**SEC Form 4**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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1. **Name and Address of Reporting Person**
   
   MACDONALD SCOTT D
   
   (Last)  (First)  (Middle)
   
   C/O STARZ ACQUISITION LLC
   
   8900 LIBERTY CIRCLE
   
   ENGLEWOOD  CO  80112

2. **Issuer Name and Ticker or Trading Symbol**
   
   Starz Acquisition LLC [ STRZA ]

3. **Date of Earliest Transaction (Month/Day/Year)**
   
   12/08/2016

4. **If Amendment, Date of Original Filed (Month/Day/Year)**
   
   12/13/2020

5. **Relationship of Reporting Person(s) to Issuer**
   
   (Check all applicable)
   
   x Director
   
   x 10% Owner
   
   x Officer (give title below)
   
   CFO, Executive VP & Treasurer

6. **Individual or Joint/Group Filing (Check Applicable Line)**
   
   x Form filed by One Reporting Person
   
   x Form filed by More than One Reporting Person

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### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Series A Common Stock</td>
<td>12/08/2016</td>
<td></td>
<td>D</td>
<td>24,048</td>
<td>50,353</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Series A Common Stock</td>
<td>12/08/2016</td>
<td></td>
<td>D</td>
<td>50,353</td>
<td>0</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Pursuant to the Agreement and Plan of Merger, dated as of June 30, 2016 (as amended, the "Merger Agreement"), by and among Starz, Lions Gate Entertainment Corp. ("Lions Gate"), and Orion Arm Acquisition Inc. ("Merger Sub"), an indirect wholly owned subsidiary of Lions Gate, on December 6, 2016, Merger Sub was merged with and into Starz, with Starz continuing as the surviving corporation and a wholly owned subsidiary of Lions Gate (the "Merger"). Pursuant to the Merger Agreement, at the effective time of the Merger, each share of Starz Series A common stock was converted into the right to receive $18.00 in cash and 0.6784 of a Class B non-voting share of Lions Gate ("Lions Gate non-voting stock").

2. Such shares represent unvested restricted shares. In accordance with the terms of the Merger Agreement, at the effective time of the Merger, each restricted stock award outstanding immediately prior to the effective time of the Merger was assumed and converted into an award of shares of restricted Lions Gate non-voting stock relating to a number of shares of Lions Gate non-voting stock equal to the product determined by multiplying the number of shares subject to such award by 1.3633 (rounded down to the nearest whole share), with the same terms and conditions as were applicable to each such restricted stock award immediately prior to the effective time of the Merger.

3. This stock option was fully vested at the time of the Merger.

4. In accordance with the terms of the Merger Agreement, at the effective time of the Merger, each Starz stock option outstanding and unexercised immediately prior to the effective time of the Merger was converted automatically into an option to purchase a number of shares of Lions Gate non-voting stock (rounded down to the nearest whole share) equal to the product determined by multiplying the number of options set forth in Column 5 of Table II by 1.3633, with a per-share exercise price (rounded up to the nearest whole cent) equal to the quotient determined by dividing the per-share exercise price set forth in Column 2 of Table II by 1.3633, with substantially the same terms and conditions as were applicable to each option immediately prior to the effective time of the Merger.

5. The options vest in sixteen equal quarterly installments, with the first such installment vesting effective June 4, 2013.

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### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (right to buy)</td>
<td>$11.31</td>
<td>12/08/2016</td>
<td>D</td>
<td>37,205</td>
<td>0</td>
<td></td>
<td></td>
<td>$37,205 (4)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Stock Option (right to buy)</td>
<td>$11.93</td>
<td>12/08/2016</td>
<td>D</td>
<td>33,721</td>
<td>0</td>
<td></td>
<td></td>
<td>$33,721 (4)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Stock Option (right to buy)</td>
<td>$27.41</td>
<td>12/08/2016</td>
<td>D</td>
<td>49,464</td>
<td>0</td>
<td></td>
<td></td>
<td>$49,464 (4)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Stock Option (right to buy)</td>
<td>$31.22</td>
<td>12/08/2016</td>
<td>D</td>
<td>47,123</td>
<td>0</td>
<td></td>
<td></td>
<td>$47,123 (4)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Stock Option (right to buy)</td>
<td>$31.16</td>
<td>12/08/2016</td>
<td>D</td>
<td>45,599</td>
<td>0</td>
<td></td>
<td></td>
<td>$45,599 (4)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Stock Option (right to buy)</td>
<td>$33.16</td>
<td>12/08/2016</td>
<td>D</td>
<td>47,051</td>
<td>0</td>
<td></td>
<td></td>
<td>$47,051 (4)</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

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**Explanations:**

1. Pursuant to the Agreement and Plan of Merger, dated as of June 30, 2016 (as amended, the "Merger Agreement"), by and among Starz, Lions Gate Entertainment Corp. ("Lions Gate"), and Orion Arm Acquisition Inc. ("Merger Sub"), an indirect wholly owned subsidiary of Lions Gate, on December 6, 2016, Merger Sub was merged with and into Starz, with Starz continuing as the surviving corporation and a wholly owned subsidiary of Lions Gate (the "Merger"). Pursuant to the Merger Agreement, at the effective time of the Merger, each share of Starz Series A common stock was converted into the right to receive $18.00 in cash and 0.6784 of a Class B non-voting share of Lions Gate ("Lions Gate non-voting stock").

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5. The options vest in sixteen equal quarterly installments, with the first such installment vesting effective June 4, 2013.
6. The options vest in sixteen equal quarterly installments, with the first such installment vesting effective March 13, 2014.
7. The options vest in four annual installments, with the first such installment vesting on December 2, 2015.
8. The options vest in four equal annual installments, with the first such installment vesting effective December 15, 2016.
9. The options vest in four annual installments, with such first installment vesting on December 15, 2017.

Remarks:

/s/ Timothy Sweeney, attorney-in-fact 12/12/2016

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.