

Madison Square Garden Co  
Form 4  
March 20, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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-SWEENEY DEBORAH A

(Last) (First) (Middle)

340 CROSSWAYS PARK DRIVE

(Street)

WOODBURY, NY 11797

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/19/2015

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)

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)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	03/19/2015		M		16,971	A	Ⓛ
Class A Common Stock					25,182	I	(3) By spouse
Class A Common Stock					6,750	I	(4) By trusts

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 Security (Instr. 3 and 4)
Restricted Stock Units	(1)	03/19/2015		M	16,971	03/19/2015 <sup>(5)</sup> 03/19/2015 <sup>(5)</sup>	Class A Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOLAN-SWEENEY DEBORAH A 340 CROSSWAYS PARK DRIVE WOODBURY, NY 11797				Member of 13D Group
Sweeney Brian 340 CROSSWAYS PARK DRIVE WOODBURY, NY 11797			X	

## Signatures

/s/ Brian G. Sweeney, Attorney-in-Fact for Deborah A. Dolan-Sweeney 03/20/2015

\_\_Signature of Reporting Person Date

/s/ Brian G. Sweeney 03/20/2015

\_\_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) Each restricted stock unit was granted under The Madison Square Garden Company 2010 Stock Plan for Non-Employee Directors and represents a right to receive one share of Class A Common Stock or the cash equivalent thereof. The restricted stock units have been settled in shares.

## Edgar Filing: Madison Square Garden Co - Form 4

- (2) Securities held directly by Deborah A. Dolan-Sweeney, Brian G. Sweeney's spouse. Mr. Sweeney disclaims beneficial ownership of all the securities of MSG beneficially owned or deemed to be beneficially owned by Ms. Dolan-Sweeney (other than securities in which he has a direct pecuniary interest) and this filing shall not be deemed an admission that Mr. Sweeney is, for the purposes of Section 16 or for any other purpose, the beneficial owner of such securities.
- (3) Securities held directly by Brian G. Sweeney, Deborah A. Dolan-Sweeney's spouse. Ms. Dolan-Sweeney disclaims beneficial ownership of these securities beneficially owned or deemed to be beneficially owned by Mr. Sweeney (other than securities in which he has a direct pecuniary interest) 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 in trusts for which Mr. Sweeney serves as co-trustee. Both he and Ms. Dolan-Sweeney disclaim beneficial ownership of these securities and this report shall not be deemed to be an admission that they are, for the purposes of Section 16 or for any other purpose, the beneficial owners of such securities.
- (5) The restricted stock units were fully vested on the date of the grant and are settled in cash or in stock on the first business day 90 days after service on the Board of Directors ceases.

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.