MSG NETWORKS INC.

Form 4

November 13, 2015

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

**OMB APPROVAL** 

OMB 3235-0287 Number:

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Pers WEBER MARIANNE DOLAN	2. Issuer Name <b>and</b> Ticker or Trading Symbol MSG NETWORKS INC. [MSGN]	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Midd	e) 3. Date of Earliest Transaction	(Check all applicable)		
	(Month/Day/Year)	Director 10% Owner		
C/O RICHARD BACCARI, ML VENTURES LLC, PO BOX 101		Officer (give title _X_ Other (specify below)  Member of 13D Group		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
YORKTOWN HEIGHTS, NY 1	Filed(Month/Day/Year) 0598	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed 3. 4. Securities Acquired (A Execution Date, if any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)  (A) or		(Ď) 55)	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)		
Class A Common Stock	11/12/2015		Code V	Amount 1,000	(D)	Price \$ 3.55	25,191	D	
Class A Common Stock	11/12/2015		S	1,000	D	\$ 20.9401	24,191	D	
Class A Common Stock	11/12/2015		S	15,000	D	\$ 20.8318 (1)	9,191	D	
Class A Common							625	I (2)	By spouse

Stock

Class A			By
Common	925	I (2)	member of the
Stock			household

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)	on Derivative Expiration I		Expiration Dat	. Date Exercisable and Expiration Date Month/Day/Year)		Amount of Securities 4)
				Code V	and 5	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (Right to Buy)	\$ 3.55 (3)	11/12/2015		X		1,000	02/24/2010	05/18/2016	Class A Common Stock	1,000

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Topotong o meet tunio, tunioss	Director	10% Owner	Officer	Other			
WEBER MARIANNE DOLAN							
C/O RICHARD BACCARI				Member of 13D			
MLC VENTURES LLC, PO BOX 1014				Group			
YORKTOWN HEIGHTS, NY 10598							

# **Signatures**

/s/ Richard Baccari, Attorney-in Fact for Marianne Dolan 11/13/2015 Weber \*\*Signature of Reporting Person Date

2 Reporting Owners

### **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).
- This transaction was executed in multiple trades at prices ranging from \$20.730 to \$21.000 per share, inclusive. The price reported above (1) reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (2) Reporting Person disclaims beneficial ownership of these securities 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.
  - The stock options were previously reported at an exercise price of \$13.82, but have been adjusted to reflect the distribution by MSG
- (3) Networks Inc. (formerly, The Madison Square Garden Company) of all of the outstanding common stock of The Madison Square Garden Company (formerly, MSG Spinco, Inc.) to its stockholders.

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.