

**ASCENT CAPITAL GROUP, INC.**  
Reported by  
**BRIGADE CAPITAL MANAGEMENT GP, LLC**

**FORM 3/A**  
(Amended Statement of Beneficial Ownership)

Filed 12/13/17 for the Period Ending 11/06/17

Address	5251 DTC PARKWAY SUITE 1000 GREENWOOD VILLAGE, CO, 80111
Telephone	303-628-5600
CIK	0001437106
Symbol	ASCMA
Fiscal Year	12/31

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement (MM/DD/YYYY)		3. Issuer Name and Ticker or Trading Symbol		
<b>Brigade Leveraged Capital Structures Fund Ltd.</b>			<b>11/6/2017</b>		<b>Ascent Capital Group, Inc. [ASCMA]</b>		
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<b>C/O INTERTRUST CORPORATE (CAYMAN) LTD, 190 ELGIN AVENUE, GEORGE TOWN</b>			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)				
(Street)			5. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>GRAND CAYMAN, E9 KY1-9007</b>			<b>11/16/2017</b>		<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)					

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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### Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>4.00% Convertible Senior Notes due 2020</b>	<u>(1)</u>	<u>(2)</u>	<b>Series A Common Stock</b>	<b>41876</b>	<b>\$102.80</b> <u>(3)</u>	<b>D</b>	
<b>4.00% Convertible Senior Notes due 2020</b>	<u>(1)</u>	<u>(2)</u>	<b>Series A Common Stock</b>	<b>41876</b>	<b>\$102.80</b> <u>(3)</u>	<b>I</b>	<b>See Footnote</b> <u>(4)</u>

#### Explanation of Responses:

- The Convertible Senior Notes are currently exercisable.
- The Convertible Senior Notes mature on July 15, 2020, subject to earlier repurchase or conversion in accordance with their terms.
- The initial conversion rate will be 9.7272 shares of Series A Common Stock per \$1,000 principal amount of notes, equivalent to an initial conversion price of approximately \$102.80 per share of Series A Common Stock.
- The reported securities are directly owned by Brigade Leveraged Capital Structures Fund Ltd. (the "Fund") and may be deemed beneficially owned by Brigade Capital Management, LP, the investment manager of the Fund, Brigade Capital Management GP, LLC, the general partner of Brigade Capital Management, LP, and Donald E. Morgan, III, the managing member of Brigade Capital Management GP, LLC, each a Reporting Person. Brigade Capital Management, LP, Brigade Capital Management GP, LLC and Mr. Morgan each disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interest therein, and this report shall not be deemed to be an admission that each Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

**Remarks:**  
This Form 3 is filed as an amendment in order to include the Convertible Senior Notes, which were inadvertently omitted on the

Reporting Persons' original Form 3.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brigade Leveraged Capital Structures Fund Ltd. C/O INTERTRUST CORPORATE (CAYMAN) LTD 190 ELGIN AVENUE, GEORGE TOWN GRAND CAYMAN, E9 KY1-9007		X		
BRIGADE CAPITAL MANAGEMENT, LP 399 PARK AVENUE 16TH FLOOR NEW YORK, NY 10022		X		
MORGAN DONALD E III C/O BRIGADE CAPITAL MANAGEMENT, LP 399 PARK AVENUE, 16TH FLOOR NEW YORK, NY 10022		X		
Brigade Capital Management GP, LLC 399 PARK AVENUE 16TH FLOOR NEW YORK, NY 10022		X		

**Signatures**

**Brigade Leveraged Capital Structures Fund Ltd., By: /s/ Donald E. Morgan, III, Director**

**12/13/2017**

**—**Signature of Reporting Person

Date

**Brigade Capital Management, LP, /s/ Donald E. Morgan, III, Managing Member of its General Partner**

**12/13/2017**

**—**Signature of Reporting Person

Date

**/s/ Donald E. Morgan, III**

**12/13/2017**

**—**Signature of Reporting Person

Date

**Brigade Capital Management GP, LLC, /s/ Donald E. Morgan, III, Managing Member**

**12/13/2017**

**—**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 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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 control number.