches. This modification resulted in the immediate additional vesting of 2,389,589 Common Stock 2022 PSUs and 2,389,589 AMC Preferred Equity Unit 2022 PSUs. This was treated as a Type 3 modification

20230920023395

(improbable-to-probable) which requires the Company to recognize additional stock compensation expense based on the modification date fair values of the Common Stock PSUs and AMC Preferred Equity Unit PSUs of $6.23 and $2.22, respectively. The Company will recognize $20.2 million of additional stock compensation expense in its financial statements during the three months ended March 31, 2023. See Item 9B. Other Information of this form 10-K for further information.

Additional Share Issuances Antara. On February 7, 2023, the Company issued 197,621,297 AMC Preferred Equity Units to Antara in exchange for $75.1 million in cash and $100.0 million aggregate principal of the Company's 10%/12% Cash/PIK Toggle Second Lien Notes due 2026. The cash proceeds of $75.1 million and the carrying value of the notes of $118.6 million were recorded in Total stockholders' deficit. The Company paid $1.4 million of accrued interest in cash upon exchange of the notes. On February 9, 2023, the Company and Antara agreed to a mutual waiver of the lock-up restrictions in the Forward Purchase Agreement restricting the sale, transfer, or other disposition of the AMC Preferred Equity Units. In accordance with the mutual waiver, the lock-up restrictions will not apply to (i) sales of AMC Preferred Equity Units by Antara in an amount not to exceed an aggregate of 26 million AMC Preferred Equity Units, and (ii) allow additional sales of AMC Preferred Equity Units by the Company in an amount not to exceed $140 million. The Company also agreed that prior to March 31, 2023, it will not issue or exchange, without Antara's prior written consent, any Common Stock in return for cancellation of the Company's outstanding indebtedness.

Senior Secured Credit Facility. On January 25, 2023, the Company entered into the Twelfth Amendment, pursuant to which the requisite revolving lenders party thereto agreed to extend the suspension period for the financial covenant under its Credit Agreement from a period ending March 31, 2023 to a period ending on March 31, 2024.

Derivative Stockholder Complaint. On January 6, 2023, the Company received approximately $14.0 million in settlement of the Lao Action as described in Note 11—Commitments and Contingencies. The Company expects to record the settlement as a credit to other income during the three months ended March 31. 2023.

Saudi Cinema Company. On December 30, 2022, the Company entered into an agreement to sell its 10.0% investment in Saudi Cinema Company, LLC for SAR 112.5 million ($30.0) million, subject to certain closing conditions. On January 24, 2023, the Saudi Ministry of Commerce recorded the sale of equity and the Company received the proceeds on January 25, 2023. The Company expects to record a gain on the sale of approximately $15.5 million in investment income during the three months ended March 31, 2023.

Debt Repurchases. The below table summarizes the cash debt repurchase transactions during January and February 2023, including related party transactions with Antara, which became a related party on February 7, 2023:

(In millions)	Aggregate Principal Repurchased	Reacquisition Cost	Gain on Extinguishment	Accrued Interest Paid
Related party transactions:				
Second Lien Notes due 2026	$ 41.9	$ 24.4	$ 25.3	$ 0.7
5.875% Senior Subordinated Notes due 2026	4.1	1.7	2.3	0.1
Total related party transactions	46.0	26.1	27.6	0.8
Non-related party transactions:				
Second Lien Notes due 2026	24.2	12.0	16.7	0.2
Total non-related party transactions	24.2	12.0	16.7	0.2
Total debt repurchases	$ 70.2	$ 38.1	$ 44.3	$ 1.0

Special Meeting of Stockholders. Subsequent to the fiscal year ended December 31, 2022, the Board called a special meeting of the Company's stockholders for March 14, 2023 (the "Special Meeting"). At the Special Meeting, the Company's stockholders will consider the following proposals:

1. Proposal No. 1: To approve an amendment to our Third Amended and Restated Certificate of Incorporation (our "Certificate of Incorporation") to increase the total number of authorized shares of Common Stock from 524,173,073 shares of Common Stock to 550,000,000 shares of Common Stock (the "Share Increase Proposal");
2. Proposal No. 2: To approve an amendment to our Certificate of Incorporation to effectuate a reverse stock split at a ratio of one share of Common Stock for every ten shares of Common Stock, which together with the Share

0002300700

Increase Proposal, shall permit the full conversion of all outstanding shares of Series A Preferred Stock into shares of Common Stock (the "Reverse Split Proposal" and collectively with the Authorized Share Increase Proposal, the "Charter Amendment Proposals"). See Note 11—Commitments and Contingencies for further information; and

3. Proposal No. 3: To approve one or more adjournments of the Special Meeting, if necessary, to permit further solicitation of proxies if there are not sufficient votes at the time of the Special Meeting to approve and adopt the Charter Amendment Proposals (the "Adjournment Proposal").

Each of the Share Increase Proposal and the Reverse Split Proposal is cross-conditioned on the approval of the other, such that approval of both proposals is required for each of them to take effect.

If the Charter Amendment Proposals are approved, the number of our outstanding shares of Common Stock as of February 8, 2023, the record date for the Special Meeting, would decrease from 517,580,416 to approximately 51,758,042 shares of Common Stock. Further, 9,298,497 shares of Series A Preferred Stock (represented by 929,849,612 APEs), as of the record date, will convert into 92,984,970 shares of Common Stock and the Series A Preferred Stock (and APEs) will cease to exist. Ultimately, based upon the outstanding equity interests as of the record date, approval of the Charter Amendment Proposals will result in a total of approximately 144,743,012 shares of Common Stock outstanding out of 550,000,000 authorized shares. The amount of Preferred Stock authorized in the Certificate of Incorporation will be unaffected by the Charter Amendment Proposals.

For additional information on the Special Meeting and the proposals under consideration, see the Company's definitive proxy statement on Schedule 14A filed on February 14, 2023.

20230062007v1

Item 9. Changes in and Disagreements With Accountants on Accounting and Financial Disclosure.

Not applicable

Item 9A. Controls and Procedures.

(a) Evaluation of disclosure controls and procedures.

The Company maintains a set of disclosure controls and procedures designed to ensure that material information required to be disclosed in its filings under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms and that material information is accumulated and communicated to the Company's management, including its Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosure. The Company's Chief Executive Officer and Chief Financial Officer have evaluated these disclosure controls and procedures as of the end of the period covered by this Annual Report on Form 10-K and have determined that such disclosure controls and procedures were effective.

(b) Management's annual report on internal control over financial reporting.

Management is responsible for establishing and maintaining adequate internal control over financial reporting for the Company as defined in Rule 13a-15(f) of the Exchange Act. With management's participation, an evaluation of the effectiveness of internal control over financial reporting was conducted as of December 31, 2022, based on the framework and criteria established in *Internal Control—Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on this evaluation, management has concluded that the Company's internal control over financial reporting was effective as of December 31, 2022. The effectiveness of our internal control over financial reporting has been audited by Ernst & Young LLP, an independent registered public accounting firm, as stated in their attestation report in Item 8 of Part II of this Annual Report on Form 10-K.

(c) Changes in internal control over financial reporting.

There were no changes in its internal control over financial reporting as defined in Exchange Act Rule 13a-15(f) during the quarter ended December 31, 2022, that materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

Item 9B. Other Information.

Compensatory Arrangements of Certain Officers

In order to recognize the ongoing extraordinary efforts of the Company's management team as the theatrical exhibition industry continues to lag its pre-pandemic performance, encourage continued engagement, and incentivize executives during continued difficult business conditions, on February 23, 2023, the Compensation Committee of the Company's Board of Directors (the "Committee"), in consultation with the Company's independent compensation consultant, approved immediately vested awards of the Company's Common Stock and AMC Preferred Equity Units under the 2013 Equity Incentive Plan ("EIP"), to certain officers, including the named executive officers ("NEOs") as described below:

NEO	Common Stock	AMC Preferred Equity Units
Adam Aron	933,213	933,213
Sean Goodman	196,400	196,400
Dan Ellis	84,572	84,572
Elizabeth Frank	104,039	104,039
Kevin Connor	81,217	81,217

As described in the Company's definitive proxy statement on Schedule 14A in connection with its 2022 Annual Meeting of Stockholders, filed on April 29, 2022, each year the Committee approves annual grants under the EIP, half of which are designated as performance stock units ("PSUs"). The PSUs are divided into three equal tranches with each tranche allocated to a fiscal year during the three-year period covered by the grant (each a "Tranche Year"). Each tranche

202300239

is eligible to vest based upon attainment of certain financial performance goals during its applicable Tranche Year. The performance goals are established at the beginning of the applicable Tranche Year based upon the Company's financial plan, which in turn is highly dependent upon forecasts of overall industry box office. For the 2022 Tranche Year, primarily due to changes to studio movie release schedules which is outside the control of the Company, industry box office was significantly lower than the forecasts upon which the performance goals were predicated. As a result, PSUs allocated to the 2022 Tranche Year with Adjusted EBITDA performance goals vested at 0% and those with Free Cash Flow performance goals vested at only 79%. The awards reflected in the table were calculated based upon the difference between the vesting level of the PSUs allocated to the 2022 Tranche Year and the maximum vesting level of such PSUs, which the Committee believes would have been achieved had the performance goals been set based upon the ultimate industry box office level. Given the management team's continued focus on maximizing results despite industry factors outside its control, the Committee felt that the awards were justified and consistent with the goals of the Company's executive compensation programs, namely to attract, retain, motivate and reward talented executives.

As a result of the awards to the NEOs and other officers, in the first quarter of 2023 the Company estimates it will issue approximately 1.3 million shares of Common Stock and 1.3 million AMC Preferred Equity Units each net of tax withholding, incur approximately $20.2 of stock compensation expense, and make estimated cash payments of approximately $9.1 million to cover tax withholding.

Item 9C. Disclosure Regarding Foreign Jurisdictions that Prevent Inspections.

Not applicable

0002300723

PART III

Item 10. Directors, Executive Officers and Corporate Governance.

For information with respect to the executive officers of the Company, see "Information about our Executive Officers" included as a separate item at the end of Part I, Item 1 of this Report.

All other information called for by this item is hereby incorporated herein by reference to the relevant information under the headings "Proposal 2 - Election of Directors", "Delinquent Section 16(A) Reports", and "Corporate Governance" in our definitive proxy statement on Schedule 14A in connection with our 2023 Annual Meeting of Stockholders, to be filed within 120 days after December 31, 2022 (the "Annual Meeting Proxy Statement").

Item 11. Executive Compensation.

The information called for by this item is set forth under the headings "Executive Compensation", "Compensation Committee Report on Executive Compensation", "Compensation Committee Interlocks and Insider Participation", "Compensation Policies and Practices as They Relate to Risk Management", "Director Compensation" and "Compensation Discussion and Analysis" in the Company's 2023 Proxy Statement to be filed with the SEC within 120 days after December 31, 2022 and is incorporated herein by reference.

Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters.

The information called for by this item is set forth under the headings "Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters" and "Equity Compensation Plan Information" in the Company's 2023 Proxy Statement to be filed with the SEC within 120 days after December 31, 2022 and is incorporated herein by reference.

Item 13. Certain Relationships and Related Transactions, and Director Independence.

The information called for by this item is set forth under the headings "Certain Relationships and Related Transactions" and "Director Independence" in the Company's 2023 Proxy Statement to be filed with the SEC within 120 days after December 31, 2022 and is incorporated herein by reference.

Item 14. Principal Accountant Fees and Services.

The information called for by this item is set forth under the headings "Principal Accountant Fees and Services" and "Audit Committee Pre-Approval Policy" in the Company's 2023 Proxy Statement to be filed with the SEC within 120 days after December 31, 2022 and is incorporated herein by reference.

20230920002400

Part IV

Item 15. Exhibits and Financial Statement Schedules.

(a)(1) The following financial statements are included in Part II, Item 8.

	Page
Reports of Independent Registered Public Accounting Firm (PCAOB ID 42)	82
Consolidated Statements of Operations—Years ended December 31, 2022, December 31, 2021, and December 31, 2020	85
Consolidated Statements of Comprehensive Loss—Years ended December 31, 2022, December 31, 2021, and December 31, 2020	86
Consolidated Balance Sheets—December 31, 2022 and December 31, 2021	87
Consolidated Statements of Cash Flows—Years ended December 31, 2022, December 31, 2021, and December 31, 2020	88
Consolidated Statements of Stockholders' Equity (Deficit)—Years ended December 31, 2022, December 31, 2021, and December 31, 2020	90
Notes to Consolidated Financial Statements—Years ended December 31, 2022, December 31, 2021, and December 31, 2020	91

(a)(2) Financial Statement Schedules—All schedules have been omitted because the necessary information is included in the Notes to the Consolidated Financial Statements.

(b) Exhibits

The Company has attached or incorporated by reference herein certain exhibits as specified below.

20230920002401

Exhibit Number	Description
1.1	Equity Distribution Agreement, dated as of September 26, 2022 by and between AMC Entertainment Holdings, Inc. and Citigroup Global Markets Inc. (incorporated by reference from Exhibit 1.1. to AMC's Current Report on Form 8-K (File No. 1-33892) filed on September 26, 2022).
3.1	Third Amended and Restated Certificate of Incorporation of AMC Entertainment Holdings, Inc. (incorporated by reference from Exhibit 3.1 to the Company's Current Report on Form 8-K (File No. 1-33892) filed on December 23, 2013).
3.1(a)	Certificate of Amendment to the Third Amended and Restated Certificate of Incorporation of AMC Entertainment Holdings, Inc., dated as of July 29, 2020 (incorporated by reference from Exhibit 3.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on July 31, 2020).
3.1(b)	Certificate of Amendment to the Third Amended and Restated Certificate of Incorporation of AMC Entertainment Holdings, Inc. dated as of January 25, 2021 (incorporated by reference from Exhibit 3.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on January 25, 2021).
3.1(c)	Certificate of Retirement of 24,057,143 Shares of Class B Common Stock of AMC Entertainment Holdings, Inc., dated as of November 1, 2018 (incorporated by reference from Exhibit 3.1 to the Company's Quarterly Report on Form 10-Q (File No. 1-33892) filed on November 8, 2018).
3.1(d)	Certificate of Retirement of 51,769,784 Shares of Class B Common Stock of AMC Entertainment Holdings, Inc., dated as of February 24, 2021 (incorporated by reference from Exhibit 4.32 to AMC's Annual Report on Form 10-K (File No. 1-33892) filed on March 12, 2021).
3.2	Third Amended and Restated Bylaws of AMC Entertainment Holdings, Inc. (incorporated by reference from Exhibit 3.2 to the Company's Registration Statement on Form S-1 (File No. 333-190904) filed on November 22, 2013, as amended).
3.2(a)	Amendment to the Third Amended and Restated Bylaws of AMC Entertainment Holdings, Inc., effective as of July 29, 2020 (incorporated by reference from Exhibit 3.2 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on July 31, 2020).
3.2(b)	Second Amendment to the Third Amended and Restated Bylaws of AMC Entertainment Holdings, Inc. (incorporated by reference from Exhibit 3.2 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on January 25, 2021).
3.2(c)	Third Amendment to the Third Amended and Restated Bylaws of AMC Entertainment Holdings, Inc. effective as of May 4, 2021 (incorporated by reference from Exhibit 3.1(d) to the Company's Quarterly Report on Form 10-Q (File No. 1-33892) filed on May 6, 2021).
3.3	Certificate of Designations for the Series A Convertible Participating Preferred Stock (incorporated by reference from Exhibit 3.1 to the Company's Current Report on Form 8-K (File No. 1-33892) filed on August 4, 2022).

20230920072402

Exhibit Number	Description
3.4	Deposit Agreement among AMC Entertainment Holdings, Inc., Computershare Inc. and Computer Share Trust Company, N.A., dated as of August 4, 2022 (Previously filed as an exhibit to our Current Report on Form 8-K filed on August 4, 2022).
3.5	Form of Depository Receipt (incorporated by reference from Exhibit 4.2 to the Company's Quarterly Report on Form 10-Q (File No. 1-33892) filed on November 8, 2022).
4.1(a)	Credit Agreement, dated April 30, 2013, by and among AMC Entertainment Inc., the lenders and the issuers party thereto, Citicorp North America, Inc., as agent, and the other agents and arrangers party thereto (incorporated by reference from Exhibit 10.1 to AMC's Current Report on Form 8-K (File No. 1-8747) filed on May 3, 2013).
4.1(b)	Guaranty, dated as of April 30, 2013, by AMC Entertainment Inc. and each of the other Guarantors party thereto in favor of the Guaranteed Parties named therein (incorporated by reference from Exhibit 10.2 to AMC's Current Report on Form 8-K (File No. 1-8747) filed on May 3, 2013).
4.1(c)	Pledge and Security Agreement, dated as of April 30, 2013, by AMC Entertainment Inc. and each of the other Grantors party thereto in favor of Citicorp North America, Inc., as agent for the Secured Parties (incorporated by reference from Exhibit 10.3 to AMC's Current Report on Form 8-K (File No. 1-8747) filed on May 3, 2013).
4.1(d)	First Amendment to Credit Agreement, dated as of December 11, 2015, by and among AMC Entertainment Inc., as borrower, the other loan parties party thereto, the lenders party thereto and Citicorp North America, Inc., as administrative agent (incorporated by reference from Exhibit 4.1(d) to the Company's Annual Report on Form 10-K (File No. 1-33892) filed on March 10, 2016).
4.1(e)	Second Amendment to Credit Agreement, dated as of November 8, 2016, by and among AMC Entertainment Holdings, Inc., as borrower, the other loan parties party thereto, the lenders party thereto and Citicorp North America, Inc., as administrative agent. (incorporated by reference from Exhibit 4.3 to the Company's Current Report on Form 8-K (File No. 1-33892) filed on November 8, 2016).
4.1(f)	Third Amendment to Credit Agreement, dated as of May 9, 2017, by and among AMC Entertainment Holdings, Inc., as borrower, the other loan parties party thereto, the lenders party thereto and Citicorp North America, Inc., as administrative agent (incorporated by reference from Exhibit 4.1 to the Company's Current Report on Form 8-K (File No. 1-33892) filed on May 11, 2017).
4.1(g)	Fourth Amendment to Credit Agreement, dated as of June 13, 2017, by and among AMC Entertainment Holdings, Inc., as borrower, the other loan parties party thereto, the lenders party thereto and Citicorp North America, Inc., as administrative agent (incorporated by reference from Exhibit 4.1 to the Company's Current Report on Form 8-K (File No. 1-33892) filed on June 13, 2017).
4.1(h)	Fifth Amendment to Credit Agreement, dated as of August 14, 2018, by and among AMC Entertainment Holdings, Inc., as borrower, the other loan parties party thereto, the lenders party thereto and Citicorp North America, Inc., as administrative agent (incorporated by reference from Exhibit 10.1 to the Company's Quarterly Report on Form 10-Q (File No. 1-33892) filed on August 7, 2018).

20230920002403

Exhibit Number	Description
4.1(i)	Sixth Amendment to Credit Agreement, dated as of April 22, 2019, by and among AMC Entertainment Holdings, Inc., as borrower, the lenders party thereto and Citicorp North America, Inc., as administrative agent (incorporated by reference from Exhibit 10.1 to the Company's Current Report on Form 8-K (File No. 1-33892) filed on April 25, 2019).
4.1(j)	Seventh Amendment to Credit Agreement, dated as of April 23, 2020, by and among AMC Entertainment Holdings, Inc., as borrower, the other loan parties party thereto, the lenders party thereto and Citicorp North America, Inc., as administrative agent (incorporated by reference from Exhibit 10.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on April 24, 2020).
4.1(k)	Eighth Amendment to the Credit Agreement, dated as of July 31, 2020, by and among AMC Entertainment Holdings, Inc., as borrower, and Citigroup North America, Inc. as administrative agent (incorporated by reference from Exhibit 10.3 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on July 31, 2020).
4.1(l)	Ninth Amendment to the Credit Agreement, dated as of March 8, 2021, by and among AMC Entertainment Holdings, Inc., as borrower, the other loan parties party thereto, the lenders party thereto and Wilmington Savings Fund Society, FSB, as administrative agent (incorporated by reference from Exhibit 10.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on March 9, 2021).
4.1(m)	Tenth Amendment to Credit Agreement, dated as of March 8, 2021, by and among AMC Entertainment Holdings, Inc., as borrower, the other loan parties party thereto and the lenders party thereto (incorporated by reference from Exhibit 10.2 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on March 9, 2021).
4.1(n)	Eleventh Amendment to Credit Agreement, dated as of December 20, 2021, by and among AMC Entertainment Holdings, Inc., as borrower, the other loan parties party thereto, the lenders party thereto and Wilmington Savings Fund Society, FSB, as administrative agent (incorporated by reference from Exhibit 10.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on December 21, 2021).
4.1(o)	Twelfth Amendment to Credit Agreement, dated as of January 25, 2023, by and among AMC Entertainment Holdings, Inc., as borrower, the other loan parties party thereto, the lenders party thereto and Wilmington Savings Fund Society, FSB, as administrative agent (incorporated by reference from Exhibit 10.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on January 25, 2023).
4.2	Indenture, dated as of June 5, 2015, respecting AMC Entertainment Inc.'s 5.75% Senior Subordinated Notes due 2025, among AMC Entertainment Inc., the Guarantors named therein and U.S. Bank National Association, as trustee (incorporated by reference from Exhibit 4.1 to AMC's Current Report on Form 8-K (File No. 1-8747) filed on June 5, 2015).
4.2(a)	Second Supplemental Indenture, dated as of March 31, 2016, with respect to $600 million aggregate principal amount of 5.75% Senior Subordinated Notes due 2025, by and between AMC Entertainment Holdings, Inc., AMC Entertainment Inc., the guarantors party thereto and U.S. Bank National Association, as trustee (incorporated by reference from Exhibit 4.1 to the Company's Current Report on Form 8-K (File No. 1-33892) filed on March 31, 2016).

20230920002404

Exhibit Number	Description
4.2(b)	Fourth Supplemental Indenture respecting AMC Entertainment Holdings, Inc.'s 5.75% Senior Subordinated Notes due 2025, by and among AMC Entertainment Holdings, Inc. and U.S. Bank National Association, as trustee, dated as of July 27, 2020 (incorporated by reference from Exhibit 4.9 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on July 31, 2020).
4.3	Indenture, dated as of November 8, 2016, respecting AMC Entertainment Holdings, Inc.'s 5.875% Senior Subordinated Notes due 2026 and 6.375% Senior Subordinated Notes due 2024, among AMC Entertainment Holdings, Inc., the guarantors named therein and U.S. Bank National Association, as trustee (incorporated by reference from Exhibit 4.1 to the Company's Current Report on Form 8-K (File No. 1-33892) filed on November 8, 2016).
4.3(a)	Second Supplemental Indenture respecting AMC Entertainment Holdings, Inc.'s 5.875% Senior Subordinated Notes due 2026 and 6.375% Senior Subordinated Notes due 2024, by and among AMC Entertainment Holdings, Inc. and U.S. Bank National Association, as trustee, dated as of July 27, 2020 (incorporated by reference from Exhibit 4.11 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on July 31, 2020).
4.4	Indenture, dated as of March 17, 2017, respecting AMC Entertainment Holdings, Inc.'s 6.125% Senior Subordinated Notes due 2027, among AMC Entertainment Holdings, Inc., the guarantors named therein and U.S. Bank National Association, as trustee (incorporated by reference from Exhibit 4.1 to the Company's Current Report on Form 8-K (File No. 1-33892) filed on March 17, 2017).
4.4(a)	Second Supplemental Indenture respecting AMC Entertainment Holdings, Inc.'s 6.125% Senior Subordinated Notes due 2027, by and among AMC Entertainment Holdings, Inc. and U.S. Bank National Association, as trustee, dated as of July 27, 2020 (incorporated by reference from Exhibit 4.10 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on July 31, 2020).
*4.5	Description of the registrant's securities registered pursuant to Section 12 of the Securities Exchange Act of 1934.
4.6	Indenture respecting AMC Entertainment Holdings, Inc.'s 10%/12% Cash/PIK Toggle Second Lien Subordinated Secured Notes due 2026 by and among AMC Entertainment Holdings, Inc., the guarantors party thereto and GLAS Trust Company LLC, as trustee and collateral agent, dated as of July 31, 2020 (incorporated by reference from Exhibit 4.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on July 31, 2020).
4.6(a)	Form of 10%/12% Cash/PIK Toggle Second Lien Subordinated Secured Notes due 2026 (incorporated by reference from Exhibit 4.2 (and is included in Exhibit 4.1) to AMC's Current Report on Form 8-K (File No. 1-33892) filed on July 31, 2020).
4.7	First Lien/Second Lien Intercreditor Agreement, by and among AMC Entertainment Holdings, Inc., the guarantors party thereto and the Collateral Agents, dated as of July 31, 2020 (incorporated by reference from Exhibit 10.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed to July 31, 2020).

20230927002405

Exhibit Number	Description
4.8	Joinder No. 1 to First Lien Intercreditor Agreement, by and among AMC Entertainment Holdings, Inc., the guarantors party thereto, the First Lien Credit Facilities Collateral Agent, the Additional Silver Lake First Lien Notes Collateral Agent, the New First Lien Notes Collateral Agent and the Convertible First Lien Notes Collateral Agent, dated as of July 31, 2020 (incorporated by reference from Exhibit 10.2 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on July 31, 2020).
4.9	Term Loan Facility Agreement, dated as of February 15, 2021, by and among Odeon Cinemas Group Limited, the subsidiaries of Odeon Cinemas Group Limited party thereto, the lenders and other loan parties thereto and Lucid Agency Services Limited, as agent and security agent (incorporated by reference from Exhibit 10.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on February 17, 2021).
4.10	Indenture, dated as of February 14, 2022, among AMC Entertainment Holdings, Inc., the guarantors therein and U.S. Bank Trust Company, National Association, as trustee and collateral agent, including the form of the 7.500% First Lien Notes due 2029 (incorporated by reference from Exhibit 4.1 to the Company's Current Report on Form 8-K (File No. 1-33892) filed on February 14, 2022).
4.11	Indenture, dated as of October 20, 2022, among Odeon Finco PLC, the guarantors named therein and U.S. Bank Trust Company, National Association, as trustee and security agent (including the form of the 12.75% Senior Secured Note due 2027) (incorporated by reference from Exhibit 4.1 to the Company's Current Report on Form 8-K (File No. 1-33892 filed on October 20, 2022).
4.12	Guarantee Agreement, dated as of October 20, 2022, among AMC Entertainment Holdings, Inc. and U.S. Bank Trust Company, National Association (incorporated by reference from Exhibit 4.2 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on October, 20, 2022).
***10.1	Defined Benefit Retirement Income Plan for Certain Employees of American Multi-Cinema, Inc., as Amended and Restated, effective December 31, 2006, and as Frozen, effective December 31, 2006 (incorporated by reference from Exhibit 10.15(a) to AMC's Annual Report on Form 10-K (File No. 1-8747) filed June 18, 2007).
***10.2	American Multi-Cinema, Inc. Supplemental Executive Retirement Plan, as Amended and Restated, generally effective January 1, 2006, and as Frozen, effective December 31, 2006 (incorporated by reference from Exhibit 10.15(b) to AMC's Annual Report on Form 10-K (File No. 1-8747) filed June 18, 2007).
***10.3	Employment Agreement between AMC Entertainment Inc., American Multi-Cinema, Inc. and John D. McDonald which commenced July 1, 2001 (incorporated by reference from Exhibit 10.29 to Amendment No. 1 to the AMC's Annual Report on Form 10-K (File No. 1-8747) filed on July 27, 2001).
10.4	Amended and Restated Exhibitor Services Agreement dated as of February 13, 2007 and Amended and Restated as of December 26, 2013, by and between National CineMedia, LLC and American Multi-Cinema, Inc. (Portions omitted pursuant to request for confidential treatment and filed separately with the Commission.) (incorporated by reference from Exhibit 10.2.4 to National CineMedia, Inc.'s Annual Report on Form 10-K (File No. 1-33296) filed February 21, 2014).

20230907002406

Exhibit Number	Description
***10.5	Employment Agreement, dated as of November 6, 2002, by and among Kevin M. Connor, AMC Entertainment Inc. and American Multi-Cinema, Inc. (incorporated by reference from Exhibit 10.49 to AMC's Annual Report on Form 10-K (File No. 1-8747) filed on June 18, 2007).
***10.6	Employment Agreement, dated as of August 18, 2010, by and between Elizabeth Frank and AMC Entertainment Inc. (incorporated by reference from Exhibit 10.65 to AMC's Form 10-KT (File No. 1-8747) filed on March 13, 2013).
***10.6(a)	First Amendment dated October 19, 2017, to the Employment Agreement between AMC Entertainment Holdings, Inc. as successor in interest to AMC Entertainment, Inc. and Elizabeth Frank and amends the Employment Agreement between Company and Executive which commenced August 18, 2010 (incorporated by reference from Exhibit 10.1 to the Company's Quarterly Report on Form 10-Q (File No. 1-33892) filed on November 9, 2017).
10.7	Form of Indemnification Agreement by and between AMC Entertainment Holdings, Inc. and its Directors and Executive Officers (incorporated by reference from Exhibit 10.26 to the Company's Registration Statement on Form S-1 (File No. 333-190904) filed on November 22, 2013, as amended).
***10.8	Employment Agreement, dated as of December 14, 2015, by and among AMC Entertainment Holdings, Inc. and Adam M. Aron (incorporated by reference from Exhibit 10.1 to the Company's Current Report on Form 8-K (File No. 1-33892) filed on December 15, 2015).
***10.9	AMC Entertainment Holdings, Inc. 2013 Equity Incentive Plan (incorporated by reference from Exhibit 10.2 to the Company's Quarterly Report on Form 10-Q (File No. 1-33892) filed on November 7, 2014).
***10.9(a)	AMC Entertainment Holdings, Inc. Clarifying Amendment to 2013 Equity Incentive Plan (incorporated by reference from Exhibit 10.27(a) to the Company's Annual Report on Form 10-K (File No. 1-33892) filed on March 10, 2015).
***10.9(b)	Second Amendment to AMC Entertainment Holdings, Inc. 2013 Equity Incentive Plan, approved as of July 29, 2020 (incorporated by reference from Exhibit 10.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on July 31, 2020).
***10.9(c)	Third Amendment to the AMC Entertainment Holdings, Inc. 2013 Equity Incentive Plan, approved as of October 30, 2020 (incorporated by reference from Exhibit 10.10 to AMC's Current Report on Form 10-Q (File No. 1-33892) filed on November 4, 2020).
***10.9(d)	Fourth Amendment to the AMC Entertainment Holdings, Inc. 2013 Equity Incentive Plan, effective as of August 15, 2022 (incorporated by reference from Exhibit 10.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on August 4, 2022).
***10.9(e)	Form of Stock Award Agreement (incorporated by reference from Exhibit 10.29 to the Company's Registration Statement on Form S-1 (File No. 333-190904) filed on November 27, 2013, as amended).

20230920002407

Exhibit Number	Description
***10.9(f)	Form of Director Stock Award Notice and Agreement under the AMC Entertainment Holdings, Inc. 2013 Equity Incentive Plan (incorporated by reference from Exhibit 10.3 to AMC's Quarterly Report on Form 10-Q (File No. 1-33892) filed on June 9, 2020).
***10.9(g)	Form of Restricted and/or Performance Stock Unit Award Notice and Agreement under the AMC Entertainment Holdings, Inc. 2013 Equity Incentive Plan (incorporated by reference from Exhibit 10.4 to AMC's Quarterly Report on Form 10-Q (File No. 1-33892) filed on June 9, 2020).
***10.9(h)	Form of First Modification to the AMC Entertainment Holdings, Inc. 2013 Equity Incentive Plan Special Performance Stock Unit Award Notice & Agreement Dated February 26, 2020, First Modification Effective October 30, 2020 (incorporated by reference from Exhibit 10.11 to AMC's Quarterly Report on Form 10-Q (File No. 1-33892) filed on November 4, 2020).
***10.10	Restated American Multi-Cinema, Inc. Non-Qualified Deferred Compensation Plan dated September 29. 2016, by American Multi-Cinema, Inc. effective January 1, 2016. (incorporated by reference from Exhibit 10.3 to the Company's Quarterly Report on Form 10-Q (File No. 1-33892) filed on November 9, 2016).
***10.10(a)	Amendment No. 1 to the American Multi-Cinema, Inc. Non-Qualified Deferred Compensation Plan effective May 1, 2018 (incorporated by reference from Exhibit 10.1 to the Company's Quarterly Report on Form 10-Q (File No. 1-33892) filed on August 7, 2018).
10.10(b)	Termination Amendment to the American Multi-Cinema, Inc. Non-Qualified Deferred Compensation Plan, effective May 3, 2021 (incorporated by reference from Exhibit 10.4 to the Company's Quarterly Report on Form 10-Q (File No. 1-33892) filed on May 6, 2021).
***10.11	Employment Agreement between AMC Entertainment Holdings, Inc. and Sean D. Goodman executed on October 6, 2020 (incorporated by reference from Exhibit 10.9 to AMC's Quarterly Report on Form 10-Q (File No. 1-33892) filed on November 4, 2020).
***10.11(a)	Amendment executed March 19, 2021, to the Employment Agreement between AMC Entertainment Holdings, Inc. and Sean D. Goodman executed on October 6, 2020 (incorporated by reference from Exhibit 10.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on March 19, 2021).
10.12	AMC Entertainment Holdings, Inc. Annual Incentive Compensation Program Continuing Structure, as amended and restated by the Compensation Committee February 23, 2021 (incorporated by reference from Exhibit 10.34 to AMC's Annual Report on Form 10-K (File No. 1-33892) filed on March 12, 2021).
***10.13	AMC Entertainment Holdings, Inc. Non-Employee Director Compensation Program – Amended and Restated July 29, 2021 (incorporated by reference from Exhibit 10.5 to the Company's Quarterly Report on Form 10-Q (File No. 1-33892) filed on August 9, 2021).
10.14	AMC Entertainment Holdings, Inc. Annual Incentive Compensation Program Continuing Structure, as amended and restated by the Compensation Committee February 16, 2022 (incorporated by reference from Exhibit 10.15 to AMC's Annual Report on Form 10-K (File No. 1-33892) filed on March 1, 2022).

20230920002408

Exhibit Number	Description
***10.15	Employment Agreement, dated as of December 20, 2016, by and between Daniel E. Ellis and AMC Entertainment Holdings, Inc. (incorporated by reference from Exhibit 10.1 to AMC's Quarterly Report on Form 10-Q (File No. 1-33892) filed on May 9, 2022).
***10.16	Employment Agreement, dated as of March 7, 2022, by and between Eliot Hamlisch and AMC Entertainment Holdings, Inc. (incorporated by reference from Exhibit 10.2 to AMC's Quarterly Report on Form 10-Q (File No. 1-33892) filed on May 9, 2022).
***10.17	AMC Entertainment Holding's, Inc. Non-Employee Director Compensation Plan – Amended and Restated October 27, 2022, Effective January 1, 2023 (incorporated by reference from Exhibit 10.3 to AMC's Quarterly Report on Form 10-Q (File No. 1-33892) filed on November 8, 2022).
10.18	Forward Purchase Agreement, dated as of December 22, 2022, by and between AMC Entertainment Holdings, Inc. and Antara Capital LP (incorporated by reference from Exhibit 10.1 to AMC's Current Report on Form 8-K (File No. 1-33892) filed on December 22, 2022).
*21	Subsidiaries of AMC Entertainment Holdings, Inc.
*23.1	Consent of Ernst & Young LLP, Independent Registered Public Accounting Firm.
*31.1	Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Acts of 2002.
*31.2	Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Acts of 2002.
*32.1	Section 906 Certifications of Adam M. Aron (Chief Executive Officer) and Sean D. Goodman (Chief Financial Officer) furnished in accordance with Securities Act Release 33-8212.
**101.INS	Inline XBRL Instance Document
**101.SCH	Inline XBRL Taxonomy Extension Schema Document
**101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document
**101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document
**101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document
**101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document
**104	Cover Page Interactive Data File (formatted as inline XBRL and contained in Exhibit 101).

* Filed herewith.

** Submitted electronically with this Report.

*** Management contract, compensatory plan or arrangement.

20230920072409

Item 16. Form 10-K Summary.

None

20230200241O

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

AMC ENTERTAINMENT HOLDINGS, INC.

By: /s/ CHRIS A. COX
Chris A. Cox
Senior Vice President and Chief Accounting Officer
Date: February 28, 2023

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

/s/ ADAM M. ARON Adam M. Aron	Chairman of the Board, Chief Executive Officer and President (principal executive officer)	February 28, 2023
/s/ ANTHONY J. SAICH Anthony J. Saich	Director	February 28, 2023
/s/ DENISE CLARK Denise Clark	Director	February 28, 2023
/s/ KATHLEEN M. PAWLUS Kathleen M. Pawlus	Director	February 28, 2023
/s/ HOWARD KOCH, JR. Howard Koch, Jr.	Director	February 28, 2023
/s/ PHILIP LADER Philip Lader	Director	February 28, 2023
/s/ ADAM J. SUSSMAN Adam J. Sussman	Director	February 28, 2023
/s/ GARY F. LOCKE Gary F. Locke	Director	February 28 2023
/s/ KERI PUTNAM Keri Putnam	Director	February 28, 2023
/s/ SEAN D. GOODMAN Sean D. Goodman	Executive Vice President, International Operations Chief Financial Officer and Treasurer (principal financial officer)	February 28, 2023
/s/ CHRIS A. COX Chris A. Cox	Senior Vice President and Chief Accounting Officer (principal accounting officer)	February 28, 2023

20230200241

Exhibit 4.5

DESCRIPTION OF THE REGISTRANT'S SECURITIES REGISTERED PURSUANT TO SECTION 12 OF THE SECURITIES EXCHANGE ACT OF 1934

As of December 31, 2022, AMC Entertainment Holdings, Inc., a Delaware corporation ("AMC," the "Company," or "us") had two classes of securities registered under Section 12 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"):(i) Class A common stock and (ii) AMC Preferred Equity Units, each constituting a depositary share representing a 1/100th interest in a share of Series A Convertible Participating Preferred Stock.

The following description summarizes important terms of our capital stock. This summary does not purport to be complete and is qualified in its entirety, by reference to our third amended and restated certificate of incorporation (the "certificate of incorporation"), our third amended and restated bylaws (the "bylaws"), the Deposit Agreement, by and among the Company, Computershare Inc. and Computershare Trust Company, N.A., collectively acting as depositary and conversion agent (the "Depositary") dated as of August 4, 2022 (the "Deposit Agreement") and the Certificate of Designations (the "Certificate of Designations") for the Series A Convertible Participating Preferred Stock, par value $0.01 per share ("Series A Preferred Stock"), as filed with the Delaware Secretary of State on August 4, 2022, each of which is incorporated by reference as an exhibit to the Annual Report on Form 10-K for the year ended December 31, 2022 of which this Exhibit 4.5 is a part, and the applicable provisions of Delaware law.

Our authorized capital stock consists of 524,173,073 shares of Class A common stock, par value $0.01 per share ("Class A common stock") and 50,000,000 shares of preferred stock, par value $0.01 per share, of which 10,000,000 have been designated as Series A Preferred Stock. As of December 31, 2022, there were 516,778,945 shares of Class A common stock outstanding and 7,245,871 shares of Series A Convertible Participating Preferred Stock outstanding, represented by 724,587,058 AMC Preferred Equity Units.

Our Class A common stock and AMC Preferred Equity Units are listed on the New York Stock Exchange ("NYSE") under the symbols "AMC" and "APE", respectively. The transfer agent and registrar for our Class A common stock, Series A Preferred Stock and AMC Preferred Equity Units is Computershare Trust Company, N.A.

Common Stock

Voting Rights:

Holders of Class A common stock are entitled to one vote per share.

Our directors are elected by all of the common stockholders voting together as a single class.

Generally, all matters to be voted on by stockholders must be approved by a majority (or, in the case of election of directors, by a plurality) of our outstanding voting power. Except as otherwise required by the Delaware General Corporation Law (the "DGCL"), the certificate of incorporation or voting rights granted to any subsequently issued preferred stock, the holders of outstanding shares of our common stock and our preferred stock entitled to vote thereon, if any, vote as one class with respect to all matters to be voted on by our stockholders. Under the DGCL, amendments to the certificate of incorporation that would alter or change the powers, preferences or special rights of the common stock so as to affect them adversely also must be approved by a majority of the votes entitled to be cast by the holders of the shares affected by the amendment, voting as a separate class.

Conversion:

The Class A common stock is not convertible into any other shares of our capital stock.

Dividends:

Holders of Class A common stock share ratably (based on the number of shares of common stock held) in any dividend declared by the AMC board of directors (the "AMC Board"), subject to any preferential rights of any outstanding preferred stock.

20230920002412

Other Rights:

Upon liquidation, dissolution or winding up, after payment in full of the amounts required to be paid to holders of preferred stock, if any, all holders of common stock, regardless of class, will be entitled to share ratably in any assets available for distribution to holders of shares of common stock. No shares of any class of common stock are subject to redemption or have preemptive rights to purchase additional shares of common stock.

Preferred Stock:

The certificate of incorporation authorizes the AMC Board to issue from time to time up to an aggregate of 50,000,000 shares of preferred stock in one or more series without further stockholder approval. The AMC Board is authorized, without further stockholder approval, to fix or alter the designations, preferences, rights and any qualifications, limitations or restrictions of the shares of each such series thereof, including the dividend rights, dividend rates, conversion rights, voting rights, terms of redemption (including sinking fund provisions), redemption price or prices, liquidation preferences and the number of shares constituting any series or designations of such series.

Anti-Takeover Effects of Certain Provisions of the Certificate of Incorporation, the Bylaws, and Delaware Law:

Certain provisions of the certificate of incorporation and bylaws may be considered to have an anti-takeover effect and may delay or prevent a tender offer or other corporate transaction that a stockholder might consider to be in its best interest, including those transactions that might result in payment of a premium over the market price for our shares. These provisions are designed to discourage certain types of transactions that may involve an actual or threatened change of control of AMC without prior approval of the AMC Board. These provisions are meant to encourage persons interested in acquiring control of AMC to first consult with the AMC Board to negotiate terms of a potential business combination or offer. For example, the certificate of incorporation and bylaws:

- provide for a classified board of directors, pursuant to which the AMC Board is divided into three classes whose members serve three-year staggered terms;
- provide that the size of the AMC Board will be set by members of the AMC Board, and any vacancy on the AMC Board, including a vacancy resulting from an enlargement of the AMC Board, may be filled only by vote of a majority of the directors then in office;
- do not permit stockholders to take action by written consent;
- provide that, except as otherwise required by law, special meetings of stockholders can only be called by the AMC Board;
- establish an advance notice procedure for stockholder proposals to be brought before an annual meeting of stockholders, including proposed nominations of candidates for election to the AMC Board;
- limit consideration by stockholders at annual meetings to only those proposals or nominations specified in the notice of meeting or brought before the meeting by or at the direction of the AMC Board or by a stockholder of record on the record date for the meeting who is entitled to vote at the meeting and who has delivered timely written notice in proper form to our secretary of the stockholder's intention to bring such business before the meeting;
- authorize the issuance of "blank check" preferred stock that could be issued by the AMC Board to increase the number of outstanding shares or establish a stockholders rights plan making a takeover more difficult and expensive; and
- do not permit cumulative voting in the election of directors, which would otherwise allow less than a majority of stockholders to elect director candidates.

The certificate of incorporation expressly states that we have elected not to be governed by Section 203 of the DGCL, which prohibits a publicly held Delaware corporation from engaging in a "business combination" with an "interested stockholder" for a period of three years after the time the stockholder became an interested stockholder, subject to certain exceptions, including if, prior to such time, the board of such corporation approved the business combination or the transaction which resulted in the stockholder becoming an interested stockholder. "Business combinations" include mergers, asset sales and other transactions resulting in a financial benefit to the "interested stockholder." Subject to various exceptions, an "interested stockholder" is a person who, together with his or her affiliates and associates, owns, or within three years did own, 15% or more of the corporation's outstanding voting stock. These

20230920002413

restrictions generally prohibit or delay the accomplishment of mergers or other takeover or change-in-control attempts that are not approved by a company's board. Although we have elected to opt out of the statute's provisions, we could elect to be subject to Section 203 in the future.

***Special Meeting of Stockholders*:**

Special meetings of our stockholders may be called only by a majority of our directors.

***Actions by Written Consent*:**

Stockholder action may not be taken by written consent in lieu of a meeting. Stockholder action can be taken only at an annual or special meeting of stockholders.

***Advance Notice Requirements for Stockholder Proposals and Director Nominations*:**

The bylaws provide that stockholders seeking to bring business before an annual meeting of stockholders, or to nominate candidates for election as directors at an annual meeting of stockholders, must provide timely notice thereof in writing. To be timely, a stockholder's notice generally must be delivered to and received at our principal executive offices, not less than 30 days nor more than 60 days prior to the first anniversary of the preceding year's annual meeting; provided, that in the event that the date of such meeting is advanced more than 30 days prior to, or delayed by more than 30 days after, the anniversary of the preceding year's annual meeting of our stockholders, a stockholder's notice to be timely must be so delivered not earlier than the close of business on the 60th day prior to such meeting and not later than the close of business on the later of the 30th day prior to such meeting or the 10th day following the day on which public announcement of the date of such meeting is first made. The bylaws also specify certain requirements as to the form and content of a stockholder's notice. These provisions may preclude stockholders from bringing matters before an annual meeting of stockholders or from making nominations for directors at an annual meeting of stockholders.

***Authorized But Unissued Shares*:**

The authorized but unissued shares of common stock and preferred stock are available for future issuance without stockholder approval. These additional shares may be used for a variety of corporate purposes, including future public offerings to raise additional capital, corporate acquisitions and employee benefit plans. The existence of authorized but unissued shares of common stock and preferred stock could render more difficult or discourage an attempt to obtain control of AMC by means of a proxy contest, tender offer, merger or otherwise.

***Amendments to Certificate of Incorporation or Bylaws*:**

The certificate of incorporation provides that the affirmative vote of a majority of the shares entitled to vote on any matter is required to amend the certificate of incorporation. In addition, under the DGCL, an amendment to the certificate of incorporation that would alter or change the powers, preferences or special rights of the common stock so as to affect them adversely also must be approved by a majority of the votes entitled to be cast by the holders of the shares affected by the amendment, voting as a separate class. Subject to the bylaws, the AMC Board may from time to time make, amend, supplement or repeal the bylaws by vote of a majority of the AMC Board.

***Registration Rights*:**

Pursuant to the management stockholders agreement, dated as of August 30, 2012, as amended on December 17, 2013, by and among us and the stockholders party thereto, certain members of management have the right subject to various conditions and limitations, to include shares of our Class A common stock in registration statements relating to our Class A common stock.

***Limitation of Liability and Indemnification of Directors and Officers*:**

As permitted by the DGCL, we have adopted provisions in the certificate of incorporation that limit or eliminate the personal liability of our directors for monetary damages for a breach of their fiduciary duty of care as a director. The

20230920002414

duty of care generally requires that, when acting on behalf of the corporation, directors and officers exercise an informed business judgment based on all material information reasonably available to them. Consequently, a director will not be personally liable to us or our stockholders for monetary damages for breach of fiduciary duty as a director, except for liability for:

- any breach of the person's duty of loyalty to us or our stockholders;
- any act or omission not in good faith or that involves intentional misconduct or a knowing violation of law;
- any act related to unlawful stock repurchases, redemptions or other distributions or payment of dividends; or
- any transaction from which the person derived an improper personal benefit.

These limitations of liability do not generally affect the availability of equitable remedies such as injunctive relief or rescission.

As permitted by the DGCL, the certificate of incorporation and bylaws provide that:

- we will indemnify our current and former directors and officers and anyone who is or was serving at our request as the director or officer of, or legal representative in, another entity, and may indemnify our current or former employees and other agents, to the fullest extent permitted by the DGCL, subject to limited exceptions; and
- we may purchase and maintain insurance on behalf of our current or former directors, officers, employees or agents against any liability asserted against them and incurred by them in any such capacity, or arising out of their status as such.

We currently maintain liability insurance for our directors and officers.

The certificate of incorporation requires us to advance expenses to our directors and officers in connection with a legal proceeding, subject to receiving an undertaking from such director or officer to repay advanced amounts if it is determined he or she is not entitled to indemnification. The bylaws provide that we may advance expenses to our employees and other agents, upon such terms and conditions, if any, as we deem appropriate.

AMC Preferred Equity Units

General

Each AMC Preferred Equity Unit represents an interest in one one-hundredth (1/100th) of a share of the Series A Preferred Stock and is evidenced by a depositary receipt. The underlying shares of the Series A Preferred Stock are deposited with the Depositary (as defined below) pursuant to the Deposit Agreement. Subject to the terms of the Deposit Agreement, the depositary shares are entitled to all the rights and preferences of the Series A Preferred Stock, as applicable, in proportion to the fraction of a share of Series A Preferred Stock those depositary shares represent.

Listing

The AMC Preferred Equity Units are listed on the NYSE under the symbol "APE". The underlying Series A Preferred Stock is not listed on any exchange.

Automatic Conversion

To provide for the authorization of a sufficient number of authorized and unissued and unreserved shares of the Class A common stock into which the Series A Preferred Stock (and, by virtue of such conversion, AMC Preferred Equity Units) can convert in full, the Company may seek to obtain the requisite stockholder approval, at such time or times as the AMC Board in its sole discretion shall determine, of an amendment to its certificate of incorporation to increase the number of authorized shares of Class A common stock to a number at least sufficient to permit the full conversion of the then-outstanding shares of Series A Preferred Stock into Class A common stock, or to such

20230920002415

higher number of authorized shares of Class A common stock (which may be issued for any purpose) as the AMC Board may determine in its sole discretion (the "Common Stock Amendment").

Under Delaware law, the affirmative vote of holders of at least a majority in voting power of the Company's outstanding capital stock will be required for stockholder approval of the Common Stock Amendment. The holders of the AMC Preferred Equity Units will be entitled to vote on the Common Stock Amendment.

Upon the terms and in the manner described below under "Series A Preferred Stock – Conversion Procedures," at 9:30 a.m., New York City time, on the first business day following the effectiveness of the Common Stock Amendment, all of the issued and outstanding shares of Series A Preferred Stock will automatically convert in full with no action on the part of holders into Class A common stock at the then-applicable conversion rate and the Series A Preferred Stock will cease to exist.

Because each AMC Preferred Equity Unit represents an interest in one one-hundredth (1/100th) of a share of Series A Preferred Stock, and upon conversion one (1) share of Series A Preferred Stock is convertible into one-hundred (100) shares of Class A common stock, each AMC Preferred Equity Unit would represent an interest in one (1) share of Class A common stock upon conversion and such Class A common stock will be deliverable upon conversion in respect of each AMC Preferred Equity Unit, in each case subject to adjustments as described herein. After delivery of Class A common stock by the transfer agent to the Depositary following conversion of the Series A Preferred Stock, the Depositary will transfer the proportional number of shares of Class A common stock to the holders of AMC Preferred Equity Units by book-entry transfer through the Depository Trust Company ("DTC") or, if such holders' interests are in certificated depositary receipts or held through the book-entry settlement system of the Depositary, by delivery of common stock certificates or book-entry transfer through the Depositary, as applicable, for such number of shares of Class A common stock. In the event that the holders of AMC Preferred Equity Units would be entitled to receive fractional shares of Class A common stock, the Depositary will pay such holders cash in lieu of such fractional shares, as described under "Series A Preferred Stock – Fractional Shares" below.

Dividends and Other Distributions

Holders of AMC Preferred Equity Units will receive dividends only to the extent such dividends are declared on the Series A Preferred Stock. Each dividend on an AMC Preferred Equity Unit will be in an amount equal to the dividend on one share of Class A common stock, or one one-hundredth (1/100th) of any dividend declared on the related share of the Preferred Stock, subject to adjustment.

The Depositary will distribute all cash dividends and other cash distributions received on the Series A Preferred Stock to the holders of record of the depositary receipts in proportion, as nearly as practicable, to the number of AMC Preferred Equity Units held by each holder. In the event of a distribution other than in cash, rights, preferences or privileges upon the Series A Preferred Stock, the Depositary will, at the direction of the Company, distribute such amounts of securities or property received by it to the holders of record of the depositary receipts in proportion to the number of AMC Preferred Equity Units held by each holder, unless the Depositary determines that this distribution is not feasible, in which case the Depositary may, with the Company's approval, adopt a method of distribution that it deems practicable, including the sale of the property and distribution of the net proceeds of that sale to the holders of the depositary receipts.

Record dates for the payment of dividends and other matters relating to the AMC Preferred Equity Units will be the same as the corresponding record dates for the Series A Preferred Stock.

The amount paid as dividends or otherwise distributable by the Depositary with respect to the AMC Preferred Equity Units or the underlying Series A Preferred Stock will be reduced by any amounts required to be withheld by the Company or the Depositary on account of taxes or other governmental charges. The Depositary may refuse to make any payment or distribution, or any transfer, exchange, or withdrawal of any AMC Preferred Equity Units or the shares of the Series A Preferred Stock until such taxes or other governmental charges are paid.

20230920002416

Voting Rights

Because each AMC Preferred Equity Unit represents an interest in one one-hundredth (1/100th) of a share of the Series A Preferred Stock, and holders of the Series A Preferred Stock will initially be entitled to one hundred (100) votes per share and will vote together with the holders of common stock on an as-converted basis, each AMC Preferred Equity Unit represents the equivalent of one vote under those circumstances in which holders of the Series A Preferred Stock are entitled to a vote, as described under "Series A Preferred Stock – Voting Rights" below.

When the Depositary receives notice of any meeting at which the holders of the Series A Preferred Stock are entitled to vote, the Depositary will, if requested in writing, as soon as practicable thereafter, mail or transmit a notice prepared by the Company which will contain (i) the information contained in the notice to the record holders of the AMC Preferred Equity Units relating to the Series A Preferred Stock, (ii) a statement that such holders may, subject to any applicable restrictions, instruct the Depositary as to the exercise of the voting rights pertaining to the shares of the Series A Preferred Stock represented by their respective AMC Preferred Equity Units, and (iii) a brief statement as to the manner in which such instructions may be given. Each record holder of the AMC Preferred Equity Units on the record date, which will be the same date as the record date for the Series A Preferred Stock, may instruct the Depositary to vote the amount of the Series A Preferred Stock represented by the holder's AMC Preferred Equity Units. Insofar as practicable, the Depositary will vote the amount of the Series A Preferred Stock represented by AMC Preferred Equity Units in accordance with the instructions it receives. The Company will agree to take all reasonable actions that the Depositary determines are necessary to enable the Depositary to vote as instructed. In the absence of specific instructions from holders of AMC Preferred Equity Units, the Depositary will vote the Series A Preferred Stock represented by the AMC Preferred Equity Units evidenced by the receipts of such holders proportionately with votes cast pursuant to instructions received from the other holders of AMC Preferred Equity Units.

Additional AMC Preferred Equity Units

The Company without the consent of holders of AMC Preferred Equity Units may issue from time to time additional AMC Preferred Equity Units that will form part of the same series of security.

Redemption

The AMC Preferred Equity Units is not redeemable or subject to any sinking fund or similar provision.

Preemptive Rights

The AMC Preferred Equity Units do not provide any preemptive rights.

Withdrawal

Any holder of an AMC Preferred Equity Unit may withdraw the number of whole shares of the Series A Preferred Stock and all money and other property, if any, represented thereby by surrendering the receipts evidencing the AMC Preferred Equity Units at the Depositary's principal office or at such other offices as the Depositary may designate. Only whole shares of Series A Preferred Stock may be withdrawn. If the AMC Preferred Equity Units surrendered by the holder in connection with withdrawal exceed the number of AMC Preferred Equity Units that represent the number of whole shares of Series A Preferred Stock to be withdrawn, the Depositary will deliver to that holder at the same time a new depositary receipt evidencing the excess number of AMC Preferred Equity Units.

Amendment and Termination of the Deposit Agreement

The Company may amend the form of depositary receipt evidencing the AMC Preferred Equity Units and any provision of the Deposit Agreement at any time and from time to time by agreement with the Depositary without the consent of the holders of depositary receipts. However, any amendment that will materially and adversely alter the rights of the holders of depositary receipts will not be effective unless the holders of at a majority of the affected AMC Preferred Equity Units then outstanding approve the amendment. Every holder of an outstanding depositary

20230920002417

receipt at the time any such amendment becomes effective shall be deemed, by continuing to hold such depositary receipts, to consent and agree to such amendment and to be bound by the Deposit Agreement as amended thereby.

The Company will make no amendment that impairs the right of any holder of AMC Preferred Equity Units to receive shares of the Series A Preferred Stock and any money or other property represented by those AMC Preferred Equity Units, except in order to comply with mandatory provisions of applicable law or the rules and regulations of any governmental body, agency, or commission, or applicable securities exchange.

The Deposit Agreement may be terminated:

- if all outstanding AMC Preferred Equity Units issued under the Deposit Agreement have been cancelled, upon conversion of the Series A Preferred Stock or otherwise;
- if there shall have been a final distribution made in respect of the Series A Preferred Stock in connection with any liquidation, dissolution or winding up of the Company and such distribution shall have been distributed to the holders of depositary receipts representing AMC Preferred Equity Units pursuant to the terms of the Deposit Agreement; or
- upon the consent of holders of depositary receipts representing in the aggregate not less than two-thirds of the AMC Preferred Equity Units outstanding.

Resignation and Removal of Depositary

The Depositary may resign at any time by delivering to the Company written notice of its election to do so at least forty-five (45) days prior to such resignation. The Company also may, at any time, remove the Depositary by providing at least forty-five (45) days prior written notice. The Company will use its reasonable best efforts to appoint the successor depositary within forty-five (45) days after delivery of the notice of resignation or removal. The successor depositary must be a bank or trust company having its principal office in the United States and having a combined capital and surplus of at least $50 million.

Form and Notices

The Series A Preferred Stock have been and will be issued in registered form to the Depositary, and the AMC Preferred Equity Units have been and will be issued in book-entry only form through DTC, as described under "Registration and Settlement – Book Entry System" below. The Depositary shall forward to the holders of AMC Preferred Equity Units all reports, notices, and communications from the Company that are delivered to the Depositary and that the Company is required to furnish to the holders of the Series A Preferred Stock.

Series A Preferred Stock

Effect of Stockholder Approval

If we obtain the requisite stockholder approval of the Common Stock Amendment, then upon the terms and in the manner described below under "– Conversion Procedures," at 9:30 a.m., New York City time, on the first business day following the effectiveness of the Common Stock Amendment, all of the issued and outstanding shares of Series A Preferred Stock will automatically convert in full with no action on the part of holders into Class A common stock at the then-applicable conversion rate and the Series A Preferred Stock will cease to exist.

Automatic Conversion of Series A *Preferred Stock*

Upon the terms and in the manner described below under "– Conversion Procedures," each issued and outstanding share of Series A Preferred Stock will automatically convert in full into shares of Class A common stock at the conversion rate, with no action on the part of holders, at 9:30 a.m., New York City time, on the first business day following the effectiveness of the Common Stock Amendment (the "Conversion Date"). The initial conversion rate is one hundred (100) shares of Class A common stock for each share of Series A Preferred Stock (or one (1) share of Class A common stock for each AMC Preferred Equity Unit). Such conversion rate is subject to adjustment as described below under "– Anti-Dilution Adjustments." Cash will be paid in lieu of any fractional shares of Class A common stock that would be issued on conversion as described below under "– Fractional Shares."

20230920024 18

General

The Series A Preferred Stock is a series (Series A) of the Company's authorized preferred stock. The Depositary is the sole holder of shares of the Series A Preferred Stock. Holders of AMC Preferred Equity Units are required to exercise their proportional rights in the Series A Preferred Stock through the Depositary.

Conversion Procedures

As promptly as practicable after the Conversion Date, the Company shall provide written notice of the conversion to each holder of Series A Preferred Stock stating the Conversion Date and the number of shares of Class A common stock issued upon conversion of each share of Series A Preferred Stock held of record by such holder and subject to conversion. Immediately upon conversion, the rights of the holder of Series A Preferred Stock with respect to the shares of Series A Preferred Stock so converted shall cease and the persons entitled to receive the shares of Class A common stock upon the conversion of such shares of Series A Preferred Stock shall be treated for all purposes as having become the record and beneficial owners of such shares of Class A common stock. In the event that a holder of Series A Preferred Stock shall not by written notice designate the name in which shares of Class A common stock and/or cash, securities or other property (including payments of cash in lieu of fractional shares) to be issued or paid upon conversion of shares of Series A Preferred Stock should be registered or paid or the manner in which such shares should be delivered, the Company shall be entitled to register and deliver such shares, and make such payment, in the name of such holder and in the manner shown on the records of the Company.

The Company shall not be required to reserve or keep available, out of its authorized but unissued shares of Class A common stock, or to have sufficient authorized shares of Class A common stock to cover, the number of shares of Class A common stock that would be required to effect the conversion of all of the then-outstanding shares of Series A Preferred Stock prior to the approval of the common stock amendment.

All shares of Class A common stock which may be issued upon conversion of the shares of Series A Preferred Stock will, upon issuance by the Company, be validly issued, fully paid and non-assessable.

Effective immediately prior to the Conversion Date, dividends shall no longer be declared on the shares of Series A Preferred Stock and such shares of Series A Preferred Stock shall cease to be outstanding, in each case, subject to the rights of holders of Series A Preferred Stock to receive any declared and unpaid dividends on such shares and any other payments to which they are otherwise entitled to as further described herein and in the Certificate of Designations.

Fractional Shares

No fractional shares of Class A common stock shall be issued upon conversion of shares of Series A Preferred Stock. If more than one share of Series A Preferred Stock shall be surrendered for conversion at any one time by the same holder of Series A Preferred Stock, the number of full shares of Class A common stock issuable upon conversion thereof shall be computed on the basis of the aggregate number of shares of Series A Preferred Stock so surrendered. Instead of any fractional shares of Class A common stock which would otherwise be issuable upon conversion of any shares of Series A Preferred Stock, the Company shall pay an amount in cash (rounded to the nearest cent) equal to the interest in the net proceeds from the sale in the open market by the applicable conversion agent of the aggregate fractional shares of Class A common stock that otherwise would have been issuable upon conversion of the Series A Preferred Stock.

Dividends

Dividends on the Series A Preferred Stock shall not mandatory. Holders of the Series A Preferred Stock shall be entitled to receive, when, as, and if declared by the AMC Board or any duly authorized committee of the AMC Board, but only out of assets legally available therefor, all cash dividends or distributions (including, but not limited to, regular quarterly dividends) declared and paid or made in respect of the shares of Class A common stock, at the same time and on the same terms as holders of Class A common stock, in an amount per share of Series A Preferred Stock equal

20230920024 19

to the product of (x) the then-applicable conversion rate then in effect and (y) any per share dividend or distribution, as applicable, declared and paid or made in respect of each share of Class A common stock (the "Common Equivalent Dividend Amount"), and the AMC Board or any duly authorized committee thereof may not declare and pay any such cash dividend or make any such cash distribution in respect of Class A common stock unless the AMC Board or any duly authorized committee of the AMC Board declares and pays to the holders of Series A Preferred Stock, at the same time and on the same terms as holders of Class A common stock, the Common Equivalent Dividend Amount per share of Series A Preferred Stock. Notwithstanding any provision to the contrary in the Certificate of Designations with respect to dividends, the holders of Series A Preferred Stock shall not be entitled to receive any cash dividend or distribution made with respect to the Class A common stock after the issuance of the Series A Preferred Stock where the record date for determination of holders of Class A common stock entitled to receive such dividend or distribution occurs prior to the issuance of the Series A Preferred Stock.

Each dividend or distribution declared and paid as described hereunder will be payable to holders of record of Series A Preferred Stock as they appear in the records of the Company at the close of business on the same day as the record date for the corresponding dividend or distribution to the holders of shares of Class A common stock.

Except as set forth in the Certificate of Designations, the Company shall have no obligation to pay, and the holders of Series A Preferred Stock shall have no right to receive, dividends at any time, including with respect to dividends with respect to Parity Securities (as defined herein) or any other class or series of authorized preferred stock of the Company. To the extent the Company declares dividends on the Series A Preferred Stock and on any Parity Securities but does not make full payment of such declared dividends, the Company will allocate the dividend payments on a pro rata basis among the holders of the shares of Series A Preferred Stock and the holders of any Parity Securities then outstanding. For purposes of calculating the allocation of partial dividend payments, the Company will allocate dividend payments on a pro rata basis among the holders of Series A Preferred Stock and the holders of any Parity Securities so that the amount of dividends paid per share on the Series A Preferred Stock and such Parity Securities shall in all cases bear to each other the same ratio that payable dividends per share on the shares of the Series A Preferred Stock and such Parity Securities (but without, in the case of any noncumulative preferred stock, accumulation of dividends for prior dividend periods) bear to each other. The foregoing right shall not be cumulative and shall not in any way create any claim or right in favor of holders of Series A Preferred Stock in the event that dividends have not been declared or paid in respect of any prior calendar quarter.

No interest or sum of money in lieu of interest will be payable in respect of any dividend payment or payments on Series A Preferred Stock or on such Parity Securities that may be in arrears.

Holders of Series A Preferred Stock shall not be entitled to any dividends, whether payable in cash, securities or other property, other than dividends (if any) declared and payable on Series A Preferred Stock as specified hereunder.

Notwithstanding any provision in the Certificate of Designations to the contrary, holders of Series A Preferred Stock shall not be entitled to receive any dividends for any calendar quarter in which the Conversion Date occurs, except to the extent that any such dividends have been declared by the AMC Board or any duly authorized committee of the AMC Board and the record date for such dividend occurs prior to the Conversion Date.

A holder of an AMC Preferred Equity Unit, which is a depositary share in the Series A Preferred Stock, will not be entitled to receive dividends on the Series A Preferred Stock declared by the AMC Board unless such holder is a holder of record of the depositary share as of the close of business on the record date for such dividend.

Voting Rights

The holders of the Series A Preferred Stock shall vote together with the holders of the Class A common stock (and any other securities that vote together or that may in the future vote together with the holders of the Class A common stock) on all matters upon which the holders of Class A common stock are entitled to vote, including the Common Stock Amendment, except for those matters which under the Certificate of Incorporation or Delaware law would require the vote of the Series A Preferred Stock or the Class A common stock voting as a separate voting group. Holders of the Series A Preferred Stock shall be entitled to one hundred (100) votes per share (or one (1) vote per AMC Preferred Equity Unit), or such other number of votes per share equal to the number of shares of Class A common stock into which a share of Series A Preferred Stock (and AMC Preferred Equity Units) would convert at the

20230920024470

then-applicable conversion rate, subject to adjustments as described herein. The Series A Preferred Stock will not otherwise have voting rights except as specifically required by Delaware law.

Holders of Series A Preferred Stock shall not be entitled to vote together with the Class A common stock with respect to any matter at a meeting of the stockholders of the Company, which under applicable law or the Certificate of Incorporation requires a separate class vote.

Ranking and Liquidation Rights

With respect to any dividends or distributions (including, but not limited to, regular quarterly dividends) declared by the AMC Board, the Series A Preferred Stock shall rank (i) senior to any class or series of capital stock of the Company hereafter created specifically ranking by its terms junior to any Series A Preferred Stock ("Junior Securities"); (ii) on parity with the Class A common stock and any class or series of capital stock of the Company created specifically ranking by its terms on parity with the Series A Preferred Stock ("Parity Securities"); and (iii) junior to any class or series of capital stock of the Company hereafter created specifically ranking by its terms senior to any Series A Preferred Stock ("Senior Securities"). With respect to distributions of assets upon liquidation, dissolution or winding up of the Company, whether voluntarily or involuntarily, except as set forth in (b) below, the Series A Preferred Stock shall rank (i) senior to all of the Class A common stock; (ii) senior to any class or series of Junior Securities; (iii) on parity with any class or series of Parity Securities; and (iv) junior to any class or series of Senior Securities.

Subject to any superior liquidation rights of the holders of any Senior Securities of the Company and the rights of the Company's existing and future creditors, upon any voluntary or involuntary liquidation, dissolution or winding up of the Company, each holder of the Series A Preferred Stock shall be entitled to be paid out of the assets of the Company legally available for distribution to stockholders, prior and in preference to any distribution of any of the assets or surplus funds of the Company to the holders of the Class A common stock and Junior Securities and pari passu with any distribution to the holders of Parity Securities: (i) an amount equal to the sum of the Liquidation Preference for each share of Series A Preferred Stock held by such holder and an amount equal to any dividends declared but unpaid thereon plus (ii) the amount the holders of Series A Preferred Stock would have received if, immediately prior to such voluntary or involuntary liquidation, dissolution or winding up of the Company, the Series A Preferred Stock had converted into Class A common stock (based on the then-applicable conversion rate and without giving effect to any limitations on conversion set forth herein) and if such amount exceeds the amount set forth in (i) above, minus the amount set forth in (i) above, which shall be paid out pari passu with any distribution to holders of the Class A common stock and Parity Securities. Holders shall not be entitled to any further payments in the event of any such voluntary or involuntary liquidation, dissolution or winding up of the affairs of the Company other than what is expressly provided for in the Certification of Designations and will have no right or claim to any of the Company's remaining assets.

The sale, conveyance, exchange or transfer (for cash, shares of stock, securities or other consideration) of all or substantially all of the property and assets of the Company shall not be deemed a voluntary or involuntary dissolution, liquidation or winding up of the affairs of the Company, nor shall the merger, consolidation or any other business combination transaction of the Company into or with any other corporation or person or the merger, consolidation or any other business combination of any other corporation or person into or with the Company be deemed to be a voluntary or involuntary dissolution, liquidation or winding up of the affairs of the Company.

Anti-Dilution Adjustments

Initially, each share of Series A Preferred Stock shall be convertible into Class A common stock at a rate of one hundred (100) shares of Class A common stock for each share of Series A Preferred Stock (or one (1) share of Class A common stock for one (1) AMC Preferred Equity Unit), subject to adjustment as set forth herein.

$$CR_1 = CR_0 \times \frac{OS_1}{OS}$$

If the Company issues solely shares of Class A common stock as a dividend or distribution on all or substantially all shares of the Class A common stock, or if the Company effects a stock split, stock combination or other similar recapitalization of the Class A common stock (in each case excluding an issuance solely pursuant to a reorganization event), then the conversion rate will be adjusted based on the following formula:

20230920042721

where:

CR_0 = the conversion rate in effect immediately before the close of business on the record date or effective date, as applicable, for such dividend, distribution, stock split, stock combination or other similar recapitalization, as applicable;

CR_1 = the conversion rate in effect immediately after the close of business on such record date or effective date, as applicable of such dividend, distribution, stock split, stock combination or other similar recapitalization event;

OS_0 = the number of shares of Class A common stock outstanding immediately prior to such dividend, distribution, stock split, stock combination or other similar recapitalization; and

OS_1 = the number of shares of Class A common stock outstanding immediately after giving effect to such dividend, distribution, stock split, stock combination or other similar recapitalization.

If any distribution, dividend, stock split, stock combination or other similar recapitalization of the Class A common stock is declared or announced, but not so paid or made, then the conversion rate will be readjusted, effective as of the date the AMC Board, or any officer acting pursuant to authority conferred by the AMC Board, determines not to pay such distribution or dividend or to effect such stock split, stock combination or other similar recapitalization, to the conversion rate that would then be in effect had such dividend, distribution, stock split, stock combination or similar recapitalization not been declared or announced.

Adjustments

In the event of:

- the consolidation, merger or conversion of the Company with or into another person in each case pursuant to which the Class A common stock will be converted into cash, securities, or other property of the Company or another person;

- any sale, transfer, lease, or conveyance to another person of all or substantially all of the consolidated assets of the Company and its subsidiaries, taken as a whole, in each case pursuant to which Class A common stock will be converted into cash, securities, or other property; or

- any reclassification of Class A common stock into securities other than Class A common stock,

each of which is referred to as a "reorganization event," each share of the Series A Preferred Stock outstanding immediately prior to such reorganization event will, without the consent of the holders of the Series A Preferred Stock, automatically convert into the kind of securities, cash, and other property receivable in such reorganization event by a holder of the shares of Class A common stock into which such share of Series A Preferred Stock was convertible immediately prior to such reorganization event in exchange for such shares of Class A common stock. In the event that holders of the shares of Class A common stock have the opportunity to elect the form of consideration to be received in such reorganization event, the consideration that the holders of the Series A Preferred Stock are entitled to receive will be deemed to be the weighted average of the types and amounts of consideration actually received, per share of Class A common stock, by the holders of the Company's Class A common stock, unless holders of Series A Preferred Stock have the opportunity to elect the form of consideration to be received in such reorganization event.

The Company (or any successor) shall, within 20 days of the occurrence of any reorganization event, provide written notice to the holders of Series A Preferred Stock of such occurrence of such event and of the type and amount of the cash, securities or other property that such holders are entitled to.

Other than with respect to an adjustment as described herein, if at any time prior to the Conversion Date, the Company issues to all holders of the Class A common stock shares of securities or assets of the Company (other than shares of Class A common stock or cash) as a dividend on the Class A common stock, or the Company issues to all holders of

20230920002422

the Class A common stock certain rights or warrants entitling them for a period of 60 days or less to purchase shares of Class A common stock at less than the current market value of the Class A common stock at that time, or the Company purchases shares of Class A common stock pursuant to a tender offer or exchange offer generally available to holders of Class A common stock (subject to customary securities laws limitations) at above the current market value of the Class A common stock at that time, and in each such case the record date with respect to such event (or the date such event is effective, as the case may be) occurs on or after the date of issuance of the Series A Preferred Stock and prior to the Conversion Date (each, an "Adjustment Event"), then the Company will make such provision (i) to extend such tender offer or exchange offer on equivalent terms to holders of Series A Preferred Stock or (ii) as is necessary so that the holder of Series A Preferred Stock receives (upon cancellation of such shares of Series A Preferred Stock in the event of a tender offer or exchange offer) the same dividend or other asset or property, if any, as it would have received in connection with such Adjustment Event if it had been the holder on the record date (or the date such event is effective, as the case may be) of the number of shares of Class A common stock into which the shares of Series A Preferred Stock held by such holder are then convertible, or, to the extent that it is not reasonably practicable for the Company to make such provision, the then-applicable conversion rate or other terms of the Series A Preferred Stock shall be adjusted to provide such holder with an economic benefit comparable to that which it would have received had such provision been made. The foregoing shall not apply to the extent that any holder of Series A Preferred Stock participates, or is permitted to participate, on a pro rata as-converted basis with the holders of Class A common stock. Amounts resulting from any calculation as described under "— Anti-Dilution Adjustments" or this "— Conversion Procedures" will be rounded to the nearest 1/10,000th.

Redemption

The Series A Preferred Stock are not redeemable or subject to any sinking fund or similar provision.

Preemptive Rights

The Series A Preferred Stock do not provide any preemptive rights.

Miscellaneous

The Company is required to reserve or keep available, out of the authorized but unissued Class A common stock, or have sufficient authorized Class A common stock to cover, the shares of Class A common stock issuable upon the conversion of the Series A Preferred Stock prior to the applicable conversion date. Any shares of the Series A Preferred Stock converted into shares of Class A common stock or otherwise reacquired by the Company shall resume the status of authorized and unissued preferred shares, undesignated as to series, and shall be available for subsequent issuance.

Additional Shares of Series A Preferred Stock and Classes or Series of Stock

Notwithstanding anything to the contrary set forth in our certificate of incorporation or the Certificate of Designations, the AMC Board or any authorized committee of the AMC Board, without the vote of the holders of Series A Preferred Stock (including the holders of the related AMC Preferred Equity Units), may increase or decrease the number of authorized shares of Series A Preferred Stock or other stock ranking junior or senior to, or on parity with, the Series A Preferred Stock as to dividends and the distribution of assets upon any voluntary or involuntary liquidation, dissolution or winding up of the affairs of the Company.

20230920002423

AMC ENTERTAINMENT HOLDINGS, INC. AND SUBSIDIARIES (AND JURISDICTION OF ORGANIZATION)

AC JV, LLC (Delaware) (32%)	Delaware
AMC Card Processing Services, Inc.	Arizona
AMC Concessionaire Services of Florida, LLC	Florida
AMC ITD, LLC	Kansas
AMC License Services, LLC	Kansas
AMC of Maryland, LLC	Maryland
AMC of Maryland II, LLC	Maryland
AMC Theatres of UK Limited	England
American Multi-Cinema, Inc.	Missouri
Centertainment Development, Inc.	Delaware
Diginext, LLC (50%)	Delaware
Digital Cinema Distribution Coalition, LLC (Delaware) (14.67%)	Delaware
Digital Cinema Implementation Partners, LLC (Delaware) (29%)	Delaware
Loews Kaplan Cinema Associates Partnership (50%)	New Jersey
Midlands Water Association (NFP)	Illinois
Shawnee Theatres LLC	Delaware
Sundance Cinemas, LLC	Delaware
SVHoldco LLC (18.3%)	Delaware
ABC Cinemas Ltd	England
Bookit Ltd	England
Cinema International Corporation Lda	Portugal
Cinesa – Compania de Inciativas y Espectaculos SA	Spain
Digital Cinema Media Ltd (50%)	England
UCI Novoplex GmbH	Germany
Odeon & UCI Digital Operations Limited	England
Odeon and Sky Filmworks Ltd (50%)	England
Odeon and UCI Cinemas Digital Limited	England
Odeon and UCI Cinemas Holdings Limited	England
Odeon Cinemas (RL) Ltd	England
Odeon Cinemas Group Limited (fka AMC (UK) Acquisition Limited)	England
Odeon Cinemas Holdings Ltd	England
Odeon Cinemas Ltd	England
UCI Holdings Ireland Limited	Ireland
UCI Italia SPA	Italy
UCI Recupero e Sviluppo SpA	Italy
Digital Cinema Advertising S.r.l. (50%)	Italy
United Cinemas International (Ireland) Ltd	Ireland
United Cinemas International (UK) Ltd	England
United Cinemas International Acquisitions Ltd	England
United Cinemas International Kinoplex GmbH	Germany
United Cinemas International Multiplex BV	Netherlands
United Cinemas International Multiplex GmbH	Germany

20230920024

NCG Holding AB	Sweden
Astoria Cinemas Grand AB (50%)	Sweden
Bergen Internasjonale Filmfestival AS (49%)	Norway
Bergen Kino AS (49%)	Norway
Bio Rex Cinemas Oy (50%)	Finland
Capa Kinoreklame AS (64.45%)	Norway
Ejendomsselskabet Kattjebjerg A/S (50%)	Denmark
Empire Bio A/S (17.75%)	Denmark
Finnkino Oy	Finland
Handelsbolaget Svenska Bio Lidingö (50%)	Sweden
Västerås Biografer, Aktiebolaget Svensk Filmindustri & Co (50%)	Sweden
Kinovsjon Norge AS (28.91%)	Norway
Location Norway AS (24.5%)	Norway
Naestved Bio A/S (50%)	Denmark
Odeon Kino AS (fka: SF Kino SA)	Norway
Odeon Kino Stavanger/ Sandnes AS (49%)	Norway
SBM Holding A/S (50%)	Denmark
Filmstaden AB (fka: SF Bio AB)	Sweden
Sydna Fastighetsforvaltning AB (50%)	Sweden
Winberg Kino AB (50%)	Sweden
Popcorn Companiget AS (24.50%)	Norway
Filmweb AS (4.70%)	Norway
DeinKinoticket GmbH (15%)	Germany
AMC EMEA Holdings LLC	Delaware
AMC UK Holding Limited	England
Odeon Finco PLC	England
Saudi Cinema Company LLC (10%)	Saudi Arabia

20230920002425

Exhibit 23.1

Consent of Independent Registered Public Accounting Firm

We consent to the incorporation by reference in the following Registration Statements:

(1) Registration Statement (Form S-8 No. 333-192912)
(2) Registration Statement (Form S-8 No. 333-248231)
(3) Registration Statement (Form S-3 No. 333-251093)
(4) Registration Statement (Form S-3 No. 333-248481)
(5) Registration Statement (Form S-3ASR No. 333-255546)
(6) Registration Statement (Form S-3ASR No. 333-266536)
(7) Registration Statement (Form S-8 No. 333-268065)

of our reports dated February 28, 2023, with respect to the consolidated financial statements of AMC Entertainment Holdings, Inc., and the effectiveness of internal control over financial reporting of AMC Entertainment Holdings, Inc., included in this Annual Report (Form 10-K) of AMC Entertainment Holdings, Inc. for the year ended December 31, 2022.

/s/ Ernst & Young LLP

Kansas City, Missouri
February 28, 2023

20230302426

EXHIBIT 31.1

CERTIFICATIONS

I, Adam M. Aron, certify that:

1. I have reviewed this annual report on Form 10-K of AMC Entertainment Holdings, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 28, 2023

/s/ ADAM M. ARON
Adam M. Aron
Chairman of the Board, Chief Executive Officer and President

20230920002427

EXHIBIT 31.2

CERTIFICATIONS

I, Sean D. Goodman, certify that:

1. I have reviewed this annual report on Form 10-K of AMC Entertainment Holdings, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 28, 2023

/s/ SEAN D. GOODMAN
Sean D. Goodman
Executive Vice President, International Operations, Chief Financial Officer and Treasurer

20230028428

EXHIBIT 32.1

CERTIFICATION OF PERIODIC REPORT

The undersigned Chairman of the Board, Chief Executive Officer and President and Executive Vice President, International Operations, Chief Financial Officer and Treasurer of AMC Entertainment Holdings, Inc. (the "Company"), each hereby certifies, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, 18 U.S.C. Section 1350, that:

(1) the Annual Report on Form 10-K of the Company for the year ended December 31, 2022 (the "Report") fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and

(2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated February 28, 2023

/s/ ADAM M. ARON

Adam M. Aron
Chairman of the Board, Chief Executive Officer and President

/s/ SEAN D. GOODMAN

Sean D. Goodman
Executive Vice President, International Operations, Chief Financial Officer and Treasurer