

Madison Square Garden Co
Form 4
March 21, 2014

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 *
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)
03/19/2014

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 Ownership (Instr. 4)
				(A) or (D)	Amount		Price

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	(1)	03/19/2014	J(2)		110,482		(1)	(1)	Class A Common Stock	110,482
Class B Common Stock	(1)	03/19/2014	J(2)		110,482		(1)	(1)	Class A Common Stock	110,482
Class B Common Stock	(1)	03/19/2014	J(2)		110,482		(1)	(1)	Class A Common Stock	110,482
Class B Common Stock	(1)	03/19/2014	J(2)		110,482		(1)	(1)	Class A Common Stock	110,482
Class B Common Stock	(1)	03/19/2014	J(2)		110,482		(1)	(1)	Class A Common Stock	110,482
Class B Common Stock	(1)	03/19/2014	J(2)		110,482		(1)	(1)	Class A Common Stock	110,482

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 DOLAN FAMILY OFFICE 340 CROSSWAYS PARK DRIVE WOODBURY, NY 11797				Member of 13D Group
CHARLES F. DOLAN 2009 FAMILY TRUST FBO PATRICK F. DOLAN DOLAN FAMILY OFFICE 340 CROSSWAYS PARK DRIVE				Member of 13D Group

WOODBURY, NY 11797

CHARLES F. DOLAN 2009 FAMILY TRUST FBO KATHLEEN
M. DOLAN
DOLAN FAMILY OFFICE
340 CROSSWAYS PARK DRIVE
WOODBURY, NY 11797

Member of 13D
Group

CHARLES F. DOLAN 2009 FAMILY TRUST FBO MARIANNE
DOLAN WEBER
DOLAN FAMILY OFFICE
340 CROSSWAYS PARK DRIVE
WOODBURY, NY 11797

Member of 13D
Group

CHARLES F. DOLAN 2009 FAMILY TRUST FBO DEBORAH A.
DOLAN-SWEENEY
DOLAN FAMILY OFFICE
340 CROSSWAYS PARK DRIVE
WOODBURY, NY 11797

Member of 13D
Group

Signatures

CHARLES F. DOLAN 2009 FAMILY TRUST FBO JAMES . DOLAN By: /s/ Renzo Mori,
Attorney-in-Fact

03/21/2014

__Signature of Reporting Person

Date

CHARLES F. DOLAN 2009 FAMILY TRUST FBO THOMAS C. DOLAN By: /s/ Renzo
Mori, Attorney-in-Fact

03/21/2014

__Signature of Reporting Person

Date

CHARLES F. DOLAN 2009 FAMILY TRUST FBO PATRICK F. DOLAN By: /s/ Renzo
Mori, Attorney-in-Fact

03/21/2014

__Signature of Reporting Person

Date

CHARLES F. DOLAN 2009 FAMILY TRUST FBO KATHLEEN M. DOLAN By: /s/
Renzo Mori, Attorney-in-Fact

03/21/2014

__Signature of Reporting Person

Date

CHARLES F. DOLAN 2009 FAMILY TRUST FBO MARIANNE DOLAN WEBER By: /s/
Renzo Mori, Attorney-in-Fact

03/21/2014

__Signature of Reporting Person

Date

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

03/21/2014

__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).

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

(2) Receipt of payment of \$39,183,546.12 of interest and principal on promissory notes held by the reporting trust with shares of Class B
Stock.

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(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 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.

(8) 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.

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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