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MACK CALI REALTY CORP

Form 4 February 11, 2002

FORM 4		UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1 Section 17(a) of the Public Utility Holding Company Act of 1935 Section 30(f) of the Investment Company Act of 1940							
	JECT TO . FORM 4 OR IGATIONS MAY SEE N 1(b).								
1. Name and Add	lress of Report:	ing Person*	2. Issuer Name and Ti	icker or Trading					
Cali	John	J.	Mack-Cali Realty Corp		X 				
c/o Mack-Cali B	(First) Realty Corporati		3. IRS or Social Secu Number of Reportin Person (Voluntary)	urity 4. Statemen	ear 2				
11 Commerce Dri					7				
Cranford, New 6	(Street) Jersey 07016			5. If Amen	Original X				
Cranford, New (City)	(Street) Jersey 07016(State)	(Zip)	 TABLE I - NON-DER	5. If Ameno Date of (Month/)	dment, Original X Year)				
Cranford, New (City)	(Street) Jersey 07016 (State)	(Zip) 2. Trans- action Date (Month/	3. Trans- 4. Se action or Code (Instr. 8)	5. If Amend Date of (Month/) RIVATIVE SECURITING	dment, Original X Year) ES ACQUIRED, DI d (A) 5. Amo Sec) Ben Own End				
Cranford, New (City)	(Street) Jersey 07016 (State)	(Zip) 2. Trans- action Date	3. Trans- 4. Se action or Code (Instr. 8)	5. If Amend Date of (Month/) RIVATIVE SECURITING ecurities Acquired Disposed of (D) Instr. 3, 4 and 5	dment, Original X Year) ES ACQUIRED, DI d (A) 5. Amo Sec) Ben Own End Mon				
Cranford, New Common Stock	(Street) Jersey 07016 (State) curity	(Zip) 2. Trans- action Date (Month/ Day/ Year)	3. Trans- 4. Se action or Code (Instr. 8) Code V Am M(1) 5,	5. If Amend Date of (Month/) RIVATIVE SECURITING ecurities Acquired Disposed of (D) Instr. 3, 4 and 5 (A) or (D) 1	dment, Original X Year) ES ACQUIRED, DI d (A) 5. Amo Sec) Ben Own End Mor (In Price and				
Cranford, New (City) 1. Title of Sec (Instr. 3) Common Stock Common Stock	(Street) Jersey 07016 (State) curity	(Zip) 2. Trans- action Date (Month/ Day/ Year)	3. Trans- 4. Se action or Code (Instr. 8) Code V Am M(1) 5,	5. If Amend Date of (Month/) RIVATIVE SECURITING ecurities Acquired The Disposed of (D) Instr. 3, 4 and 5 (A) or (D) 1 ,000 A	dment, Original X Year) ES ACQUIRED, DI d (A) 5. Amo Sec) Ber Owr Enc Mor (Ir Price and \$26.25				
Cranford, New (City) 1. Title of Sec (Instr. 3) Common Stock	(Street) Jersey 07016 (State) curity	(Zip) 2. Trans- action Date (Month/ Day/ Year) 1/24/02	3. Trans- 4. Se action or Code (Instr. 8) Code V Am M(1) 5,	5. If Amend Date of (Month/) RIVATIVE SECURITING ecurities Acquired Disposed of (D) Instr. 3, 4 and 5 (A) or (D) 1	dment, Original X Year) ES ACQUIRED, DI d (A) 5. Amo Sec) Ber Owr Enc Mor (Ir Price and \$26.25				

* If the form is filed by more than one reporting person, SEE Instruction $4\,\mbox{(b)}\,\mbox{(v)}\,.$

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

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Common Stock	1/24/02	S(1)	1,000	D	\$30.75
Common Stock	1/24/02	S(1)	2,000	D	\$30.71
Common Stock	1/24/02	S(1)	7 , 000	D	\$30.76
Common Stock	1/24/02	S(1)	1,000	D	\$30.77 1

FORM 4 (CONTINUED)

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

1. Title of Derivative Security
2. Conver- 3. Trans- 4. Transac- 5. Number of Derivation Code ative Securities Acquired (A) or Disprice of (Month/ posed of (D) Deriv- Day/ (Instr. 3, 4, and 5 ative Year)

Security

Code V (A) (D)

Director Stock Option \$26.25 1/24/02 M(1) 5,000

(Right to Buy)

\$17.25 1/24/02 M(1)

Employee Stock Option \$21.50 1/24/02 M(1)

Employee Stock Option

(Right to Buy)

(Right to Buy)

2,000

 $[\]star$ If the form is filed by more than one reporting person, SEE Instruction 4(b)(v). Reminder: Report on a separate line for each class of securities beneficially owned directly or i

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7. Title and Amount lying Securities (Instr. 3 and 4)	of Under-	8.	Price of Deriv- ative Secur- ity (Instr. 5)	of Deriv- ative Securi- ties Bene-	10.	Owner- ship Form of De- rivative Secu- rity: Direct (D) or	11.	Nature of In- direct Bene- ficial Own- ership (Instr. 4)
Title	Amount or Number of Shares			of Month (Instr. 4)		<pre>Indi- rect (I) (Instr. 4)</pre>		
Common Stock	5,000			 0		D		
Common Stock	5,000			 0		D		
Common Stock	2,000			 0		D		

Explanation of Responses:

- (1) The reporting person obtained and sold the Common Stock as a result of the cashless exercise of Employee Stock Options and Director Stock Options.
- (2) On September 7, 2000, the reporting person was granted an option to purchase 5,000 shares of Common Stock. The options vested one year from the grant date, September 7, 2001.
- (3) On April 20, 1995, the reporting person was granted an option to purchase 5,000 shares of Common Stock. The options vested in five equal annual installments beginning December 31, 1995 and ending December 31, 1999.
- (4) On March 5, 1996, the reporting person was granted an option to purchase 2,000 shares of Common Stock. The options vested in five equal annual installments beginning December 31, 1996 and ending December 31, 2000.

**Signature c

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

/s/ John J. Ca

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