

Madison Square Garden Co  
Form SC 13D/A  
December 11, 2018

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

**SCHEDULE 13D**  
**Under the Securities Exchange Act of 1934**  
**(Amendment No. 3)**

**The Madison Square Garden Company**  
**(Name of Issuer)**  
**Class A Common Stock, par value \$.01 per share**

**(Title of Class of Securities)**

**55825T 10 3**  
**(CUSIP Number)**

**Elizabeth Pagel Serebransky**  
**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)**

**December 7, 2018**

**(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).

CUSIP NO. 55825T 10 3

1. **Name of Reporting Person**

Charles F. Dolan, individually, and as Trustee of the Charles F. Dolan 2018 Grantor Retained Annuity Trust #1M and a 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.

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

7. **Sole Voting Power**

112,693

8. **Shared Voting Power**

2,755,641

9. **Sole Dispositive Power**

112,693

10. **Shared Dispositive Power**

2,755,641

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

2,868,334

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

13.1%

14. **Type of Reporting Person**

IN

- \* Excludes 1,847,047 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.

CUSIP NO. 55825T 10 3

1. **Name of Reporting Person**

Helen A. Dolan, individually and as Trustee of the Helen A. Dolan 2018 Grantor Retained Annuity Trust #1M

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**

0

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

2,868,334

9. **Sole Dispositive Power**

0

10. **Shared Dispositive Power**

2,868,334

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

2,868,334

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

13.1%

14. **Type of Reporting Person**

IN

- \* Excludes 1,847,047 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.

CUSIP NO. 55825T 10 3

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, BK 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**

160,309

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

642,644

9. **Sole Dispositive Power**

160,309

10. **Shared Dispositive Power**

642,644

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

802,953

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

4.0%

14. **Type of Reporting Person**

IN

- \* Excludes 3,911,148 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.



CUSIP NO. 55825T 10 3

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**

19,752

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

322,281

9. **Sole Dispositive Power**

19,752

10. **Shared Dispositive Power**

322,281

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

342,033

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

1.8%

14. **Type of Reporting Person**

IN

- \* Excludes 4,220,531 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.

CUSIP NO. 55825T 10 3

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 each of the Charles F. Dolan Children 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.

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

7. **Sole Voting Power**

12,288

8. **Shared Voting Power**

1,945,837

9. **Sole Dispositive Power**

12,288

10. **Shared Dispositive Power**

1,945,837

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

1,958,125

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

9.3%

14. **Type of Reporting Person**

IN

- \* Excludes 2,696,515 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.

CUSIP NO. 55825T 10 3

1. **Name of Reporting Person**

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**

8,063

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

345,937

9. **Sole Dispositive Power**

8,063

10. **Shared Dispositive Power**

345,937

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

354,000

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

1.8%

14. **Type of Reporting Person**

IN

- \* Excludes 4,232,583 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.

CUSIP NO. 55825T 10 3

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**

6,872

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

373,282

9. **Sole Dispositive Power**

6,872

10. **Shared Dispositive Power**

373,282

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

380,154

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

1.9%

14. **Type of Reporting Person**

IN

- \* Excludes 4,223,190 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.



CUSIP NO. 55825T 10 3

1. **Name of Reporting Person**

David M. Dolan, as a Trustee of each 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**

100,344

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

2,486,071

9. **Sole Dispositive Power**

100,344

10. **Shared Dispositive Power**

2,486,071

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

2,586,415

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 2,072,432 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.

CUSIP NO. 55825T 10 3

1. **Name of Reporting Person**

Mary S. Dolan, as a Trustee of the Charles F. Dolan Children Trust FBO Deborah Dolan-Sweeney and each 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.

Number of  
Shares  
Beneficially  
Owned By

7. **Sole Voting Power**

Each  
Reporting  
Person  
With

2,274

8. **Shared Voting Power**

2,808,590

9. **Sole Dispositive Power**

2,274

10. **Shared Dispositive Power**

2,808,590

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

2,810,864

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

12.8%

14. **Type of Reporting Person**

IN

- \* Excludes 1,766,105 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.

CUSIP NO. 55825T 10 3

1. **Name of Reporting Person**

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**

33,572

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

33,572

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

33,572

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

0.2%

14. **Type of Reporting Person**

OO

- \* Excludes 4,529,517 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 Revocable Trust disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

CUSIP NO. 55825T 10 3

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**

322,281

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

322,281

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

322,281

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

1.7%

14. **Type of Reporting Person**

OO

- \* Excludes 4,223,190 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.



CUSIP NO. 55825T 10 3

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**

322,281

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

322,281

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

322,281

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

1.7%

14. **Type of Reporting Person**

OO

- \* Excludes 4,223,190 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.

CUSIP NO. 55825T 10 3

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**

312,888

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

312,888

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

312,888

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 4,232,583 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.

CUSIP NO. 55825T 10 3

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	322,281	
Shares		8. <b>Shared Voting Power</b>
Beneficially		
Owned By		9. <b>Sole Dispositive Power</b>
Each		
Reporting		
Person		
With	322,281	
		10. <b>Shared Dispositive Power</b>

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

322,281

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

1.7%

14. **Type of Reporting Person**

OO

\* Excludes 4,220,531 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.

CUSIP NO. 55825T 10 3

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, BK 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**

633,573

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

633,573

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

633,573

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

3.2%

14. **Type of Reporting Person**

OO

- \* Excludes 3,925,193 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.



CUSIP NO. 55825T 10 3

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, BK 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**

828,908

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

828,908

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

828,908

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

4.1%

14. **Type of Reporting Person**

OO

- \* Excludes 3,705,040 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.

CUSIP NO. 55825T 10 3

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**

434,833

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

434,833

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

434,833

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

2.2%

14. **Type of Reporting Person**

OO

- \* Excludes 4,099,115 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.

CUSIP NO. 55825T 10 3

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**

409,833

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

409,833

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

409,833

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**

OO

- \* Excludes 4,124,115 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.

CUSIP NO. 55825T 10 3

1. **Name of Reporting Person**

Charles F. Dolan 2009 Family 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**

430,833

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

430,833

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

430,833

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

2.2%

14. **Type of Reporting Person**

OO

- \* Excludes 4,103,115 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.



CUSIP NO. 55825T 10 3

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**

374,833

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

374,833

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

374,833

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

1.9%

14. **Type of Reporting Person**

OO

- \* Excludes 4,159,115 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.

CUSIP NO. 55825T 10 3

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**

5,052

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

5,052

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

5,052

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

0.0%

14. **Type of Reporting Person**

OO

- \* Excludes 4,524,465 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.

CUSIP NO. 55825T 10 3

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**

5,052

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

5,052

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

5,052

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

0.0%

14. **Type of Reporting Person**

OO

- \* Excludes 4,524,465 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.

CUSIP NO. 55825T 10 3

1. **Name of Reporting Person**

Charles F. Dolan 2018 Grantor Retained Annuity Trust #1M

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**

112,693

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

112,693

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

112,693

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

0.6%

14. **Type of Reporting Person**

OO

- \* Excludes 4,416,824 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 2018 Grantor Retained Annuity Trust #1M disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.



CUSIP NO. 55825T 10 3

1. **Name of Reporting Person**

Helen A. Dolan 2018 Grantor Retained Annuity Trust #1M

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**

112,692

8. **Shared Voting Power**

Number of  
Shares  
Beneficially  
Owned By  
Each  
Reporting  
Person  
With

0

9. **Sole Dispositive Power**

112,692

10. **Shared Dispositive Power**

0

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

112,692

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares**

\*

13. **Percent of Class Represented by Amount in Row (11)**

0.6%

14. **Type of Reporting Person**

OO

- \* Excludes 4,416,825 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 Helen A. Dolan 2018 Grantor Retained Annuity Trust #1M disclaims beneficial ownership. This report shall not be construed as an admission that such person is the beneficial owner of such securities.

---

AMENDMENT NO. 3 TO SCHEDULE 13D

This Amendment No. 3 to Schedule 13D ( Amendment No. 3 ) is being filed jointly by 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 to add two new trusts, the Charles F. Dolan 2018 Grantor Retained Annuity Trust #1M and Helen A. Dolan 2018 Grantor Retained Annuity Trust #1M, as Group Members (the New Group Members ).

The Schedule 13D (the Schedule ) filed by the original Group Members on October 9, 2015, as amended and supplemented by Amendment No. 1 filed on September 13, 2016, Amendment No. 2 filed on December 26, 2017, is hereby amended and supplemented by the Reporting Persons as set forth below in this Amendment No. 3.

**Item 2 Identity and Background**

The disclosure in Item 2(a) is hereby amended to read in its entirety 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 2018 Grantor Retained Annuity Trust #1M (the CFD 2018 GRAT #1M ) and as a 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 2018 Grantor Retained Annuity Trust #1M (the HAD 2018 GRAT #1M ) and as a Trustee of the Helen A. Dolan 2009 Revocable Trust (the HAD 2009 Trust ); James L. Dolan; Thomas C. 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 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 Tara Dolan 1989 Trust; Marianne E. Dolan Weber; Deborah A. Dolan-Sweeney; CFD 2009 Trust; HAD 2009 Trust; 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; 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 Kathleen M. Dolan; the Charles F. Dolan 2009 Family Trust FBO Marianne E. Dolan Weber; the Charles F. Dolan 2009 Family Trust FBO Deborah A. Dolan-Sweeney; Ryan Dolan 1989 Trust; Tara Dolan 1989 Trust; CFD 2018 GRAT #1M; and HAD 2018 GRAT #1M. The Reporting Persons also include David M. Dolan, as a Trustee of 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 ) and Mary S. Dolan, as a Trustee of the Dolan Children Trusts FBO Deborah Dolan-Sweeney and each of the 2009 Family Trusts.

The disclosure in Item 2(b) is hereby amended by adding the New Group Members at the end thereof as follows:

Trusts:

CFD 2018 GRAT #1M is a trust established under the laws of the State of New York for the benefit of Charles F. Dolan and has an address of c/o Dolan Family Office, attention: President, 340 Crossways Park Drive, Woodbury,

New York 11797. Charles F. Dolan is the sole trustee of the CFD 2018 GRAT #1M.

HAD 2018 GRAT #1M is a trust established under the laws of the State of New York for the benefit of Helen A. Dolan and has an address of c/o Dolan Family Office, attention: President, 340 Crossways Park Drive, Woodbury, New York 11797. Helen A. Dolan is the sole trustee of the HAD 2018 GRAT #1M.

The disclosure in Item 2(d) is hereby amended by adding the following at the end thereof:

Neither New Group Member, during the last five years, has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

The disclosure in Item 2(e) is hereby amended by adding the following at the end thereof:

Neither New Group Member, during the last five years, has been a party to a civil proceeding of a judicial body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

### **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:

The CFD 2018 GRAT #1M was formed by Charles F. Dolan on December 3, 2018, and on December 7, 2018, the CFD 2009 Trust contributed the number of shares of the Issuer's Class B Common Stock indicated as owned by the GRAT in Item 5 of this Amendment No. 3 to Schedule 13D to the GRAT.

The HAD 2018 GRAT #1M was formed by Helen A. Dolan on December 3, 2018, and on December 7, 2018, the HAD 2009 Trust contributed the number of shares of the Issuer's Class B Common Stock indicated as owned by the GRAT in Item 5 of this Amendment No. 3 to Schedule 13D to the GRAT. The HAD 2009 Trust received the shares contributed to the HAD 2018 GRAT #1M from a contribution by the CFD 2009 Trust made on December 7, 2018.

No funds were exchanged in connection with any of the foregoing transfers of shares of the Issuer's Class B Common Stock.

Please see Item 5(c) for additional information regarding the transactions effected on December 7, 2018. The information with respect to these transactions is incorporated by reference herein.

### **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 by Charles F. Dolan and Helen A. Dolan on December 7, 2018 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 5,081,004 shares of Class A Common Stock as a result of their beneficial ownership of (i) 551,487 shares of Class A Common Stock, and (ii) 4,529,517 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 21.4% 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 4,529,517 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. Reporting Persons and individuals who are not Group Members but are trustees of trusts that are Group Members may be deemed to beneficially own an additional 140,941 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.

The percentages used herein are calculated based on the shares of Class A Common Stock issued and outstanding on October 31, 2018, as reported in the Issuer's annual report on Form 10-Q for the quarterly period ended September 30, 2018 filed by the Issuer with the Securities and Exchange Commission..

Charles F. Dolan may be deemed to beneficially own an aggregate of 2,868,334 shares of Class A Common Stock, including (i) 185,864 shares of Class A Common Stock and (ii) 2,682,470 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 13.1% 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 112,693 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 2018 GRAT #1M, and (b) the current shared power to vote or direct the vote of and to dispose of or direct the disposition of 2,755,641 shares of Class A Common Stock (including 33,572 shares of Class A Common Stock owned of record by the CFD 2009 Trust, 130,137 shares of Class A Common Stock owned of record by the Dolan Family Foundation, 22,155 shares of Class A Common Stock owned of record by the 2009 Family Trusts, and 2,569,777 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock, including 112,692 shares of Class B Common Stock owned of record by the HAD 2018 GRAT #1M and 2,457,085 shares of Class B Common Stock owned of record by the 2009 Family Trusts). He disclaims beneficial ownership of 33,572 shares of Class A Common Stock owned of record by the CFD 2009 Trust, 130,137 shares of Class A Common Stock owned of record by the Dolan Family Foundation and 22,155 shares of Class A Common Stock owned of record by the 2009 Family Trusts, and 2,569,777 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock, including 112,692 shares of Class B Common Stock owned of record by the HAD 2018 GRAT #1M and 2,457,085 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 2,868,334 shares of Class A Common Stock, including (i) 185,864 shares of Class A Common Stock and (ii) 2,682,470 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 13.1% 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 112,692 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 HAD 2018 GRAT #1M, and (b) the current shared power to vote or direct the vote of and to dispose of or direct the disposition of 2,755,642 shares of Class A Common Stock (including 130,137 shares of Class A Common Stock owned of record by the Dolan Family Foundation, 22,155 shares of Class A Common Stock owned of record by the 2009 Family Trusts, 33,572 shares of Class A Common Stock owned of record by the CFD 2009 Trust, and 2,569,778 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock, including 112,693 shares of Class B Common Stock owned of record by the CFD 2018 GRAT #1M and 2,457,085 shares of Class B Common Stock owned of record by the 2009 Family Trusts). She disclaims beneficial ownership of 130,137 shares of Class A Common Stock owned of record by the Dolan Family Foundation, 22,155 shares of Class A Common Stock owned of record by the 2009 Family Trusts, 33,572 shares of Class A Common Stock owned of record by the CFD 2009 Trust, and 2,569,778 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock, including 112,693 shares of Class B Common Stock owned of

record by the CFD 2018 GRAT #1M and 2,457,085 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 802,953 shares of Class A Common Stock, including (i) 184,584 shares of Class A Common Stock and (ii) 618,369 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 4.0% 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 160,309 shares of Class A Common Stock (including 145,773 shares of Class A Common Stock owned of record personally, 491 shares of Class A Common Stock held as custodian for one or more minor children, and 14,045 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 642,644 shares of Class A Common Stock (including 416 shares of Class A Common Stock owned jointly with his spouse, 7,604 shares of Class A Common Stock owned of record personally by his spouse, 1,051 shares of Class A Common Stock owned of record by members of his household, and 29,249 shares of Class A Common Stock owned of record by the Dolan Children Trust for his benefit and 604,324 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 491 shares of Class A Common Stock held as custodian for one or more minor children, 7,604 shares of Class A common Stock owned of record personally by his spouse, 1,051 shares of Class A Common Stock owned of record by members of his household, and 29,249 shares of Class A Common Stock and 604,324 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 342,033 shares of Class A Common Stock, including (i) 33,047 shares of Class A Common Stock and (ii) 308,986 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. This amount represents approximately 1.8% 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 19,752 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 13,295 shares of Class A Common Stock and 308,986 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 13,295 shares of Class A Common Stock and 308,986 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 1,958,125 shares of Class A Common Stock, including (i) 125,123 shares of Class A Common Stock and (ii) 1,833,002 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 9.3% 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 12,288 shares of Class A Common Stock (including 1,568 shares of Class A Common Stock owned of record personally and 616 shares of Class A Common Stock held as custodian for one or more minor children and an aggregate of 10,104 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 1,945,837 shares of Class A Common Stock (including 32,533 shares of Class A Common Stock owned of record by the Green Mountain Foundation Inc., an aggregate of 90,406 shares of Class A Common Stock owned of record by the Dolan Children Trusts and an aggregate of 1,822,898 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 616 shares of Class A Common



Stock held as custodian for one or more minor children, 32,533 shares of Class A Common Stock owned of record by the Green Mountain Foundation Inc., an aggregate of 90,406 shares of Class A Common Stock owned of record by the Dolan Children Trusts and an aggregate of 1,833,002 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 354,000 shares of Class A Common Stock, including (i) 57,066 shares of Class A Common Stock and (ii) 296,934 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 1.8% 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 8,063 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 345,937 shares of Class A Common Stock (including 208 shares of Class A Common Stock held of record personally by her spouse, 308 shares of Class A Common Stock held by a member of her household, 32,533 shares of Class A Common Stock owned of record by the Heartfelt Wings Foundation Inc., 15,954 shares of Class A Common Stock owned by the Dolan Children Trust for her benefit and 296,934 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 208 shares of Class A Common Stock held of record personally by her spouse, 308 shares of Class A Common Stock held by a member of her household, 32,533 shares of Class A Common Stock owned of record by the Heartfelt Wings Foundation Inc., and 15,954 shares of Class A Common Stock and 296,934 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 380,154 shares of Class A Common Stock, including (i) 73,827 shares of Class A Common Stock and (ii) 306,327 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 1.9% 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 and to dispose of or to direct the disposition of 6,872 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 373,282 shares of Class A Common Stock (including 15,182 shares of Class A Common Stock owned of record personally by her spouse, 2,247 shares of Class A Common Stock held by trusts for which her spouse serves as co-trustee, 33,572 shares of Class A Common Stock owned of record by the CFD 2009 Trust for which her spouse serves as co-trustee and 15,954 shares of Class A Common Stock owned of record by the Dolan Children Trust for her benefit and 306,327 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 15,182 shares of Class A Common Stock owned of record personally by her spouse, 2,247 shares of Class A Common Stock held by trusts for which her spouse serves as co-trustee, 33,572 shares of Class A Common Stock owned of record by the CFD 2009 Trust for which her spouse serves as co-trustee and 15,954 shares of Class A Common Stock owned of record by the Dolan Children Trust for her benefit, and 306,327 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 2,586,415 shares of Class A Common Stock, including (i) 129,330 shares of Class A Common Stock and (ii) 2,457,085 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 100,344 shares of Class A Common Stock (including 609 shares of Class A Common Stock owned of record by the David M. Dolan Revocable Trust and

99,735 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 2,486,071 shares of Class A Common Stock (including 2,365 shares of Class A Common Stock owned of record by the Ann H. Dolan Revocable Trust, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Aidan J. Dolan, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Quentin F. Dolan, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Marianne R. Dolan, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Kevyn A. Dolan, 3,350 shares of Class A Common Stock owned of record by the CFD 2012 Descendants Trust, an aggregate of 22,155 shares of Class A Common Stock owned of record by the 2009 Family Trusts, and an aggregate of 2,457,085 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 99,735 shares of Class A Common Stock owned of record by the Charles F. Dolan Charitable Remainder Trust, 2,365 shares of Class A Common Stock owned of record by the Ann H. Dolan Revocable Trust, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Aidan J. Dolan, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Quentin F. Dolan, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Marianne R. Dolan, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Kevyn A. Dolan, 3,350 shares of Class A Common Stock owned of record by the CFD 2012 Descendants Trust, an aggregate of 22,155 shares of Class A Common Stock owned of record by the 2009 Family Trusts, and an aggregate of 2,457,085 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.

Mary S. Dolan may be deemed to beneficially own an aggregate of 2,810,864 shares of Class A Common Stock, including (i) 47,452 shares of Class A Common Stock and (ii) 2,763,412 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 12.8% 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 2,274 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 2,808,590 shares of Class A Common Stock (including 2,603 shares of Class A Common Stock owned jointly with her spouse, 15,954 shares of Class A Common Stock owned of record by the Dolan Children Trust for the benefit of Deborah Dolan-Sweeney, 306,327 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 the benefit of Deborah Dolan-Sweeney, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Aidan J. Dolan, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Quentin F. Dolan, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Marianne R. Dolan, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Kevyn A. Dolan, 3,350 shares of Class A Common Stock owned of record by the CFD 2012 Descendants Trust, an aggregate of 22,155 shares of Class A Common Stock owned of record by the 2009 Family Trusts, and an aggregate of 2,457,085 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 2,274 shares of Class A Common Stock held as custodian for one or more minor children, 15,954 shares of Class A Common Stock owned of record by the Dolan Children Trust for the benefit of Deborah Dolan-Sweeney, 306,327 shares of Class A Common Stock issuable upon the conversion of Class B Common Stock owned of record by the Dolan Children Trust for the benefit of Deborah Dolan-Sweeney, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Aidan J. Dolan, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Quentin F. Dolan, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Marianne R. Dolan, 279 shares of Class A Common Stock owned of record by the CFD 2012 Grandchildren Trust FBO Kevyn A. Dolan, 3,350 shares of Class A Common Stock owned of record by the CFD 2012 Descendants Trust, an aggregate of 22,155

shares of Class A Common Stock owned of record by the 2009 Family Trusts, and an aggregate of 2,457,085 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 2009 Revocable Trust may be deemed to beneficially own an aggregate of 33,572 shares of Class A Common Stock. Charles F. Dolan and Brian G. Sweeney are the trustees and have the shared power to vote and dispose of the shares held by the trust. The information contained on page 11 of this Schedule 13D is hereby incorporated by reference. See Exhibit A.

The Charles F. Dolan Children Trust FBO Kathleen M. Dolan may be deemed to beneficially own an aggregate of 322,281 shares of Class A Common Stock, including (i) 15,954 shares of Class A Common Stock and (ii) 306,327 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 12 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 322,281 shares of Class A Common Stock, including (i) 15,954 shares of Class A Common Stock and (ii) 306,327 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 13 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 312,888 shares of Class A Common Stock, including (i) 15,954 shares of Class A Common Stock and (ii) 296,934 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 14 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 322,281 shares of Class A Common Stock, including (i) 13,295 shares of Class A Common Stock and (ii) 308,986 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 15 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 633,573 shares of Class A Common Stock, including (i) 29,249 shares of Class A Common Stock and (ii) 604,324 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 16 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 828,908 shares of Class A Common Stock, including (i) 4,431 shares of Class A Common Stock and (ii) 824,477 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. David 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. 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 17 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 434,833 shares of Class A Common Stock, including (i) 4,431 shares of Class A Common Stock and (ii) 430,402 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. David 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. 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 18 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 409,833 shares of Class A Common Stock, including (i) 4,431 shares of Class A Common Stock and (ii) 405,402 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. David 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. 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 19 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 430,833 shares of Class A Common Stock, including (i) 4,431 shares of Class A Common Stock and (ii) 426,402 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. David 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. 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 Deborah A. Dolan-Sweeney may be deemed to beneficially own an aggregate of 374,833 shares of Class A Common Stock, including (i) 4,431 shares of Class A Common Stock and (ii) 370,402 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. David 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. 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 Ryan Dolan 1989 Trust may be deemed to beneficially own an aggregate of 5,052 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 22 of this Schedule 13D is hereby incorporated by reference.

The Tara Dolan 1989 Trust may be deemed to beneficially own an aggregate of 5,052 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 23 of this Schedule 13D is hereby incorporated by reference.

The Charles F. Dolan 2018 Grantor Retained Annuity Trust #1M may be deemed to beneficially own an aggregate of 112,693 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. Charles F. 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 24 of this Schedule 13D is hereby incorporated by reference.

The Helen A. Dolan 2018 Grantor Retained Annuity Trust #1M may be deemed to beneficially own an aggregate of 112,692 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock. Charles F. 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 25 of this Schedule 13D is hereby incorporated by reference.

Paul J. Dolan may be deemed to beneficially own an aggregate of 987,882 shares of Class A Common Stock, including (i) 77,231 shares of Class A Common Stock, and (ii) 910,651 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 4.9% 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 32,028 shares of Class A Common Stock (including 1,548 shares of Class A Common Stock held as custodian for one or more minor children and 30,480 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 to direct the disposition of 955,854 shares of Class A Common Stock (including an aggregate of 45,203 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 910,651 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 1,548 shares of Class A Common Stock held as custodian for one or more minor children, 30,480 shares of Class A Common Stock owned of record by the CFD Trust No. 10, an aggregate of 45,203 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 910,651 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 636,496 shares of Class A Common Stock, including (i) 30,576 shares of Class A Common Stock and (ii) 605,920 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 3.2% 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 795 shares of Class A Common Stock (including 408 shares of Class A Common Stock owned of record personally and 387 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 to direct the disposition of 635,701 shares of Class A Common Stock (including 316 shares of Class A Common Stock owned jointly with his spouse, 216 shares of Class A Common Stock held by his spouse as custodian for a minor child and an aggregate of 29,249 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 605,920 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 387 shares of Class A Common Stock held as custodian for a minor child, 216 shares of Class A Common Stock held by his spouse as custodian for a minor child and an aggregate of 29,249 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 605,920 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.

Brian G.-Sweeney may be deemed to beneficially own an aggregate of 380,154 shares of Class A Common Stock, including (i) 73,827 shares of Class A Common Stock and (ii) 306,327 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 1.9% 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 15,182 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 364,972 shares of Class A Common Stock (including 6,872 shares of Class A Common Stock owned of record personally by his spouse, 2,247 shares of Class A Common Stock held by trusts for which he serves as co-trustee, 33,572 shares of Class A Common Stock owned of record by the CFD 2009 Trust for which he serves as co-trustee and 15,954 shares of Class A Common Stock owned of record by the Dolan Children Trust for the benefit of his spouse, and 306,327 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 the benefit of his

spouse). He disclaims beneficial ownership of 6,872 shares of Class A Common Stock owned of record personally by his spouse, 2,247

shares of Class A Common Stock held by trusts for which he serves as co-trustee, 33,572 shares of Class A Common Stock owned of record by the CFD 2009 Trust for which he serves as co-trustee and 15,954 shares of Class A Common Stock owned of record by the Dolan Children Trust for the benefit of his spouse, and 306,327 shares of Class B Common Stock owned of record by the Dolan Children Trust for the benefit of his spouse, and this report shall not be deemed to be an admission that such person is the beneficial owner of such securities. See Exhibit A.

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

On December 6, 2018, each of Charles F. Dolan, Thomas C. Dolan, Marianne E. Dolan Weber, Kristin A. Dolan, James L. Dolan's spouse, and Brian G. Sweeney, Deborah A. Dolan-Sweeney's spouse, received a grant of 416 restricted stock units. The restricted stock units are fully vested on the date of the grant and will be settled in stock or in cash on the first business day 90 days after service on the Board of Directors ceases.

On December 7, 2018, Charles F. Dolan and Helen A. Dolan (through their respective revocable trusts) contributed the number of shares of Class B Common Stock listed in the table below to the Grantor Retained Annuity Trust listed in the table below. Prior to the contributions below, 112,692 shares held by the CFD 2009 Trust were contributed to the HAD 2009 Trust. No funds were exchanged in connection with any of the transfers of shares of the Issuer's Class B Common Stock.

<b>Transferor</b>	<b>Number of shares of Class B Common Stock</b>	<b>Transferee</b>
Charles F. Dolan 2009 Revocable Trust	112,693	Charles F. Dolan 2018 GRAT #1M
Helen A. Dolan 2009 Revocable Trust	112,692	Helen A. Dolan 2018 GRAT #1M

**Item 6 Contracts, Arrangements, Understandings or Relationships with respect to Securities of the Issuer**

Item 6 is hereby amended and supplemented as follows:

On December 7, 2018, the Charles F. Dolan 2018 GRAT #1M and the Helen A. Dolan 2018 GRAT #1M became parties to the Class B Stockholders Agreement.

**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.3: Joint Filing Agreement, dated December 11, 2018.

Exhibit C.3: Powers of Attorney for each of:

Charles F. Dolan 2018 Grantor Retained Annuity Trust #1M.

Helen A. Dolan 2018 Grantor Retained Annuity Trust #1M.



**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: December 11, 2018

CHARLES F. DOLAN, individually, and as  
Trustee of the Charles F. Dolan 2018 Grantor  
Retained Annuity Trust #1M and as a Trustee  
of the Charles F. Dolan 2009 Revocable Trust

\*

Charles F. Dolan

HELEN A. DOLAN, individually, and as  
Trustee of the Helen A. Dolan 2018 Grantor  
Retained Annuity Trust #1M

\*

Helen A. Dolan

JAMES L. DOLAN, individually

/s/ James L. Dolan  
James L. Dolan

THOMAS C. DOLAN, individually

/s/ Thomas C. Dolan  
Thomas C. 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 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

CHARLES F. DOLAN 2009 REVOCABLE TRUST

/s/ Brian G. Sweeney  
By: Brian G. Sweeney, Trustee

\*

By: Charles F. Dolan, Trustee

CHARLES F. DOLAN CHILDREN TRUST  
FBO KATHLEEN M. DOLAN

CHARLES F. DOLAN CHILDREN TRUST  
FBO JAMES L. DOLAN

\*

By: Paul J. Dolan, Trustee

CHARLES F. DOLAN CHILDREN TRUST  
FBO MARIANNE DOLAN WEBER

CHARLES F. DOLAN CHILDREN TRUST  
FBO THOMAS C. DOLAN

\*

By: Matthew J. Dolan, Trustee

CHARLES F. DOLAN CHILDREN TRUST  
FBO DEBORAH DOLAN-SWEENEY

\*

By: Mary S. Dolan, Trustee





CFD 2009 FAMILY TRUST FBO  
KATHLEEN M. DOLAN

CFD 2009 FAMILY TRUST FBO DEBORAH  
A. DOLAN-SWEENEY

CFD 2009 FAMILY TRUST FBO  
MARIANNE E. DOLAN WEBER

CFD 2009 FAMILY TRUST FBO THOMAS  
C. DOLAN

CFD 2009 FAMILY TRUST FBO JAMES L.  
DOLAN

\*

By: Mary S. Dolan, Trustee

\*

By: David M. Dolan, Trustee

DAVID M. DOLAN, 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  
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

MARY S. DOLAN, as a Trustee of the Charles  
F. Dolan Children Trust FBO Deborah  
Dolan-Sweeney, 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 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

Page 38 of 42