

Edgar Filing: MACK CALI REALTY CORP - Form 5

MACK CALI REALTY CORP
 Form 5
 February 14, 2001

 FORM 5

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

// CHECK BOX IF NO LONGER
 SUBJECT TO SECTION 16.
 FORM 4 OR FORM 5 OBLI-
 GATIONS MAY CONTINUE.
 SEE INSTRUCTION 1(b).
 // FORM 3 HOLDINGS REPORTED
 // FORM 4 TRANSACTIONS REPORTED

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 Section 17(a) of the Public Utility Holding Company Act of 1935
 Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6.
Tese	Vincent		Mack-Cali Realty Corporation (CLI)		X
(Last)	(First)	(Middle)			--
c/o Mack-Cali Realty Corporation			3. IRS or Social Security	4. Statement for	
11 Commerce Drive			Number of Reporting	Month/Year	
			Person (Voluntary)	December 2000	
(Street)					
Cranford,	NJ	07016			
(City)	(State)	(Zip)			

 TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Transac- tion Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount Secur Benef Owned end o Issue Fisca (Inst and 4
		Code V	Amount (A) or (D) Price	

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*If the form is filed by more than one reporting person, see instruction 4(b)(v).

POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION CONTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM HAS A CURRENTLY VALID OMB CONTROL NUMBER.

FORM 5 (CONTINUED)

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL INTERESTS (e.g., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 3)	2. Conversion of Exercise Price of Derivative Security	3. Transition Date (Month/Day/Year)	4. Transition Code (Instr. 8)	V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)
			Code		(A) (D)
Phantom Stock Units	1-for-1	3/31/00	A	V	168.142
Phantom Stock Units	1-for-1	6/30/00	A	V	162.861
Phantom Stock Units	1-for-1	9/30/00	A	V	165.258
Phantom Stock Units	1-for-1	12/31/00	A	V	160.217

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7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Title	Amount or Number of Shares				
Common Stock	168.142	\$24.8125	744.614	D	
Common Stock	162.861	\$26.1875	907.475	D	
Common Stock	165.258	\$26.5625	1,072.733	D	
Common Stock	160.217	\$28.00	1,232.950	D	

Explanation of Responses:

- (1) The phantom stock units were accrued under the Mack-Cali Realty Corporation Deferred Compensation Plan for Directors and are to be settled 100% in Mack-Cali Realty Corporation common stock upon the termination of the reporting person's service on the Board of Directors of Mack-Cali Realty Corporation or upon a change in control of Mack-Cali Realty Corporation.

/s/ Vi

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**Signature o