

Madison Square Garden Co
Form 4
October 09, 2015

FORM 4

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).

**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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CHARLES F. DOLAN 2009
FAMILY TRUST FBO JAMES L.
DOLAN

(Last) (First) (Middle)

KNICKERBOCKER GROUP
LLC, PO BOX 420

(Street)

OYSTER BAY, NY 11771

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
09/30/2015

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 ____X____ Other (specify
below) below)
Member of 13D Group

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount		Price
Class A Common Stock	09/30/2015		J ⁽¹⁾	V	4,431 <u>(1)</u>	A	<u>(1)</u> 4,431 ⁽²⁾ D ⁽³⁾
Class A Common Stock	09/30/2015		J ⁽¹⁾	V	4,431 <u>(1)</u>	A	<u>(1)</u> 4,431 ⁽²⁾ D ⁽⁴⁾
Class A Common Stock	09/30/2015		J ⁽¹⁾	V	4,431 <u>(1)</u>	A	<u>(1)</u> 4,431 ⁽²⁾ D ⁽⁵⁾
Class A Common Stock	09/30/2015		J ⁽¹⁾	V	4,431 <u>(1)</u>	A	<u>(1)</u> 4,431 ⁽²⁾ D ⁽⁶⁾

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Stock

Class A Common Stock	09/30/2015	J ⁽¹⁾	V	4,431 ⁽¹⁾	A	<u>(1)</u>	4,431 ⁽²⁾	D ⁽⁷⁾
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Class A Common Stock	09/30/2015	J ⁽¹⁾	V	4,431 ⁽¹⁾	A	<u>(1)</u>	4,431 ⁽²⁾	D ⁽⁸⁾
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	<u>(9)</u>	09/30/2015		J <u>(10)</u>		430,402 <u>(10)</u>		<u>(9)</u>	<u>(9)</u>	Class A Common Stock	430,402 <u>(10)</u>
Class B Common Stock	<u>(9)</u>	09/30/2015		J <u>(10)</u>		430,402 <u>(10)</u>		<u>(9)</u>	<u>(9)</u>	Class A Common Stock	430,402 <u>(10)</u>
Class B Common Stock	<u>(9)</u>	09/30/2015		J <u>(10)</u>		403,068 <u>(10)</u>		<u>(9)</u>	<u>(9)</u>	Class A Common Stock	403,068 <u>(10)</u>
Class B Common Stock	<u>(9)</u>	09/30/2015		J <u>(10)</u>		405,402 <u>(10)</u>		<u>(9)</u>	<u>(9)</u>	Class A Common Stock	405,402 <u>(10)</u>
Class B Common Stock	<u>(9)</u>	09/30/2015		J <u>(10)</u>		370,402 <u>(10)</u>		<u>(9)</u>	<u>(9)</u>	Class A Common Stock	370,402 <u>(10)</u>
Class B Common Stock	<u>(9)</u>	09/30/2015		J <u>(10)</u>		426,402 <u>(10)</u>		<u>(9)</u>	<u>(9)</u>	Class A Common Stock	426,402 <u>(10)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHARLES F. DOLAN 2009 FAMILY TRUST FBO JAMES L. DOLAN KNICKERBOCKER GROUP LLC PO BOX 420 OYSTER BAY, NY 11771				Member of 13D Group
CHARLES F. DOLAN 2009 FAMILY TRUST FBO THOMAS C. DOLAN C/O DOLAN FAMILY OFFICE 340 CROSSWAYS PARK DRIVE WOODBURY, NY 11797				Member of 13D Group
CHARLES F. DOLAN 2009 FAMILY TRUST FBO PATRICK F. DOLAN C/O DOLAN FAMILY OFFICE 340 CROSSWAYS PARK DRIVE WOODBURY, NY 11797				Member of 13D Group
CHARLES F. DOLAN 2009 FAMILY TRUST FBO KATHLEEN M. DOLAN C/O RICHARD BACCARI MLC VENTURES LLC, PO BOX 1014 YORKTOWN HEIGHTS, NY 10598				Member of 13D Group
CHARLES F. DOLAN 2009 FAMILY TRUST FBO DEBORAH A. DOLAN-SWEENEY C/O DOLAN FAMILY OFFICE 340 CROSSWAYS PARK DRIVE WOODBURY, NY 11797				Member of 13D Group
CHARLES F. DOLAN CHILDREN TRUST FBO MARIANNE DOLAN WEBER C/O RICHARD BACCARI MLC VENTURES LLC, PO BOX 1014 YORKTOWN HEIGHTS, NY 10598				Member of 13D Group

Signatures

CHARLES F. DOLAN 2009 FAMILY TRUST FBO JAMES L. DOLAN By: /s/ Brian G. Sweeney, Attorney-in-Fact	10/09/2015
_____ **Signature of Reporting Person	Date
CHARLES F. DOLAN 2009 FAMILY TRUST FBO THOMAS C. DOLAN By: /s/ Brian G. Sweeney, Attorney-in-Fact	10/09/2015
_____ **Signature of Reporting Person	Date
CHARLES F. DOLAN 2009 FAMILY TRUST FBO PATRICK F. DOLAN By: /s/ Brian G. Sweeney, Attorney-in-Fact	10/09/2015

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__Signature of Reporting Person

Date

CHARLES F. DOLAN 2009 FAMILY TRUST FBO KATHLEEN M. DOLAN By: /s/ Brian G. Sweeney, Attorney-in-Fact

10/09/2015

__Signature of Reporting Person

Date

CHARLES F. DOLAN 2009 FAMILY TRUST FBO DEBORAH A. DOLAN-SWEENEY By: /s/ Brian G. Sweeney, Attorney-in-Fact

10/09/2015

__Signature of Reporting Person

Date

CHARLES F. DOLAN 2009 FAMILY TRUST FBO MARIANNE DOLAN WEBER By: /s/ Brian G. Sweeney, Attorney-in-Fact

10/09/2015

__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) Represents Class A Common Stock received in connection with the distribution by MSG Networks Inc. (formerly, The Madison Square Garden Company, and referred to herein as "MSG Networks") of all of the outstanding common stock of The Madison Square Garden Company (formerly, MSG Spinco, Inc. and referred to herein as "MSG") to its stockholders (the "Distribution") in a transaction exempt under Rule 16a-9.

(2) Reflects transfer of shares previously owned directly by MSG Networks and its subsidiaries exempt under Rule 16a-13.

(3) These securities are owned solely by the Charles F. Dolan 2009 Family Trust FBO James L. Dolan, which is a member of a "group" with the other reporting persons for purposes of Section 13(d) of the Exchange Act. Each of the other reporting persons disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(4) These securities are owned solely by the Charles F. Dolan 2009 Family Trust FBO Thomas C. Dolan, which is a member of a "group" with the other reporting persons for purposes of Section 13(d) of the Exchange Act. Each of the other reporting persons disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(5) These securities are owned solely by the Charles F. Dolan 2009 Family Trust FBO Patrick F. Dolan, which is a member of a "group" with the other reporting persons for purposes of Section 13(d) of the Exchange Act. Each of the other reporting persons disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(6) These securities are owned solely by the Charles F. Dolan 2009 Family Trust FBO Kathleen M. Dolan, which is a member of a "group" with the other reporting persons for purposes of Section 13(d) of the Exchange Act. Each of the other reporting persons disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(7) These securities are owned solely by the Charles F. Dolan 2009 Family Trust FBO Deborah A. Dolan-Sweeney, which is a member of a "group" with the other reporting persons for purposes of Section 13(d) of the Exchange Act. Each of the other reporting persons disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(8) These securities are owned solely by the Charles F. Dolan 2009 Family Trust FBO Marianne Dolan Weber, which is a member of a "group" with the other reporting persons for purposes of Section 13(d) of the Exchange Act. Each of the other reporting persons disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(9) The Madison Square Garden Company Class B Common Stock (the "Class B Common Stock") is convertible at the option of the holder on a share for share basis into The Madison Square Garden Company Class A Common Stock (the "Class A Common Stock").

(10) Represents Class B Common Stock received in connection with the Distribution in a transaction exempt under Rule 16a-9.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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