

Madison Square Garden Co  
Form 5  
September 03, 2015

**FORM 5**

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

Check this box if  
no longer subject  
to Section 16.  
Form 4 or Form  
5 obligations  
may continue.  
See Instruction  
1(b).  
Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL  
OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0362  
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2005  
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response... 1.0

1. Name and Address of Reporting Person \*  
**DOLAN JAMES LAWRENCE**

(Last) (First) (Middle)

**TWO PENN PLAZA**

(Street)

**NEW YORK, NY 10121**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**Madison Square Garden Co [MSG]**

3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
**06/30/2015**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☒ Other (specify  
below)  
Executive Chairman / Member of 13D Group

6. Individual or Joint/Group Reporting

(check applicable line)

☐ Form Filed by One Reporting Person  
☒ Form Filed by More than One Reporting  
Person

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and<br>4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|---|--|---|--|---|
| Class A<br>Common<br>Stock            | 12/26/2014                              | Â   | G5                                      | 600 D  | \$ 0<br>(1)   | 241,208 (2) D (3)  | Â   |
| Class A<br>Common<br>Stock            | Â                                       | Â   | Â                                       | Â Â Â  | 4,324   | I (4)  | By spouse   |
| Class A<br>Common<br>Stock            | Â                                       | Â   | Â                                       | Â Â Â  | 1,475   | I (5)  | By minor<br>children  |

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|                            |   |   |   |   |   |   |       |                  |                                      |
|----------------------------|---|---|---|---|---|---|-------|------------------|--------------------------------------|
| Class A<br>Common<br>Stock | Â | Â | Â | Â | Â | Â | 3,157 | I <sup>(6)</sup> | By<br>members of<br>the<br>household |
| Class A<br>Common<br>Stock | Â | Â | Â | Â | Â | Â | 388   | I <sup>(4)</sup> | By spouse's<br>401(k)                |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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.**

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(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. of<br>D<br>S<br>B<br>O<br>E<br>I<br>F<br>(I |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   |                                      | (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title<br>or<br>Number<br>of<br>Shares               |  |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |                      |                     |
|--|---------------|-----------|----------------------|---------------------|
|  | Director      | 10% Owner | Officer              | Other               |
| DOLAN JAMES LAWRENCE<br>TWO PENN PLAZA<br>NEW YORK,Â NYÂ 10121 | Â X           | Â         | Â Executive Chairman | Member of 13D Group |
| Dolan Kristin A<br>TWO PENN PLAZA<br>NEW YORK,Â NYÂ 10121      | Â X           | Â         | Â                    | Â                   |

## Signatures

/s/ James L.  
Dolan 09/03/2015

    Signature of  
Reporting Person

Date

/s/ Kristin A.  
Dolan 09/03/2015

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(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).

(1) Gift.

(2) Includes shares held jointly with spouse.

(3) Securities held directly by James L. Dolan, Kristin A. Dolan's spouse. Ms. Dolan disclaims beneficial ownership of these securities beneficially owned or deemed to be beneficially owned by Mr. Dolan (other than securities held jointly with his spouse) and this report shall not be deemed to be an admission that she is, for the purposes of Section 16 or for any other purpose, the beneficial owner of such securities

(4) Securities held directly (or through 401(k) plan) by Kristin A. Dolan, James L. Dolan's spouse. Mr. Dolan disclaims beneficial ownership of these securities beneficially owned or deemed to be beneficially owned by Ms. Dolan (other than securities in which he has a direct pecuniary interest) and this report shall not be deemed to be an admission that he is, for the purposes of Section 16 or for any other purpose, the beneficial owner of such securities.

(5) Reporting Persons disclaim beneficial ownership of all securities of MSG beneficially owned and deemed to be beneficially owned by their minor children and this filing shall not be deemed an admission that Reporting Persons are, for the purposes of Section 16 or for any other purpose, the beneficial owner of such securities.

(6) Reporting Persons disclaim beneficial ownership of all securities of MSG beneficially owned and deemed to be beneficially owned by members of their household and this filing shall not be deemed an admission that Reporting Persons are, for the purposes of Section 16 or for any other purpose, the beneficial owner of such securities.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.