

Madison Square Garden Co  
Form SC 13D/A  
March 27, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 20549**

**SCHEDULE 13D**  
**Under the Securities Exchange Act of 1934**  
**(Amendment No. 8)**

**The Madison Square Garden Company**  
**(Name of Issuer)**

**Class A Common Stock, par value \$.01 per share**  
**(Title of Class of Securities)**

**55826P 100**  
**(CUSIP Number)**

**Richard D. Bohm**

**Debevoise & Plimpton LLP**

**919 Third Avenue**  
**New York, NY 10022**

**212-909-6000**

**(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)**

**March 19, 2014**

**(Date of Event Which Requires Filing of this Statement)**

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Sections 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. "

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Section 240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. Name of reporting person

Charles F. Dolan, individually and as Trustee of the Charles F. Dolan 2009 Revocable Trust

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

2,109,004

beneficially

8. Shared voting power

owned by

each

6,397,150

9. Sole dispositive power

reporting

person

2,109,004

10. Shared dispositive power

with

6,397,150

11. Aggregate amount beneficially owned by each reporting person

8,506,154

12. Check if the aggregate amount in Row (11) excludes certain shares  x\*

13. Percent of class represented by amount in Row (11)

11.9%

14. Type of reporting person

IN

\* Excludes 5,514,163 shares of The Madison Square Garden Company Class A Common Stock, par value \$0.01 per share ( Class A Common Stock ), issuable upon conversion of an equal number of shares of The Madison Square Garden Company Class B Common Stock, par value \$0.01 per share ( Class B Common Stock ), held by other Reporting Persons hereto as to which Charles F. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Helen A. Dolan, individually and as Trustee of the Helen A. Dolan 2009 Revocable Trust

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

351,364

beneficially

8. Shared voting power

owned by

each

8,154,790

9. Sole dispositive power

reporting

person

351,364

10. Shared dispositive power

with

8,154,790

11. Aggregate amount beneficially owned by each reporting person

8,506,154

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

11.9%

14. Type of reporting person

IN

\* Excludes 5,514,163 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which Helen A. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

James L. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

350,114

beneficially

8. Shared voting power

owned by

each

975,582

9. Sole dispositive power

reporting

person

350,114

10. Shared dispositive power

with

975,582

11. Aggregate amount beneficially owned by each reporting person

1,325,696

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

2.1%

14. Type of reporting person

IN

\* Excludes 12,646,441 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which James L. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.



1. Name of reporting person

Thomas C. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

40,767

beneficially

8. Shared voting power

owned by

each

966,844

9. Sole dispositive power

reporting

person

40,767

with

10. Shared dispositive power

966,844

11. Aggregate amount beneficially owned by each reporting person

1,007,611

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.6%

14. Type of reporting person

IN

\* Excludes 12,661,597 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which Thomas C. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Patrick F. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

33,751

beneficially

8. Shared voting power

owned by

each

940,797

9. Sole dispositive power

reporting

person

33,751

10. Shared dispositive power

with

940,797

11. Aggregate amount beneficially owned by each reporting person

974,548

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.5%

14. Type of reporting person

IN

\* Excludes 12,702,540 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which Patrick F. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Kathleen M. Dolan, individually, and as Trustee of the Ryan Dolan 1989 Trust and the Tara Dolan 1989 Trust and as a Trustee of the Charles F. Dolan Children Trusts

Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

36,867

beneficially

8. Shared voting power

owned by

each

5,739,923

9. Sole dispositive power

reporting

person

36,867

with

10. Shared dispositive power

5,739,923

11. Aggregate amount beneficially owned by each reporting person

5,776,790

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

8.4%

14. Type of reporting person

IN

\* Excludes 391,774 Shares of Class A Common Stock beneficially owned by Dolan Children's Foundation as to which the Reporting Person serves as a director and 8,089,548 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which Kathleen M. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Marianne E. Dolan Weber

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

8,363

beneficially

8. Shared voting power

owned by

each

940,516

9. Sole dispositive power

reporting

person

8,363

with

10. Shared dispositive power

940,516

11. Aggregate amount beneficially owned by each reporting person

948,879

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.5%

14. Type of reporting person

IN

\* Excludes 391,774 Shares of Class A Common Stock beneficially owned by Dolan Children's Foundation as to which the Reporting Person serves as a director and 12,697,753 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which Marianne Dolan Weber disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.



1. Name of reporting person

Deborah A. Dolan-Sweeney

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

3,647

beneficially

8. Shared voting power

owned by

each

1,001,718

9. Sole dispositive power

reporting

person

3,647

10. Shared dispositive power

with

1,001,718

11. Aggregate amount beneficially owned by each reporting person

1,005,365

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.6%

14. Type of reporting person

IN

\* Excludes 391,774 Shares of Class A Common Stock beneficially owned by Dolan Children's Foundation as to which the Reporting Person serves as a director and 12,669,574 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which Deborah A. Dolan-Sweeney disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

David M. Dolan, as a Trustee of the Charles F. Dolan 2009 Family Trusts

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

300,987

beneficially

8. Shared voting power

owned by

each

5,798,700

9. Sole dispositive power

reporting

person

300,987

with

10. Shared dispositive power

5,798,700

11. Aggregate amount beneficially owned by each reporting person

6,099,687

12. Check if the aggregate amount in Row (11) excludes certain shares x\*

13. Percent of class represented by amount in Row (11)

8.8%

14. Type of reporting person

IN

\* Excludes 7,877,375 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which David M. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Paul J. Dolan, as a Trustee of the Charles F. Dolan Children Trust FBO Kathleen M. Dolan and the Charles F. Dolan Children Trust FBO James L. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares 95,820

beneficially 8. Shared voting power

owned by

each 1,938,845

9. Sole dispositive power

reporting

person 95,820

with 10. Shared dispositive power

1,938,845

11. Aggregate amount beneficially owned by each reporting person

2,034,665

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

3.1%

14. Type of reporting person

IN

\* Excludes 11,742,616 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which Paul J. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Matthew J. Dolan, as a Trustee of the Charles F. Dolan Children Trust FBO Marianne Dolan Weber and the Charles F. Dolan Children Trust FBO Thomas C. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

2,387

beneficially

8. Shared voting power

owned by

each

1,907,110

9. Sole dispositive power

reporting

person

2,387

with

10. Shared dispositive power

1,907,110

11. Aggregate amount beneficially owned by each reporting person

1,909,497

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

2.9%

14. Type of reporting person

IN

\* Excludes 11,770,795 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which Matthew J. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.



1. Name of reporting person

Mary S. Dolan, as a Trustee of the Charles F. Dolan Children Trust FBO Deborah Dolan-Sweeney, the Charles F. Dolan Children Trust FBO Patrick F. Dolan and the Charles F. Dolan 2009 Family Trusts

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

6,839

beneficially

8. Shared voting power

owned by

each

7,699,483

9. Sole dispositive power

reporting

person

6,839

with

10. Shared dispositive power

7,699,483

11. Aggregate amount beneficially owned by each reporting person

7,706,322

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

10.9%

14. Type of reporting person

IN

\* Excludes 6,072,379 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which Mary S. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Charles F. Dolan Children Trust FBO Kathleen M. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

966,845

beneficially

8. Shared voting power

owned by

0

each

9. Sole dispositive power

reporting

person

966,845

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

966,845

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.5%

14. Type of reporting person

OO

\* Excludes 12,669,574 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Charles F. Dolan Children Trust FBO Kathleen M. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Charles F. Dolan Children Trust FBO Deborah Dolan-Sweeney

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

966,845

beneficially

8. Shared voting power

owned by

each

0

9. Sole dispositive power

reporting

person

966,845

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

966,845

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.5%

14. Type of reporting person

OO

\* Excludes 12,669,574 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Charles F. Dolan Children Trust FBO Deborah Dolan-Sweeney disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Charles F. Dolan Children Trust FBO Marianne Dolan Weber

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

938,666

beneficially

8. Shared voting power

owned by

0

each

9. Sole dispositive power

reporting

person

938,666

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

938,666

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.5%

14. Type of reporting person

OO

\* Excludes 12,697,753 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Charles F. Dolan Children Trust FBO Marianne Dolan Weber disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.



1. Name of reporting person

Charles F. Dolan Children Trust FBO Patrick F. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

933,879

beneficially

8. Shared voting power

owned by

0

each

9. Sole dispositive power

reporting

person

933,879

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

933,879

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.5%

14. Type of reporting person

OO

\* Excludes 12,702,540 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Charles F. Dolan Children Trust FBO Patrick F. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Charles F. Dolan Children Trust FBO Thomas C. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

966,844

beneficially

8. Shared voting power

owned by

0

each

9. Sole dispositive power

reporting

person

966,844

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

966,844

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.5%

14. Type of reporting person

OO

\* Excludes 12,661,597 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Charles F. Dolan Children Trust FBO Thomas C. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Charles F. Dolan Children Trust FBO James L. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

966,844

beneficially

8. Shared voting power

owned by

0

each

9. Sole dispositive power

reporting

person

966,844

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

966,844

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.5%

14. Type of reporting person

OO

\* Excludes 12,661,597 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Charles F. Dolan Children Trust FBO James L. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Charles F. Dolan 2009 Family Trust FBO James L. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

1,023,325

beneficially

8. Shared voting power

owned by

0

each

9. Sole dispositive power

reporting

person

1,023,325

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

1,023,325

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.6%

14. Type of reporting person

OO

\* Excludes 12,578,525 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Charles F. Dolan 2009 Family Trust FBO James L. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.



1. Name of reporting person

Charles F. Dolan 2009 Family Trust FBO Thomas C. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

1,023,325

beneficially

8. Shared voting power

owned by

0

each

9. Sole dispositive power

reporting

person

1,023,325

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

1,023,325

12. Check if the aggregate amount in Row (11) excludes certain shares x\*

13. Percent of class represented by amount in Row (11)

1.6%

14. Type of reporting person

OO

\* Excludes 12,578,525 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Charles F. Dolan 2009 Family Trust FBO Thomas C. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Charles F. Dolan 2009 Family Trust FBO Patrick F. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

941,325

beneficially

8. Shared voting power

owned by

0

each

9. Sole dispositive power

reporting

person

941,325

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

941,325

12. Check if the aggregate amount in Row (11) excludes certain shares x\*

13. Percent of class represented by amount in Row (11)

1.5%

14. Type of reporting person

OO

\* Excludes 12,660,525 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Charles F. Dolan 2009 Family Trust FBO Patrick F. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Charles F. Dolan 2009 Family Trust FBO Kathleen M. Dolan

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

948,325

beneficially

8. Shared voting power

owned by

each

0

9. Sole dispositive power

reporting

person

948,325

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

948,325

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.5%

14. Type of reporting person

OO

\* Excludes 12,653,525 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Charles F. Dolan 2009 Family Trust FBO Kathleen M. Dolan disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Charles F. Dolan 2009 Family Trust FBO Marianne E. Dolan Weber

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

1,011,325

beneficially

8. Shared voting power

owned by

0

each

9. Sole dispositive power

reporting

person

1,011,325

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

1,011,325

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.6%

14. Type of reporting person

OO

\* Excludes 12,590,525 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Charles F. Dolan 2009 Family Trust FBO Marianne Dolan Weber disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.



1. Name of reporting person

Charles F. Dolan 2009 Family Trust FBO Deborah A. Dolan-Sweeney

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

843,325

beneficially

8. Shared voting power

owned by

each

0

9. Sole dispositive power

reporting

person

843,325

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

843,325

12. Check if the aggregate amount in Row (11) excludes certain shares \*

13. Percent of class represented by amount in Row (11)

1.3%

14. Type of reporting person

OO

\* Excludes 12,758,525 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Charles F. Dolan 2009 Family Trust FBO Deborah A. Dolan-Sweeney disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Ryan Dolan 1989 Trust

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

15,156

beneficially

8. Shared voting power

owned by

0

each

9. Sole dispositive power

reporting

person

15,156

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

15,156

12. Check if the aggregate amount in Row (11) excludes certain shares x\*

13. Percent of class represented by amount in Row (11)

0.0%

14. Type of reporting person

OO

\* Excludes 13,573,399 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Ryan Dolan 1989 Trust disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

1. Name of reporting person

Tara Dolan 1989 Trust

2. Check the appropriate box if a member of a group

(a)  (b)

3. SEC use only

4. Source of funds

00 See Item 3 of Statement

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization

U.S.A.

7. Sole voting power

Number of

shares

15,156

beneficially

8. Shared voting power

owned by

0

each

9. Sole dispositive power

reporting

person

15,156

with

10. Shared dispositive power

0

11. Aggregate amount beneficially owned by each reporting person

15,156

12. Check if the aggregate amount in Row (11) excludes certain shares x\*

13. Percent of class represented by amount in Row (11)

0.0%

14. Type of reporting person

OO

\* Excludes 13,573,399 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by other Reporting Persons hereto as to which the Tara Dolan 1989 Trust disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

AMENDMENT NO. 8 TO SCHEDULE 13D

This Amendment to Schedule 13D is being filed jointly by (i) the individuals (in their individual capacity and/or as trustee or co-trustee of specified trusts) and trusts listed in Item 2(a) below (the Group Members ) who may be deemed to beneficially own all of the shares of Class B Common Stock of The Madison Square Garden Company (the Issuer ), par value \$.01 per share (the Class B Common Stock ), which are convertible share for share at the option of the holder into Class A Common Stock of the Issuer, par value \$.01 per share (the Class A Common Stock, and together with the Class B Common Stock, the Common Stock ), and a certain number of shares of Class A Common Stock, in each case as described herein, and (ii) Charles F. Dolan and Helen A. Dolan to reflect certain transactions in Issuer securities as described below.

The Schedule 13D (the Schedule ) filed by the original Group Members on February 12, 2010, as amended and supplemented by Amendment No. 1 filed on November 19, 2010, Amendment No. 2 filed on March 10, 2011, Amendment No. 3 filed on September 16, 2011, Amendment No. 4 filed on October 3, 2012, Amendment No. 5 filed on May 22, 2013, Amendment No. 6 filed on August 22, 2013 and Amendment No. 7 filed on September 20, 2013, is hereby amended and supplemented by the Reporting Persons as set forth below in this Amendment No. 8.

**Item 2 Identity and Background**

The disclosure in Item 2 is hereby amended by amending and restating part (a) thereof as follows:

(a) The names of the Reporting Persons who are Group Members are: Charles F. Dolan, individually and as Trustee of the Charles F. Dolan 2009 Revocable Trust (the CFD 2009 Trust ); Helen A. Dolan, individually and as Trustee of the Helen A. Dolan 2009 Revocable Trust (the HAD 2009 Trust ); James L. Dolan; Thomas C. Dolan; Patrick F. Dolan; Kathleen M. Dolan, individually and as a Trustee of the Charles F. Dolan Children Trust FBO Kathleen M. Dolan, the Charles F. Dolan Children Trust FBO Deborah Dolan-Sweeney, the Charles F. Dolan Children Trust FBO Marianne Dolan Weber, the Charles F. Dolan Children Trust FBO Patrick F. Dolan, the Charles F. Dolan Children Trust FBO Thomas C. Dolan and the Charles F. Dolan Children Trust FBO James L. Dolan (hereinafter collectively referred to as the Dolan Children Trusts and individually, a Dolan Children Trust ), and as sole Trustee of the Ryan Dolan 1989 Trust and the Tara Dolan 1989 Trust; Marianne E. Dolan Weber; Deborah A. Dolan-Sweeney; David M. Dolan, as a Trustee of the Charles F. Dolan 2009 Family Trust FBO Patrick F. Dolan, the Charles F. Dolan 2009 Family Trust FBO Thomas C. Dolan, the Charles F. Dolan 2009 Family Trust FBO James L. Dolan, the Charles F. Dolan 2009 Family Trust FBO Marianne E. Dolan Weber, the Charles F. Dolan 2009 Family Trust FBO Kathleen M. Dolan and the Charles F. Dolan 2009 Family Trust FBO Deborah A. Dolan-Sweeney (collectively, the 2009 Family Trusts and individually, a 2009 Family Trust ); Paul J. Dolan, as a Trustee of the Dolan Children Trusts FBO Kathleen M. Dolan and James L. Dolan; Matthew J. Dolan, as a Trustee of the Dolan Children Trusts FBO Marianne Dolan Weber and Thomas C. Dolan; Mary S. Dolan, as a Trustee of the Dolan Children Trusts FBO Deborah Dolan-Sweeney and Patrick F. Dolan, and each of the 2009 Family Trusts; Dolan Children Trust FBO Kathleen M. Dolan; Dolan Children Trust FBO Marianne Dolan Weber; Dolan Children Trust FBO Deborah Dolan-Sweeney; Dolan Children Trust FBO James L. Dolan; Dolan Children Trust FBO Thomas C. Dolan; Dolan Children Trust FBO Patrick F. Dolan; 2009 Family Trust FBO James L. Dolan; 2009 Family Trust FBO Thomas C. Dolan; 2009 Family Trust FBO Patrick F. Dolan; 2009 Family Trust FBO Kathleen M. Dolan; 2009 Family Trust FBO Marianne E. Dolan Weber; 2009 Family Trust FBO Deborah A. Dolan-Sweeney; Ryan Dolan 1989 Trust; and Tara Dolan 1989 Trust.

**Item 3 Source and Amount of Funds or Other Consideration**

The disclosure in Item 3 is hereby amended by adding the following at the end thereof:

On March 19, 2014, Charles F. Dolan through the CFD 2009 Trust and Helen A. Dolan through the HAD 2009 Trust repaid promissory notes held by each of the 2009 Family Trusts with shares of the Issuer's Class B Common Stock as described in Item 5 below.



For additional information regarding the share transfers and promissory notes, see Item 5(c) below.

**Item 4 Purpose of Transaction**

The disclosure in Item 4 is hereby amended by adding the following to the end thereof:

Each of the transactions described in Item 3 above effected on March 19, 2014 was effected for estate planning purposes for Charles F. Dolan and Helen A. Dolan.

**Item 5 Interest in Securities of the Issuer**

The disclosure in Item 5(a) and (b) is hereby amended and restated to read in its entirety as follows:

(a) and (b) the Group Members may be deemed to beneficially own an aggregate of 14,771,965 shares of Class A Common Stock as a result of their beneficial ownership of (i) 1,183,410 shares of Class A Common Stock (including options to purchase 119,750 shares of Class A Common Stock that are exercisable within sixty days of this filing), and (ii) 13,588,555 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This aggregate amount represents approximately 19.2% of the total shares of the Issuer's common stock currently outstanding. Group Members in the aggregate may be deemed to have the current shared power to vote or direct the vote of and to dispose of or direct the disposition of 13,588,555 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock (representing all outstanding Class B Common Stock) because of the terms of the Class B Stockholders Agreement. Individuals who are Group Members solely in their capacity as trustees of trusts that are Group Members may be deemed to beneficially own an additional 428,348 shares of Class A Common Stock. Each of the Reporting Persons disclaims beneficial ownership of the securities held by the other Reporting Persons, and this report shall not be deemed to be an admission that such person is the beneficial owner of such securities.

Charles F. Dolan may be deemed to beneficially own an aggregate of 8,506,154 shares of Class A Common Stock, including (i) 431,762 shares of Class A Common Stock and (ii) 8,074,392 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This aggregate amount represents approximately 11.9% of the shares of Class A Common Stock currently outstanding. He may be deemed to have (a) the sole power to vote or direct the vote of and to dispose of or to direct the disposition of 2,109,004 shares of Class A Common Stock (including 41,157 shares of Class A Common Stock owned of record personally, 55,999 shares of Class A Common Stock owned of record by the CFD 2009 Trust and 2,011,848 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the CFD 2009 Trust) and (b) the current shared power to vote or direct the vote of and to dispose of or direct the disposition of 6,397,150 shares of Class A Common Stock (including 254,836 shares of Class A Common Stock owned of record by the Dolan Family Foundation, 79,770 shares of Class A Common Stock owned of record by the 2009 Family Trusts, and 6,062,544 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock, including 351,364 shares of Class B Common Stock owned by the HAD 2009 Trust and 5,711,180 shares of Class B Common Stock owned by the 2009 Family Trusts). He disclaims beneficial ownership of 254,836 shares of Class A Common Stock owned of record by the Dolan Family Foundation and 79,770 shares of Class A Common Stock owned of record by the 2009 Family Trusts, and 6,062,544 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock, including 351,364 shares of Class B Common Stock owned by the HAD 2009 Trust and 5,711,180 shares of Class B Common Stock owned of record by the 2009 Family Trusts, and this report shall not be deemed to be an admission that such person is the beneficial owner of such securities.

Helen A. Dolan may be deemed to beneficially own an aggregate of 8,506,154 shares of Class A Common Stock, including (i) 431,762 shares of Class A Common Stock and (ii) 8,074,392 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This aggregate amount represents approximately 11.9% of the shares of Class A Common Stock currently outstanding. She may be deemed to have (a) the sole power to vote or direct the vote of 351,364 shares of Class A Common Stock issuable upon conversion of an equal

number of shares of Class B Common Stock owned by the HAD 2009 Trust and (b) the current shared power to vote or direct the vote of and to dispose of or direct the disposition of 8,154,790 shares of Class A Common Stock (including 254,836 shares of Class A Common Stock owned of record by the Dolan Family Foundation, 79,770 shares of Class A Common Stock owned of record by the 2009 Family Trusts, 41,157 shares of Class A Common Stock owned of record personally by her spouse, Charles F. Dolan, 55,999 shares of Class A Common Stock owned of record by the CFD 2009 Trust, and 7,723,028 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock, including 2,011,848 shares of Class B Common Stock owned of record by the CFD 2009 Trust and 5,711,180 shares of Class B Common Stock owned of record by the 2009 Family Trusts). She disclaims beneficial ownership of 254,836 shares of Class A Common Stock owned of record by the Dolan Family Foundation, 79,770 shares of Class A Common Stock owned of record by the 2009 Family Trusts, 41,157 shares of Class A Common Stock owned of record personally by her spouse, 55,999 shares of Class A Common Stock owned of record by the CFD 2009 Trust, and 7,723,028 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock, including 2,011,848 shares of Class B Common Stock owned of record by the CFD 2009 Trust and 5,711,180 shares of Class B Common Stock owned of record by the 2009 Family Trusts, and this report shall not be deemed to be an admission that such person is the beneficial owner of such securities.

James L. Dolan may be deemed to beneficially own an aggregate of 1,325,696 shares of Class A Common Stock, including (i) 383,582 shares of Class A Common Stock (including options to purchase 111,000 shares of Class A Common Stock that are exercisable within sixty days of this filing) and (ii) 942,114 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This aggregate amount represents approximately 2.1% of the shares of Class A Common Stock currently outstanding. He may be deemed to have (a) the sole power to vote or direct the vote of and to dispose of or to direct the disposition of 350,114 shares of Class A Common Stock (including 222,483 shares of Class A Common Stock owned of record personally, 1,475 shares of Class A Common Stock held as custodian for one or more minor children and options to purchase 111,000 shares of Class A Common Stock that are exercisable within sixty days of this filing and 15,156 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record personally) and (b) the current shared power to vote or direct the vote of and to dispose of or direct the disposition of 975,582 shares of Class A Common Stock (including 1,250 shares of Class A Common Stock owned jointly with his spouse, 4,324 shares of Class A Common Stock owned of record personally by his spouse, 389 shares of Class A Common Stock owned of record by his spouse through a 401(k) plan, 2,775 shares of Class A Common Stock owned of record by members of his household, and 39,886 shares of Class A Common Stock owned of record by the Dolan Children Trust for his benefit and 926,958 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trust for his benefit). He disclaims beneficial ownership of 1,475 shares of Class A Common Stock held as custodian for one or more minor children, 4,324 shares of Class A common Stock owned of record personally by his spouse, 2,775 shares of Class A Common Stock owned of record by members of his household, 389 shares of Class A Common Stock owned of record by his spouse through a 401(k) plan, and 39,886 shares of Class A Common Stock and 926,958 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trust for his benefit, and this report shall not be deemed to be an admission that such person is the beneficial owner of such securities. See Exhibit A.

Thomas C. Dolan may be deemed to beneficially own 1,007,611 shares of Class A Common Stock, including (i) 80,653 shares of Class A Common Stock and (ii) 926,958 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This amount represents approximately 1.6% of the shares of Class A Common Stock currently outstanding. He may be deemed to have (a) the sole power to vote or direct the vote of and to dispose of or to direct the disposition of 40,767 shares of Class A Common Stock owned of record personally and (b) the current shared power to vote or direct the vote of and to dispose of or to direct the disposition of 39,886 shares of Class A Common Stock and 926,958 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trust for

his benefit. He disclaims beneficial ownership of

39,886 shares of Class A Common Stock and 926,958 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trust for his benefit, and this report shall not be deemed to be an admission that such person is the beneficial owner of such securities. See Exhibit A.

Patrick F. Dolan may be deemed to beneficially own an aggregate of 974,548 shares of Class A Common Stock, including (i) 88,533 shares of Class A Common Stock (including options to purchase 3,000 shares of Class A Common Stock that are exercisable within sixty days of this filing) and (ii) 886,015 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This aggregate amount represents approximately 1.5% of the shares of Class A Common Stock currently outstanding. He may be deemed to have (a) the sole power to vote or direct the vote of and to dispose of or to direct the disposition of 33,751 shares of Class A Common Stock (including 30,751 shares of Class A Common Stock and options to purchase 3,000 shares of Class A Common Stock that are exercisable within sixty days of this filing owned of record personally) and (b) the current shared power to vote or direct the vote of and to dispose of or to direct the disposition of 940,797 shares of Class A Common Stock (including 4,256 shares of Class A Common Stock owned jointly with his spouse, 300 shares of Class A Common Stock owned of record by his spouse, 1,850 shares of Class A Common Stock owned of record by members of his household and 512 shares owned of record by the Daniel P. Mucci Trust (the Mucci Trust ) for which he serves as co-trustee and 47,864 shares of Class A Common Stock owned of record by the Dolan Children Trust for his benefit and 886,015 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trust for his benefit). He disclaims beneficial ownership of 1,850 shares of Class A Common Stock owned of record by members of his household, 300 shares of Class A Common Stock owned of record by his spouse, 512 shares of Class A Common Stock held by the Mucci Trust, and 47,864 shares of Class A Common Stock and 886,015 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trust for his benefit, and this report shall not be deemed to be an admission that such person is the beneficial owner of such securities. See Exhibit A.

Kathleen M. Dolan may be deemed to beneficially own an aggregate of 5,776,790 shares of Class A Common Stock, including (i) 277,783 shares of Class A Common Stock and (ii) 5,499,007 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This aggregate amount represents approximately 8.4% of the shares of Class A Common Stock currently outstanding. She may be deemed to have (a) the sole power to vote or direct the vote of and to dispose of or to direct the disposition of 36,867 shares of Class A Common Stock (including 4,705 shares of Class A Common Stock owned of record personally and 1,850 shares of Class A Common Stock held as custodian for one or more minor children and an aggregate of 30,312 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Ryan Dolan 1989 Trust and the Tara Dolan 1989 Trust) and (b) the current shared power to vote or direct the vote of and to dispose of or direct the disposition of 5,739,923 shares of Class A Common Stock (including an aggregate of 271,228 shares of Class A Common Stock owned of record by the Dolan Children Trusts and an aggregate of 5,468,695 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trusts). She disclaims beneficial ownership of 1,850 shares of Class A Common Stock held as custodian for one or more minor children, an aggregate of 271,228 shares of Class A Common Stock owned of record by the Dolan Children Trusts and an aggregate of 5,499,007 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trusts, the Ryan Dolan 1989 Trust and the Tara Dolan 1989 Trust, and this report shall not be deemed to be an admission that such person is the beneficial owner of such securities. See Exhibit A.

Marianne Dolan Weber may be deemed to beneficially own an aggregate of 948,879 shares of Class A Common Stock, including (i) 58,077 shares of Class A Common Stock (including options to purchase 2,000 shares of Class A Common Stock that are exercisable within sixty days of this filing) and (ii) 890,802 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This aggregate amount represents

approximately

1.5% of the shares of Class A Common Stock currently outstanding. She may be deemed to have (a) the sole power to vote or direct the vote of and to dispose of or to direct the disposition of 8,363 shares of Class A Common Stock (including 6,363 shares of Class A Common Stock, options to purchase 2,000 shares of Class A Common Stock that are exercisable within sixty days of this filing owned of record personally) and (b) the current shared power to vote or direct the vote of and to dispose of or to direct the disposition of 940,516 shares of Class A Common Stock (including 925 shares of Class A Common Stock held of record personally by her spouse, 925 shares of Class A Common Stock held by a member of her household, 47,864 shares of Class A Common Stock owned by the Dolan Children Trust for her benefit and 890,802 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trust for her benefit). She disclaims beneficial ownership of 925 shares of Class A Common Stock held of record personally by her spouse, 925 shares of Class A Common Stock held by a member of her household, and 47,864 shares of Class A Common Stock and 890,802 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trust for her benefit, and this report shall not be deemed to be an admission that such person is the beneficial owner of such securities. See Exhibit A.

Deborah A. Dolan-Sweeney may be deemed to beneficially own an aggregate of 1,005,365 shares of Class A Common Stock, including (i) 86,384 shares of Class A Common Stock (including options to purchase 3,750 shares of Class A Common Stock that are exercisable within sixty days of this filing) and (ii) 918,981 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This aggregate amount represents approximately 1.6% of the shares of Class A Common Stock currently outstanding. She may be deemed to have (a) the sole power to vote or direct the vote of and to dispose of or to direct the disposition of 3,647 shares of Class A Common Stock owned of record personally, and (b) the current shared power to vote or direct the vote of and to dispose of or direct the disposition of 1,001,718 shares of Class A Common Stock (including 24,373 shares of Class A Common Stock and options to purchase 3,750 shares of Class A Common Stock that are exercisable within sixty days of this filing owned of record personally by her spouse, 6,750 shares of Class A Common Stock held by trusts for which her spouse serves as co-trustee and 47,864 shares of Class A Common Stock owned of record by the Dolan Children Trust for her benefit and 918,981 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trust for her benefit). She disclaims beneficial ownership of 24,373 shares of Class A Common Stock and options to purchase 3,750 shares of Class A Common Stock that are exercisable within sixty days of this filing owned of record personally by her spouse, 6,750 shares of Class A Common Stock held by trusts for which her spouse serves as co-trustee and 47,864 shares of Class A Common Stock and 918,981 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trust for her benefit, and this report shall not be deemed to be an admission that such person is the beneficial owner of such securities. See Exhibit A.

David M. Dolan may be deemed to beneficially own an aggregate of 6,099,687 shares of Class A Common Stock, including (i) 388,507 shares of Class A Common Stock and (ii) 5,711,180 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This aggregate amount represents approximately 8.8% of the shares of Class A Common Stock currently outstanding. He may be deemed to have (a) the sole power to vote or direct the vote of and to dispose of or to direct the disposition of 300,987 shares of Class A Common Stock (including 1,782 shares of Class A Common Stock owned of record by the David M. Dolan Revocable Trust and 299,205 shares of Class A Common Stock owned of record by the Charles F. Dolan Charitable Remainder Trust) and (b) the current shared power to vote or direct the vote of and to dispose of or direct the disposition of 5,798,700 shares of Class A Common Stock (including 1,850 shares of Class A Common Stock owned jointly with his spouse, 5,250 shares of Class A Common Stock owned of record by the Ann H. Dolan Revocable Trust, 650 shares of Class A Common Stock held by his spouse as custodian for a minor child, an aggregate of 79,770 shares of Class A Common Stock owned of record by the 2009 Family Trusts, and an aggregate of 5,711,180 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the 2009 Family Trusts). He disclaims beneficial





ownership of 299,205 shares of Class A Common Stock owned of record by the Charles F. Dolan Charitable Remainder Trust, 5,250 shares of Class A Common Stock owned of record by the Ann H. Dolan Revocable Trust, 650 shares of Class A Common Stock held by his spouse as custodian for a minor child, an aggregate of 79,770 shares of Class A Common Stock owned of record by the 2009 Family Trusts, and an aggregate of 5,711,180 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the 2009 Family Trusts, and this report shall not be deemed to be an admission that he is the beneficial owner of such securities. See Exhibit A.

Paul J. Dolan may be deemed to beneficially own an aggregate of 2,034,665 shares of Class A Common Stock, including (i) 188,726 shares of Class A Common Stock, and (ii) 1,845,939 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This aggregate amount represents approximately 3.1% of the shares of Class A Common Stock currently outstanding. He may be deemed to have (a) the sole power to vote or direct the vote of and to dispose of or to direct the disposition of 95,820 shares of Class A Common Stock (including 4,378 shares of Class A Common Stock held as custodian for one or more minor children and 91,442 shares of Class A Common Stock owned of record by the CFD Trust No. 10) and (b) the current shared power to vote or direct the vote of and to dispose of or direct the disposition of 1,938,845 shares of Class A Common Stock (including 5,156 shares of Class A Common Stock owned jointly with his spouse, an aggregate of 87,750 shares of Class A Common Stock owned of record by the Dolan Children Trusts for the benefit of Kathleen M. Dolan and James L. Dolan, and an aggregate of 1,845,939 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trusts for the benefit of Kathleen M. Dolan and James L. Dolan). He disclaims beneficial ownership of 4,378 shares of Class A Common Stock held as custodian for one or more minor children, 91,442 shares of Class A Common Stock owned of record by the CFD Trust No. 10, an aggregate of 87,750 shares of Class A Common Stock owned of record by the Dolan Children Trusts for the benefit of Kathleen M. Dolan and James L. Dolan, and an aggregate of 1,845,939 shares of Class B Common Stock owned of record by the Dolan Children Trusts for the benefit of Kathleen M. Dolan and James L. Dolan, and this report shall not be deemed to be an admission that he is the beneficial owner of such securities. See Exhibit A.

Matthew J. Dolan may be deemed to beneficially own an aggregate of 1,909,497 shares of Class A Common Stock, including (i) 91,737 shares of Class A Common Stock and (ii) 1,817,760 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This aggregate amount represents approximately 2.9% of the shares of Class A Common Stock currently outstanding. He may be deemed to have (a) the sole power to vote or direct the vote of and to dispose of or to direct the disposition of 2,387 shares of Class A Common Stock (including 1,225 shares of Class A Common Stock owned of record personally and 1,162 shares of Class A Common Stock held as custodian for a minor child) and (b) the current shared power to vote or direct the vote of and to dispose of or direct the disposition of 1,907,110 shares of Class A Common Stock (including 950 shares of Class A Common Stock owned jointly with his spouse, 650 shares of Class A Common Stock held by his spouse as custodian for a minor child and an aggregate of 87,750 shares of Class A Common stock owned of record by the Dolan Children Trusts for the benefit of Marianne Dolan Weber and Thomas C. Dolan and an aggregate of 1,817,760 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trusts for the benefit of Marianne Dolan Weber and Thomas C. Dolan). He disclaims beneficial ownership of 1,162 shares of Class A Common Stock held as custodian for a minor child, 650 shares of Class A Common Stock held by his spouse as custodian for a minor child and an aggregate of 87,750 shares of Class A Common Stock owned of record by the Dolan Children Trusts for the benefit of Marianne Dolan Weber and Thomas C. Dolan and an aggregate of 1,817,760 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trusts for the benefit of Marianne Dolan Weber and Thomas C. Dolan, and this report shall not be deemed to be an admission that such person is the beneficial owner of such securities. See Exhibit A.

Mary S. Dolan may be deemed to beneficially own an aggregate of 7,706,322 shares of Class A Common Stock, including (i) 190,146 shares of Class A Common Stock and (ii) 7,516,176 shares

of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This aggregate amount represents approximately 10.9% of the shares of Class A Common Stock currently outstanding. She may be deemed to have (a) the sole power to vote or direct the vote and to dispose of or direct the disposition of 6,839 shares of Class A Common Stock held as custodian for one or more minor children and (b) the current shared power to vote or direct the vote of and to dispose of or direct the disposition of 7,699,483 shares of Class A Common Stock (including 7,809 shares of Class A Common Stock owned jointly with her spouse, an aggregate of 95,728 shares of Class A Common Stock owned of record by the Dolan Children Trusts for the benefit of Deborah Dolan-Sweeney and Patrick F. Dolan, an aggregate of 1,804,996 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the Dolan Children Trusts for the benefit of Deborah Dolan-Sweeney and Patrick F. Dolan, an aggregate of 79,770 shares of Class A Common Stock owned of record by the 2009 Family Trusts, and an aggregate of 5,711,180 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the 2009 Family Trusts). She disclaims beneficial ownership of 6,839 shares of Class A Common Stock held as custodian for one or more minor children, an aggregate of 95,728 shares of Class A Common Stock owned of record by the Dolan Children Trusts for the benefit of Deborah Dolan-Sweeney and Patrick F. Dolan, an aggregate of 1,804,996 shares of Class A Common Stock issuable upon the conversion of Class B Common Stock owned of record by the Dolan Children Trusts for the benefit of Deborah Dolan-Sweeney and Patrick F. Dolan, an aggregate of 79,770 shares of Class A Common Stock owned of record by the 2009 Family Trusts, and an aggregate of 5,711,180 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock owned of record by the 2009 Family Trusts, and this report shall not be deemed to be an admission that such person is the beneficial owner of such securities. See Exhibit A.

The Charles F. Dolan Children Trust FBO Kathleen M. Dolan may be deemed to beneficially own an aggregate of 966,845 shares of Class A Common Stock, including (i) 47,864 shares of Class A Common Stock and (ii) 918,981 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. Kathleen M. Dolan and Paul J. Dolan are the trustees and have the shared power to vote and dispose of the shares held by the trust. The information contained on page 14 of this Schedule 13D is hereby incorporated by reference.

The Charles F. Dolan Children Trust FBO Deborah Dolan-Sweeney may be deemed to beneficially own an aggregate of 966,845 shares of Class A Common Stock, including (i) 47,864 shares of Class A Common Stock and (ii) 918,981 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. Kathleen M. Dolan and Mary S. Dolan are the trustees and have the shared power to vote and dispose of the shares held by the trust. The information contained on page 15 of this Schedule 13D is hereby incorporated by reference.

The Charles F. Dolan Children Trust FBO Marianne Dolan Weber may be deemed to beneficially own an aggregate of 938,666 shares of Class A Common Stock, including (i) 47,864 shares of Class A Common Stock and (ii) 890,802 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. Kathleen M. Dolan and Matthew J. Dolan are the trustees and have the shared power to vote and dispose of the shares held by the trust. The information contained on page 16 of this Schedule 13D is hereby incorporated by reference.

The Charles F. Dolan Children Trust FBO Patrick F. Dolan may be deemed to beneficially own an aggregate of 933,879 shares of Class A Common Stock, including (i) 47,864 shares of Class A Common Stock and (ii) 886,015 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. Kathleen M. Dolan and Mary S. Dolan are the trustees and have the shared power to vote and dispose of the shares held by the trust. The information contained on page 17 of this Schedule 13D is hereby incorporated by reference.

The Charles F. Dolan Children Trust FBO Thomas C. Dolan may be deemed to beneficially own an aggregate of 966,844 shares of Class A Common Stock, including (i) 39,886 shares of Class A Common Stock and (ii) 926,958 shares of Class A Common Stock issuable upon conversion of an



equal number of shares of Class B Common Stock. Kathleen M. Dolan and Matthew J. Dolan are the trustees and have the shared power to vote and dispose of the shares held by the trust. The information contained on page 18 of this Schedule 13D is hereby incorporated by reference.

The Charles F. Dolan Children Trust FBO James L. Dolan may be deemed to beneficially own an aggregate of 966,844 shares of Class A Common Stock, including (i) 39,886 shares of Class A Common Stock and (ii) 926,958 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. Kathleen M. Dolan and Paul J. Dolan are the trustees and have the shared power to vote and dispose of the shares held by the trust. The information contained on page 19 of this Schedule 13D is hereby incorporated by reference.

The 2009 Family Trust FBO James L. Dolan may be deemed to beneficially own an aggregate of 1,023,325 shares of Class A Common Stock, including (i) 13,295 shares of Class A Common Stock and (ii) 1,010,030 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. David M. Dolan and Lawrence J. Dolan are the trustees and have the shared power to vote and dispose of the shares held by the trust. Charles F. Dolan may be deemed to share power to direct the disposition of the shares held by the trust because he has the right to substitute assets with the trust, subject to the trustees' reasonable satisfaction that the substitute assets received by the trust are of equal value to the trust property exchanged therefor. The information contained on page 20 of this Schedule 13D is hereby incorporated by reference.

The 2009 Family Trust FBO Thomas C. Dolan may be deemed to beneficially own an aggregate of 1,023,325 shares of Class A Common Stock, including (i) 13,295 shares of Class A Common Stock and (ii) 1,010,030 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. David M. Dolan and Lawrence J. Dolan are the trustees and have the shared power to vote and dispose of the shares held by the trust. Charles F. Dolan may be deemed to share power to direct the disposition of the shares held by the trust because he has the right to substitute assets with the trust, subject to the trustees' reasonable satisfaction that the substitute assets received by the trust are of equal value to the trust property exchanged therefor. The information contained on page 21 of this Schedule 13D is hereby incorporated by reference.

The 2009 Family Trust FBO Patrick F. Dolan may be deemed to beneficially own an aggregate of 941,325 shares of Class A Common Stock, including (i) 13,295 shares of Class A Common Stock and (ii) 928,030 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. David M. Dolan and Lawrence J. Dolan are the trustees and have the shared power to vote and dispose of the shares held by the trust. Charles F. Dolan may be deemed to share power to direct the disposition of the shares held by the trust because he has the right to substitute assets with the trust, subject to the trustees' reasonable satisfaction that the substitute assets received by the trust are of equal value to the trust property exchanged therefor. The information contained on page 22 of this Schedule 13D is hereby incorporated by reference.

The 2009 Family Trust FBO Kathleen M. Dolan may be deemed to beneficially own an aggregate of 948,325 shares of Class A Common Stock, including (i) 13,295 shares of Class A Common Stock and (ii) 935,030 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. David M. Dolan and Lawrence J. Dolan are the trustees and have the shared power to vote and dispose of the shares held by the trust. Charles F. Dolan may be deemed to share power to direct the disposition of the shares held by the trust because he has the right to substitute assets with the trust, subject to the trustees' reasonable satisfaction that the substitute assets received by the trust are of equal value to the trust property exchanged therefor. The information contained on page 23 of this Schedule 13D is hereby incorporated by reference.

The 2009 Family Trust FBO Marianne E. Dolan Weber may be deemed to beneficially own an aggregate of 1,011,325 shares of Class A Common Stock, including (i) 13,295 shares of Class A Common Stock and (ii) 998,030 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. David M. Dolan and Lawrence J. Dolan are the trustees and have the shared power to vote and dispose of the shares held by the

trust. Charles F. Dolan may be deemed to share power to direct the disposition of the shares held by the trust because he has the right to substitute assets with the trust, subject to the trustees' reasonable

satisfaction that the substitute assets received by the trust are of equal value to the trust property exchanged therefor. The information contained on page 24 of this Schedule 13D is hereby incorporated by reference.

The 2009 Family Trust FBO Deborah A. Dolan-Sweeney may be deemed to beneficially own an aggregate of 843,325 shares of Class A Common Stock, including (i) 13,295 shares of Class A Common Stock and (ii) 830,030 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. David M. Dolan and Lawrence J. Dolan are the trustees and have the shared power to vote and dispose of the shares held by the trust. Charles F. Dolan may be deemed to share power to direct the disposition of the shares held by the trust because he has the right to substitute assets with the trust, subject to the trustees' reasonable satisfaction that the substitute assets received by the trust are of equal value to the trust property exchanged therefor. The information contained on page 25 of this Schedule 13D is hereby incorporated by reference.

The Ryan Dolan 1989 Trust may be deemed to beneficially own an aggregate of 15,156 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. Kathleen M. Dolan is the trustee and has the sole power to vote and dispose of the shares held by the trust. The information contained on page 26 of this Schedule 13D is hereby incorporated by reference.

The Tara Dolan 1989 Trust may be deemed to beneficially own an aggregate of 15,156 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. Kathleen M. Dolan is the trustee and has the sole power to vote and dispose of the shares held by the trust. The information contained on page 27 of this Schedule 13D is hereby incorporated by reference.

(c) The following transactions in the Issuer's Securities have been effected by Group Members within the 60 days prior to this filing:

On March 10, 2014, James L. Dolan exercised his tax withholding rights with respect to the vesting of 31,380 restricted stock units of Class A Common Stock. As a result, 13,640 shares, valued at the average price on March 10, 2014 of \$57.55 per share of Class A Common Stock, were withheld for the payment of taxes.

On March 19, 2014, Charles F. Dolan and Helen A. Dolan repaid principal and interest on promissory notes in the amounts set forth in the tables below held by the trusts listed in the tables below through the transfer by the CFD 2009 Trust and the HAD 2009 Trust, respectively, to each of the respective trusts of the number of shares of Class B Common Stock listed in the table below. The shares were valued at \$59.11 per share, the mean of the high and low trading price for the Class A Common Stock on March 19, 2014, for such purpose.

<b>Number of shares of Class B Common Stock transferred to Trust</b>	<b>Principal and Interest Repaid by Charles F. Dolan</b>	<b>Transferee</b>
62,379	\$ 3,687,222.69	CFD 2009 Family Trust FBO James L. Dolan
62,379	\$ 3,687,222.69	CFD 2009 Family Trust FBO Thomas C. Dolan
62,379	\$ 3,687,222.69	CFD 2009 Family Trust FBO Patrick F. Dolan
62,379	\$ 3,687,222.69	CFD 2009 Family Trust FBO Kathleen M. Dolan
62,379	\$ 3,687,222.69	CFD 2009 Family Trust FBO Deborah A. Dolan-Sweeney
62,379	\$ 3,687,222.69	CFD 2009 Family Trust FBO Marianne E. Dolan Weber





<b>Number of shares of Class B Common Stock transferred to Trust</b>	<b>Principal and Interest Repaid by Helen A. Dolan</b>		<b>Transferee</b>
48,103	\$	2,843,368.33	CFD 2009 Family Trust FBO James L. Dolan
48,103	\$	2,843,368.33	CFD 2009 Family Trust FBO Thomas C. Dolan
48,103	\$	2,843,368.33	CFD 2009 Family Trust FBO Patrick F. Dolan
48,103	\$	2,843,368.33	CFD 2009 Family Trust FBO Kathleen M. Dolan
48,103	\$	2,843,368.33	CFD 2009 Family Trust FBO Deborah A. Dolan-Sweeney
48,103	\$	2,843,368.33	CFD 2009 Family Trust FBO Marianne E. Dolan Weber

**Item 7 Material to be Filed as an Exhibit.**

The disclosure in Item 7 is hereby supplemented by adding the following in appropriate numerical order:

Exhibit B.8: Joint Filing Agreement, dated March 27, 2014.

**Signature.**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Statement is true, complete and correct.

Date: March 27, 2014

CHARLES F. DOLAN, individually, and as  
Trustee of the Charles F. Dolan 2009  
Revocable Trust

\*

Charles F. Dolan

HELEN A. DOLAN, individually, and as  
Trustee of the Helen A. Dolan 2009 Revocable  
Trust

\*

Helen A. Dolan

JAMES L. DOLAN, individually

\*

James L. Dolan

THOMAS C. DOLAN, individually

/s/ Thomas C. Dolan  
Thomas C. Dolan

PATRICK F. DOLAN, individually

\*

Patrick F. Dolan

MARIANNE E. DOLAN WEBER,  
individually

\*

Marianne Dolan Weber

DEBORAH A. DOLAN-SWEENEY,  
individually

\*

Deborah A. Dolan-Sweeney



KATHLEEN M. DOLAN, individually, and as a Trustee of the Charles F. Dolan Children Trust FBO Kathleen M. Dolan, the Charles F. Dolan Children Trust FBO Deborah Dolan-Sweeney, the Charles F. Dolan Children Trust FBO Marianne Dolan Weber, the Charles F. Dolan Children Trust FBO Patrick F. Dolan, the Charles F. Dolan Children Trust FBO Thomas C. Dolan and the Charles F. Dolan Children Trust FBO James L. Dolan, and as Trustee of the Ryan Dolan 1989 Trust and the Tara Dolan 1989 Trust

\*

Kathleen M. Dolan

DAVID M. DOLAN, not individually, but as a Trustee of the Charles F. Dolan 2009 Family Trust FBO James L. Dolan, the Charles F. Dolan 2009 Family Trust FBO Thomas C. Dolan, the Charles F. Dolan 2009 Family Trust FBO Patrick F. Dolan, the Charles F. Dolan 2009 Family Trust FBO Kathleen M. Dolan, the Charles F. Dolan 2009 Family Trust FBO Marianne E. Dolan Weber and the Charles F. Dolan 2009 Family Trust FBO Deborah A. Dolan-Sweeney

\*

David M. Dolan

PAUL J. DOLAN, not individually, but as a Trustee of the Charles F. Dolan Children Trust FBO Kathleen M. Dolan and the Charles F. Dolan Children Trust FBO James L. Dolan

\*

Paul J. Dolan

MATTHEW J. DOLAN, not individually, but as a Trustee of the Charles F. Dolan Children Trust FBO Marianne Dolan Weber and the Charles F. Dolan Children Trust FBO Thomas C. Dolan

\*

Matthew J. Dolan

MARY S. DOLAN, not individually, but as a Trustee of the Charles F. Dolan Children Trust FBO Deborah Dolan-Sweeney, the Charles F. Dolan Children Trust FBO Patrick F. Dolan, the Charles F. Dolan 2009 Family Trust FBO James L. Dolan, the Charles F. Dolan 2009 Family Trust FBO Thomas C. Dolan, the Charles F. Dolan 2009 Family Trust FBO Patrick F. Dolan, the Charles F. Dolan 2009 Family Trust FBO Kathleen M. Dolan, the Charles F. Dolan 2009 Family Trust FBO Marianne E. Dolan Weber and the Charles F. Dolan 2009 Family Trust FBO Deborah A. Dolan-Sweeney

\*

Mary S. Dolan

\*By: /s/ Brian G. Sweeney  
Brian G. Sweeney  
As Attorney-in-Fact