

Madison Square Garden Co
 Form 4
 September 13, 2016

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DOLAN KATHLEEN MARGARET

(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)
 09/12/2016

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)
 Member of 13D Group

6. Individual or Joint/Group Filing(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 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)
			Code	V	Amount or Price		
Class A Common Stock	09/12/2016		S ⁽¹⁾		15,954 D \$ 182.96	90,406	I ⁽²⁾ By Trusts
Class A Common Stock	09/12/2016		P ⁽¹⁾		15,954 A \$ 182.96	90,406	I ⁽²⁾ By Trusts
Class A Common Stock						1,568	D
Class A Common						616	I ⁽³⁾ By Children

Stock

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

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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 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Class B Common Stock	(4)	09/12/2016		S(5)	295,338	(4) (4)	Class A Common Stock 295,338
Class B Common Stock	(4)	09/12/2016		P(5)	295,338	(4) (4)	Class A Common Stock 295,338

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOLAN KATHLEEN MARGARET C/O RICHARD BACCARI MLC VENTURES LLC, PO BOX 1014 YORKTOWN HEIGHTS, NY 10598				Member of 13D Group

Signatures

By: /s/ Richard Baccari, Attorney-in-fact for Kathleen M. Dolan

09/13/2016

**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).

On September 12, 2016, the Charles F. Dolan Children Trust FBO Patrick F. Dolan, sold, and the Charles F. Dolan Children Trust FBO

(1) James L. Dolan purchased, the number of shares of The Madison Square Garden Company's Class A Common Stock at a purchase price of \$182.96 per share.

(2)

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Reflects securities held by trusts for which the Reporting Person serves as co-trustee. The Reporting Person disclaims beneficial ownership of all shares of The Madison Square Garden Company beneficially owned or deemed to be beneficially owned by the trusts and this report shall not be deemed to be an admission that she is, for purposes of Section 16 or for any other purpose, the beneficial owner of such securities.

- The Reporting Person disclaims beneficial ownership of all shares of The Madison Square Garden Company beneficially owned or
- (3) deemed to be beneficially owned by the Reporting Person as custodian for her children and this filing shall not be deemed an admission that she is, for purposes of Section 16 or for any other purpose, the beneficial owner of such securities.
 - (4) 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").
 - (5) On September 12, 2016, the Charles F. Dolan Children Trust FBO Patrick F. Dolan sold, and the Charles F. Dolan Children Trust FBO James L. Dolan purchased, the number of shares of the The Madison Square Garden Company's Class B Common Stock at a purchase price of \$182.96 per share.

Note: File three copies of this Form, one of which must be manually signed. If space 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.