Washington, D.C. 20549

#### MACK CALI REALTY CORP

Form 4

September 17, 2015

Check this box

if no longer

subject to

Form 5

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB APPROVAL** 

OMB 3235-0287 Number:

January 31, Expires: 2005

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** Section 16. Form 4 or Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Litt Jonathan

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

MACK CALI REALTY CORP

[CLI]

(Check all applicable)

(Middle)

(Zin)

3. Date of Earliest Transaction (Month/Day/Year) 09/15/2015

X\_ Director 10% Owner Officer (give title Other (specify

C/O MACK-CALI REALTY CORPORATION, 343 THORNALL

(State)

(First)

STREET

(Last)

(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

**EDISON, NJ 08837** 

(City)

(City)	(State)	(Zip) Tal	ole I - Non-	Derivative S	Securities Acquire	ed, Disposed of, o	or Beneficially	Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	s Acquired (A) or	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	orDisposed of	f (D)	Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 a	and 5)	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)			Owned	Direct (D)	Ownership
						Following	or Indirect	(Instr. 4)
					(A)	Reported	(I)	
					(A)	Transaction(s)	(Instr. 4)	
			Code V	Amount	or (D) Price	(Instr. 3 and 4)		
			Code v	Amount	(D) Price			

See Common 146,477 09/15/2015 P 19.9704 623,877 I Footnote Stock (2) (4) \$ See Common 63,523 09/16/2015 P 19.9006 687,400 I Footnote (1) Stock (3) (4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

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displays a currently valid OMB control

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									<b>A</b>		
									Amount		
						Date Expir	Expiration		or		
						Exercisable	•		Number		
				C = 1 - M	(A) (D)				of		
				Code V	(A) (D)				Shares		

### **Reporting Owners**

Relationships Reporting Owner Name / Address

> 10% Owner Officer Director Other

Litt Jonathan C/O MACK-CALI REALTY CORPORATION 343 THORNALL STREET **EDISON, NJ 08837** 

X

## **Signatures**

09/17/2015 /s/ Jonathan Litt \*\*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) Common stock purchased by Land & Buildings Capital Growth Fund, L.P. (the "L&B Fund") and a separate managed account.
- This transaction was executed in multiple trades at prices ranging from \$19.69 to \$20.08. The price reported above reflects the weighted (2) average sale price. The reporting person 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.
- This transaction was executed in multiple trades at prices ranging from \$19.845 to \$19.975. The price reported above reflects the (3) weighted average sale price. The reporting person 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.
- (4) The securities reported in Column 5 of this Table I include: (a) 495,100 shares of common stock that may be deemed to be beneficially owned by the L&B Fund; (b) 687,400 shares of common stock that may be deemed to be beneficially owned by Land & Buildings Investment Management, LLC ("Land & Buildings") by virtue of investment management agreements with the L&B Fund and a separate managed account; and (c) 687,400 shares of common stock that may be deemed to be beneficially owned by the reporting person by virtue of his direct and indirect control of each of the L&B Fund and Land & Buildings. The reported amount excludes 5,213 shares of

Reporting Owners 2

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common stock directly beneficially owned by the reporting person.

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.