MACK DAVID S

Form 4

September 18, 2009

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB** 

**OMB APPROVAL** 

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**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

Form 5

(Print or Type Responses)

1. Name and Address of Reporting Person \* MACK DAVID S

2. Issuer Name and Ticker or Trading

Symbol

MACK CALI REALTY CORP

(Check all applicable)

5. Relationship of Reporting Person(s) to

[CLI]

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

08/06/2009

\_X\_\_ Director Officer (give title

10% Owner \_ Other (specify

C/O MACK-CALI REALTY CORPORATION, 343 THORNALL STREET

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Issuer

**EDISON, NJ 08837** 

(City)	(State)	(Zip) Tal	ble I - Non	-Derivativ	ve Sec	urities Acqu	ired, Disposed o	f, or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securionor Dispo (Instr. 3,	sed of 4 and (A) or	` ′	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/16/2009		S	2,301	D	\$ 36.3	72,699 (1)	I	By Charitable Foundation
Common Stock	09/16/2009		S	299	D	\$ 36.31	72,400 (1)	I	By Charitable Foundation
Common Stock	09/16/2009		S	100	D	\$ 36.3105	72,300 (1)	I	By Charitable Foundation

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Common Stock	09/16/2009	S	2,300	D	\$ 36.311	70,000 (1)	I	By Charitable Foundation
Common Stock	09/16/2009	S	5,000	D	\$ 36.35	65,000 (1)	I	By Charitable Foundation
Common Stock	09/16/2009	S	5,000	D	\$ 36.4	60,000 (1)	I	By Charitable Foundation
Common Stock	09/17/2009	S	2,400	D	\$ 36.75	57,600 (1)	I	By Charitable Foundation
Common Stock	09/17/2009	S	800	D	\$ 36.76	56,800 (1)	I	By Charitable Foundation
Common Stock	09/17/2009	S	400	D	\$ 36.77	56,400 (1)	I	By Charitable Foundation
Common Stock	09/17/2009	S	300	D	\$ 36.78	56,100 (1)	I	By Charitable Foundation
Common Stock	09/17/2009	S	600	D	\$ 36.79	55,500 (1)	I	By Charitable Foundation
Common Stock	09/17/2009	S	100	D	\$ 36.7905	55,400 (1)	I	By Charitable Foundation
Common Stock	09/17/2009	S	5,100	D	\$ 36.8	50,300 (1)	I	By Charitable Foundation
Common Stock	09/17/2009	S	200	D	\$ 36.81	50,100 (1)	I	By Charitable Foundation
Common Stock	09/17/2009	S	100	D	\$ 36.82	50,000 (1)	I	By Charitable Foundation
Common Stock	09/17/2009	S	4,708	D	\$ 37.1	45,292 <u>(1)</u>	Ι	By Charitable Foundation

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

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#### number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		nDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title ar Underlyir (Instr. 3 a
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title
Units of Limited Partnership Interest	\$ 0 (2)	08/06/2009		J <u>(3)</u>	V		25,000	08/08/1988(4)	08/08/1988(4)	Commo Stock
Units of Limited Partnership Interest	\$ 0 (2)	08/06/2009		J <u>(3)</u>	V	25,000		08/08/1988(4)	08/08/1988(4)	Commo Stock

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

MACK DAVID S C/O MACK-CALI REALTY CORPORATION 343 THORNALL STREET EDISON, NJ 08837



### **Signatures**

/s/ David S. 09/18/2009 Mack

\*\*Signature of Date Reporting Person

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reported amount excludes 5,520 shares of common stock directly beneficially owned by the reporting person. Pursuant to Rule 13d-4, the reporting person disclaims beneficial ownership of all of the shares of common stock beneficially owned by the Foundation.
- Units of Limited Partnership Interest ("Common Units") of Mack-Cali Realty, L.P. (the "Operating Partnership") are redeemable by the holders of Common Units, subject to certain restrictions, on the basis of one Common Unit for either one share of Mack-Cali Realty Corporation (the "Corporation") common stock, or cash equal to the fair market value of a share of common stock at the time of the redemption. The Corporation has the option to deliver shares of common stock in exchange for all or any portion of the cash requested.

(3)

Reporting Owners 3

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On August 6, 2009, the reporting person donated 25,000 Common Units to the David and Sondra Mack Foundation, Inc. (the "Foundation"), a charitable foundation of which the reporting person is a trustee. Pursuant to Rule 13d-4, the reporting person disclaims beneficial ownership of all of the Common Units beneficially owned by the Foundation.

- (4) The right to convert Common Units is not subject to expiration.
  - Reported amount excludes the following securities directly beneficially owned by the reporting person: (i) 5,525.955 phantom stock units and (ii) options to purchase 5,000 shares of common stock. Also excludes the Common Units beneficially owned by the Foundation.
- Pursuant to Rule 13d-4, the reporting person disclaims beneficial ownership of all of the Common Units beneficially owned by the Foundation.
- Reported amount excludes the following securities directly beneficially owned by the reporting person: (i) 1,831,947 Common Units; (ii) 5,525,955 phantom stock units; and (iii) options to purchase 5,000 shares of Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.