

DOLAN CHARLES F

Form 4

March 09, 2011

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DOLAN CHARLES F

(Last) (First) (Middle)

TWO PENN PLAZA

(Street)

NEW YORK, NY 10121

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

Madison Square Garden, Inc. [MSG]

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

03/08/2011

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☒ Other (specify  
below)

Member of 13D Group

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☐ Form filed by One Reporting Person  
☒ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Am Underlying Sec (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Code	(Instr. 3, 4, and 5) V (A) (D)	Date Exercisable	Expiration Date	Title	A N S
Madison Square Garden, Inc. Class B Common Stock	<u>(1)</u>	03/08/2011	<u>J(2)</u>	1,270,422	<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A Common Stock	1
Madison Square Garden, Inc. Class B Common Stock	<u>(1)</u>	03/08/2011	<u>J(2)</u>	1,200,384	<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A Common Stock	1
Madison Square Garden, Inc. Class B Common Stock	<u>(1)</u>	03/08/2011	<u>J(2)</u>	1,031,082	<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A Common Stock	1
Madison Square Garden, Inc. Class B Common Stock	<u>(1)</u>	03/08/2011	<u>J(2)</u>	3,501,888	<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A Common Stock	3
Madison Square Garden, Inc. Class B Common Stock	<u>(1)</u>	03/08/2011	G	3,501,888	<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A Common Stock	3
Madison Square Garden, Inc. Class B Common Stock	<u>(1)</u>	03/08/2011	G	3,501,888	<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A Common Stock	3

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Madison Square Garden, Inc. Class B Common Stock	<u>(1)</u>					<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A Common Stock	
Madison Square Garden, Inc. Class B Common Stock	<u>(1)</u>	03/08/2011	<u>J(2)</u>		687,349	<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A Common Stock	
Madison Square Garden, Inc. Class B Common Stock	<u>(1)</u>	03/08/2011	<u>J(2)</u>		667,849	<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A Common Stock	
Madison Square Garden, Inc. Class B Common Stock	<u>(1)</u>	03/08/2011	<u>J(2)</u>		594,800	<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A Common Stock	
Madison Square Garden, Inc. Class B Common Stock	<u>(1)</u>	03/08/2011	<u>J(2)</u>	1,949,998		<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A Common Stock	1
Madison Square Garden, Inc. Class B Common Stock	<u>(1)</u>	03/08/2011	G		1,949,998	<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A Common Stock	1
Madison Square Garden, Inc. Class B	<u>(1)</u>	03/08/2011	G	1,949,998		<u>(1)</u>	<u>(1)</u>	Madison Square Garden, Inc. Class A	1

Common  
StockCommon  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOLAN CHARLES F TWO PENN PLAZA NEW YORK, NY 10121	X			Member of 13D Group
DOLAN HELEN A 340 CROSSWAYS PARK DRIVE WOODBURY, NY 11797				Member of 13D Group

## Signatures

/s/ William A. Frewin, Attorney-in-Fact for Charles F. Dolan 03/09/2011

\_\_Signature of Reporting Person

Date

/s/ William A. Frewin, as Attorney-in-Fact for Helen A. Dolan 03/09/2011

\_\_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) Madison Square Garden, Inc. Class B Common Stock (the "Class B Common Stock") of the Issuer is convertible at the option of the holder on a share for share basis into Madison Square Garden, Inc. Class A Common Stock (the "Class A Common Stock") of the Issuer.
- (2) Withdrawal of shares pursuant to substitution of assets provision of trust exempt under 16a-13.
- (3) Helen A. Dolan disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that she is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (4) Charles F. Dolan disclaims beneficial ownership of these securities and this report shall not be deemed to be an admission that he 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 Revocable Trust. Charles F. Dolan is the sole trustee and beneficiary of the Charles F. Dolan 2009 Revocable Trust.
- (6) These securities were owned solely by the Charles F. Dolan 2010 Grantor Retained Annuity Trust #6M. Charles F. Dolan is the sole trustee and beneficiary of the trust.
- (7) These securities were owned solely by the Charles F. Dolan 2010 Grantor Retained Annuity Trust #7M. Charles F. Dolan is the sole trustee and beneficiary of the trust.
- (8) These securities were owned solely by the Charles F. Dolan 2010 Grantor Retained Annuity Trust #8M. Charles F. Dolan is the sole trustee and beneficiary of the trust.
- (9) These securities are held directly by Charles F. Dolan.
- (10) These securities are owned solely by the Charles F. Dolan 2011 Grantor Retained Annuity Trust #1M. Charles F. Dolan is the sole trustee and beneficiary of the trust.
- (11) These securities were owned solely by the Helen A. Dolan 2010 Grantor Retained Annuity Trust #6M. Helen A. Dolan is the sole trustee and beneficiary of the trust.

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- (12) These securities were owned solely by the Helen A. Dolan 2010 Grantor Retained Annuity Trust #7M. Helen A. Dolan is the sole trustee and beneficiary of the trust.
- (13) These securities were owned solely by the Helen A. Dolan 2010 Grantor Retained Annuity Trust #8M. Helen A. Dolan is the sole trustee and beneficiary of the trust.
- (14) These securities are held directly by Helen A. Dolan.
- (15) These securities are owned solely by the Helen A. Dolan 2011 Grantor Retained Annuity Trust #1M. Helen A. Dolan is the sole trustee and beneficiary of the trust.

### Remarks:

Filing reflects (i) the receipt of shares of Class B Stock previously held through the Charles F. Dolan 2008 Grantor Retained A

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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