

Madison Square Garden Co  
Form 4  
October 16, 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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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WEBER MARIANNE DOLAN**

(Last) (First) (Middle)

**C/O RICHARD BACCARI, MLC  
VENTURES LLC, PO BOX 1014**

(Street)

**YORKTOWN HEIGHTS, NY 10598**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**10/14/2015**

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)  
\_X\_ 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<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 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) |
|---------------------------------------|---|---|---|--|--|--|---|
|                                       |   |   | Code                                    | V  | Amount<br>(A)<br>or<br>(D)   | Price  |   |
| Class A<br>Common<br>Stock            | 09/30/2015                              |   | J(1)                                    | V  | 8,063<br>(1)   | A (1) 8,063 (2)  | D   |
| Class A<br>Common<br>Stock            | 09/30/2015                              |   | J(1)                                    | V  | 208 (1)  | A (1) 208 (2)  | I (3) By spouse   |
| Class A<br>Common<br>Stock            | 09/30/2015                              |   | J(1)                                    | V  | 308 (1)  | A (1) 308 (2)  | I (3) By<br>member of<br>houshold                                 |

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.**

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<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, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Pri<br>Deriv<br>Secur<br>(Instr |  |
|---|--|---|---|--------------------------------------|--|--|---|------------------------------------|--|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title                              | Amount<br>or<br>Number<br>of<br>Shares |
| Options<br>(Right to<br>Buy)                        | \$ 31.77<br>(4)  | 10/14/2015                              |   | J                                    | 333<br>(5)   | (5) 05/18/2016   | Class A<br>Common<br>Stock  | 333                                | \$                                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| WEBER MARIANNE DOLAN<br>C/O RICHARD BACCARI<br>MLC VENTURES LLC, PO BOX 1014<br>YORKTOWN HEIGHTS, NY 10598 | Member of 13D<br>Group           |

## Signatures

By: /s/ Richard Baccari, Attorney-in-Fact for Marianne Dolan  
Weber 10/16/2015

\_\_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)

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Reporting person disclaims beneficial ownership of these securities 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.

The exercise price was determined by allocating the exercise price for the option under the MSG Networks 2010 Stock Plan for Non-Employee Directors between the existing MSG Networks option and the MSG option based upon the volume weighted average

- (4) prices of the MSG Networks Class A Common Stock and the MSG Class A Common Stock over the ten trading days immediately following the Distribution. The underlying share amount takes into account the Distribution ratio of one share of MSG common stock to every three shares of MSG Networks common stock.

Represents options to purchase Class A Common Stock received by the Reporting Person in connection with the Distribution, and granted

- (5) pursuant to the MSG 2015 Non-Employee Directors Stock Plan, in a transaction exempt under Rules 16a-9 or 16b-6. The options are fully exercisable and vested as of the date of this filing.

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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