(Street) WOODBURY

(City)

NY

(State)

11797

(Zip)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ox if no longer subject to
Form 4 or Form 5
ou continue Coo

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 0.5 onse:

> > 7. Nature of 7. Nature of Indirect Beneficial Ownership (Instr. 4)

Revocable Trust

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).			ST	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940												Esti	OMB Number: 3235-02 Estimated average burden hours per response:			
1. Name and Address of Reporting Person* DOLAN CHARLES F																				
(Last) (First) (Middle) C/O DOLAN FAMILY OFFICE 340 CROSSWAYS PARK DRIVE						3. Date of Earliest Transaction (Month/Day/Year) 12/18/2012									X Officer (give title X Other (specify below) Executive Chairman / Member of 13(d) Group					
(Street) WOODBURY NY 11797						Line) Form file										ed by Oı	nt/Group Filing (Check Applicable d by One Reporting Person d by More than One Reporting			
(City)	(5	State)	(Zip)	lass Da			C				:	D	 :	.:						
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)					action	·	2A. Dee Executi if any	2A. Deemed Execution Date,		action (Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a			5. Amount		ly	Form:	nership Direct Indirect str. 4)	7. Nature Indirect Benefici	
									Code	v	Amount	(A) or (D)	Price		Reported Transactio (Instr. 3 an				(Instr. 4)	
Class A Common Stock 12/18/20					8/201	012		М		53,000	A	\$8.95		129,868(1)		D ⁽²⁾⁽⁴⁾				
Class A Common Stock 12/18/20					8/201	2			S		40,000	D	\$50.	781 ⁽⁷⁾	89,86	58(1)	D	(2)(4)		
Class A Common Stock 12/18/20					8/201)12		S		13,000	D	\$50.731(9)		76,868(1)		D ⁽²⁾⁽⁴⁾				
Class A Common Stock														1,726		I(3)(4)		By Revoca Trust		
			Table I	l - Deri (e a	vativ	re S	ecurit	ties Acq	uired	, Dis	posed of, convertib	or Ber	nefici	ally O	wned					
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) 8)		4. Trans Code	actio	5. N Der r. Sec Acq or E	5. Number of Derivative			cisable and	7. Title and Am of Securities Underlying Derivative Sec (Instr. 3 and 4)		nount	8. Price of Derivative Security (Instr. 5)	9. Num derivat Securit Benefic Owned Followi Report	ive cies cially ing ed	10. Ownersh Form: Direct (D or Indire (I) (Instr.	D) Bend D) Own ect (Inst	
					Code	v	(A)	(A) (D)		isable	Expiration Date	Title	or Nu of	nount mber ares		Transaction(s)				
Options (rights to Buy)	\$8.95	12/18/2012		М				53,000 ⁽⁵⁾	03/05/2010		09/05/2014	Comm	Class A Common Stock 53,000		\$0	111	,414	D(6)		
1. Name and Address of Reporting Person* DOLAN CHARLES F (Last) (First) (Middle) C/O DOLAN FAMILY OFFICE 340 CROSSWAYS PARK DRIVE (Street) WOODBURY NY 11797 (City) (State) (Zip) 1. Name and Address of Reporting Person* DOLAN HELEN A (Last) (First) (Middle) C/O DOLAN FAMILY OFFICE						_														
ı		PARK DRIVE																		

Explanation of Responses:

- 1. Includes restricted shares.
- 2. Securities held directly by Mr. Charles F. Dolan and indirectly by his spouse, Ms. Helen A. Dolan.
- $3.\ Charles\ F.\ Dolan\ is\ the\ sole\ trustee\ and\ beneficiary\ of\ the\ Charles\ F.\ Dolan\ 2009\ Revocable\ Trust.$
- 4. Helen A. Dolan 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
- 5. Exercise of options under the Company's Employee Stock Plan, exempt under Rule 16b-3.
- 6. Ms. Dolan disclaims beneficial ownership of all options beneficially owned or deemed to be beneficially owned by her spouse 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.
- 7. This transaction was executed in multiple trades at prices ranging from \$50.50 to \$51.12 per share. The price reported above reflects the weighted average sale price. Mr. Dolan 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.
- 8. Options vested in three equal annual installments beginning on the date indicated.
- 9. This transaction was executed in multiple trades at prices ranging from \$50.50 to \$50.90 per share. The price reported above reflects the weighted average sale price. Mr. Dolan 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.

/s/ William A. Frewin,

Attorney-in-Fact for Charles F. 12/20/2012

Dolan

/s/ Wiliam A. Frewin, Attorney- 12/20/2012 in-Fact for Helen A. Dolan

** 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 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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