

MSG SPINCO, INC.
Reported by
MADISON SQUARE GARDEN CO

FORM 3
(Initial Statement of Beneficial Ownership)

Filed 09/15/15 for the Period Ending 09/15/15

Address	2 PENNSYLVANIA PLAZA NEW YORK, NY 10121
Telephone	212-465-6000
CIK	0001636519
SIC Code	4841 - Cable and Other Pay Television Services
Industry	Motion Pictures
Sector	Services
Fiscal Year	06/30

FORM 3

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

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30
(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * Madison Square Garden Co	2. Date of Event Requiring Statement (MM/DD/YYYY) 9/15/2015	3. Issuer Name and Ticker or Trading Symbol MSG SPINCO, INC. [NONE]
(Last) (First) (Middle) TWO PENNSYLVANIA PLAZA	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) / See Remarks	
(Street) NEW YORK, NY 10121 (City) (State) (Zip)	5. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.01 per share	1000	I	By Subsidiary (1)

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

(1) The Madison Square Garden Company ("MSG") may be deemed to beneficially own 1,000 shares of the common stock, par value \$0.01 per share, of MSG Spinco, Inc. ("MSG Spinco") indirectly through its wholly owned subsidiaries. MSG Holdings, L.P. ("MSG Holdings"), an indirect wholly owned subsidiary of MSG, directly holds 1,000 shares of MSG Spinco common stock. MSG Holdings is owned by MSGN Eden, LLC (0.32%) and Regional MSGN Holdings LLC (99.68%). MSGN Eden, LLC is wholly owned by Rainbow Garden Corp., which is wholly owned by MSG. Regional MSGN Holdings LLC is wholly owned by MSG.

Remarks:

This Form 3 is being filed in connection with the Securities and Exchange Commission's declaration of effectiveness of the Registration Statement on Form 10 of MSG Spinco, which describes the planned distribution by MSG to its stockholders of all of the common stock of MSG Spinco.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Madison Square Garden Co TWO PENNSYLVANIA PLAZA NEW YORK, NY 10121		X		See Remarks

Signatures

/s/ Joseph F. Yospe, Senior Vice President, Controller and Principal Accounting Officer of The Madison Square Garden Company

9/15/2015

** Signature of Reporting Person

Date

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

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

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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