

Edgar Filing: MACK CALI REALTY CORP - Form 5

MACK CALI REALTY CORP
 Form 5
 February 14, 2002

----- UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 FORM 5 WASHINGTON, D.C. 20549

// CHECK BOX IF NO LONGER ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
 SUBJECT TO SECTION 16. Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 FORM 4 OR FORM 5 OBLI- Section 17(a) of the Public Utility Holding Company Act of 1935
 GATIONS MAY CONTINUE. Section 30(f) of the Investment Company Act of 1940
 SEE INSTRUCTION 1(b).
 // FORM 3 HOLDINGS REPORTED
 // FORM 4 TRANSACTIONS REQUIRED

 1. Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol 6.
 Zuckerberg Roy Mack-Cali Realty Corporation (CLI)

 (Last) (First) (Middle) 3. IRS or Social Security 4. Statement for
 Number of Reporting Month/Year
 Person (Voluntary)
 c/o Mack-Cali Realty Corporation December 2001
 11 Commerce Drive

 (Street) 5. If Amendment, 7.
 Date of Original X
 (Month/Year)

 Cranford, New Jersey 07016

 (City) (State) (Zip) TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOS

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

FORM 5 (CONTINUED)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion of Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |
|---|--|---|-----------------------------------|--|
|---|--|---|-----------------------------------|--|

| | | | Code | V | (A) | (D) |
|---------------------|---------|----------|------|---|---------|-----|
| Phantom Stock Units | 1 for 1 | 3/31/01 | A | V | 217.864 | |
| Phantom Stock Units | 1 for 1 | 6/30/01 | A | V | 208.366 | |
| Phantom Stock Units | 1 for 1 | 9/30/01 | A | V | 196.830 | |
| Phantom Stock Units | 1 for 1 | 12/31/01 | A | V | 200.239 | |

| 7. Title and Amount of Underlying Securities | 8. Price of | 9. Number of Deriv- | 10. Owner-ship | 11. Na-ture of |
|--|-------------|---------------------|----------------|----------------|
|--|-------------|---------------------|----------------|----------------|

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| (Instr. 3 and 4) | | Deriv- ative Secur- ity (Instr. 5) | ative Secur- ities Bene- ficially Owned at End of Year (Instr. 4) | of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4) | Indirect Bene- ficial Owner- ship (Instr. 4) |
|------------------|----------------------------------|---|---|---|---|
| Title | Amount or Number of Shares | | | | |
| Common Stock | 217.864 | \$26.28 | 1,216.863 | D | |
| Common Stock | 208.366 | \$28.08 | 1,425.229 | D | |
| Common Stock | 196.830 | \$30.41 | 1,622.059 | D | |
| Common Stock | 200.239 | \$30.50 | 1,822.298 | 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/ Roy Zucker

**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

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

Potential persons who are to respond to the collection of information contained in this form are form displays a currently valid OMB number.