

Madison Square Garden Co
Form 8-K
December 07, 2018

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)

of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 6, 2018

THE MADISON SQUARE GARDEN COMPANY

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

1-36900
(Commission

File Number)

47-3373056
(IRS Employer

Identification Number)

Two Penn Plaza

New York, NY

(Address of principal executive offices)

10121

(Zip Code)

Registrant's telephone number, including area code: (212) 465-6000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders.

On December 6, 2018, The Madison Square Garden Company (the "Company") held its annual meeting of stockholders. In accordance with the Company's Amended and Restated Certificate of Incorporation, the Class A stockholders have one vote per share and the Class B stockholders have ten votes per share. The proposals are described in the Company's proxy statement for the 2018 Annual Meeting of Stockholders filed with the Securities and Exchange Commission on October 25, 2018. The final results for the votes regarding each proposal are set forth below.

1. The Company's Class A stockholders elected the five directors listed below to the Board of Directors. The votes regarding this proposal were as follows:

	For	Withheld	Broker Non-Votes
Frank J. Biondi, Jr.	14,301,254	312,874	1,729,057
Joseph J. Lhota	11,820,893	2,793,235	1,729,057
Richard D. Parsons	14,260,847	353,281	1,729,057
Nelson Peltz	14,256,891	357,237	1,729,057
Scott M. Sperling	11,596,475	3,017,653	1,729,057

The Company's Class B stockholders elected the nine directors listed below to the Board of Directors. The votes regarding this proposal were as follows:

	For	Withheld	Broker Non-Votes
James L. Dolan	45,295,170	0	0
Charles F. Dolan	45,295,170	0	0
Charles P. Dolan	45,295,170	0	0
Kristin A. Dolan	45,295,170	0	0
Marianne Dolan Weber	45,295,170	0	0
Thomas C. Dolan	45,295,170	0	0
Alan D. Schwartz	45,295,170	0	0
Brian G. Sweeney	45,295,170	0	0
Vincent Tese	45,295,170	0	0

2. The Company's Class A stockholders and Class B stockholders, voting together as a single class, ratified the appointment of the Company's independent registered public accounting firm for the 2019 fiscal year. The votes regarding this proposal were as follows:

For	Against	Abstain	Broker Non-Votes
61,601,183	15,455	21,717	0

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE MADISON SQUARE GARDEN COMPANY

(Registrant)

By: /s/ Lawrence J. Burian

Name: Lawrence J. Burian

Title: Executive Vice President and General Counsel

Dated: December 7, 2018