

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **1997-03-10** | Period of Report: **1996-08-31**

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SUBJECT COMPANY

TV FILME INC

CIK: **1013608** | IRS No.: **980160214** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-11951** | Film No.: **97553399**
SIC: **4841** Cable & other pay television services

Mailing Address

SCS QUADRA 07-B1A
ED EXECUTIVE TOWER SALA
601
BRASILIA DF D5

Business Address

SCS QUADRA 07-B1A
ED EXEC TOWER SALA 601
BRASILIA DF 70.300-9 D5
2033241400

REPORTING OWNER

STUDART CARLOS ANDRE LINS DE ALBUQUERQUE

CIK: **1034903**
Type: **4**

Mailing Address

C/O KELLEY DRYE &
WARREN LLP
TWO STAMFORD PLAZA
TRESSER BLVD
STAMFORD CT 06901

Business Address

C/O KELLEY DRYE &
WARREN LLP
TWO STAMFORD PLAZA 281
TRESSER BLVD
STAMFORD CT 06901

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 de Albuquerque, Carlos Andre Studart Lins
 TV Filme, Inc.
 c/o ITSA-Intercontinental Telecomunicacoes
 SCS, Quadra 07-B1.A, Ed. Executive Tower
 Brasilia-DF, Brazil 70.300-911
2. Issuer Name and Ticker or Trading Symbol
 TV Filme, Inc.
 ("PYTV")
3. IRS or Social Security Number of Reporting Person (Voluntary)
 98-0160214
4. Statement for Month/Year
 August 1996
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 President, Chief Operating Officer and Treasurer
7. Individual or Joint/Group Filing (Check Applicable Line)
 () Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

<TABLE>
 <CAPTION>

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

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
<S> Common Stock, \$0.01 par value	<C>	<C>	<C><C>	<C> <C> 254,472	<C> D	<C> -

<CAPTION>

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Owned at End of Month	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
<S> Time based options (right to buy)	<C> \$10.00	<C> 08/02/96	<C> A	<C><C> V A -	<C> <C> A, D (1)	<C> <C> 08/02/06 Common Stock	<C> <C> 110,000 -	<C> 110,000	<C> D	<C> -

</TABLE>
 Explanation of Responses:

(1) These options vest and become fully exercisable as to 20% on August 2, 1997 and as to an additional 20% on each anniversary thereafter until all such options are fully vested and exercisable.

SIGNATURE OF REPORTING PERSON
 /s/Carlos Andre Studart Lins de Albuquerque
 DATE
 March 10, 1997