

MACK CALI REALTY CORP
 Form 4
 August 12, 2002

 FORM 4

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

/X/ CHECK THIS BOX IF NO
 LONGER SUBJECT TO
 SECTION 16. FORM 4 OR
 FORM 5 OBLIGATIONS MAY
 CONTINUE. SEE
 INSTRUCTION 1(b).
 (Print or Type Responses)

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(h) of the Investment Company Act of 1940

| | | | | |
|--|---------|----------|---|------------------|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name AND Ticker or Trading Symbol | 6. R |
| Gruss | Martin | D. | Mack-Cali Realty Corporation (CLI) | X |
| (Last) | (First) | (Middle) | | -- |
| c/o Mack-Cali Realty Corporation | | | 3. I.R.S. Identification | 4. Statement for |
| 11 Commerce Drive | | | Number of Reporting | Month/Year |
| | | | Person, if an entity | 7/02 |
| | | | (voluntary) | --- |
| (Street) | | | | 7. |
| Cranford, New Jersey 07016 | | | | 5. If Amendment, |
| | | | | Date of Original |
| | | | | (Month/Year) |

| | | | | | | | |
|----------------------|---------|-------|--|------------|----------------------------|--------|--|
| (City) | (State) | (Zip) | TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DI | | | | |
| 1. Title of Security | | | 2. Trans- | 3. Trans- | 4. Securities Acquired (A) | 5. Amo | |
| (Instr. 3) | | | action | action | or Disposed of (D) | Sec | |
| | | | Date | Code | (Instr. 3, 4 and 5) | Ben | |
| | | | (Month/ | (Instr. 8) | | Own | |
| | | | Day/ | | | End | |
| | | | Year) | | | Mon | |
| | | | | Code | (A) or | (In | |
| | | | | V | (D) | and | |
| | | | | Amount | Price | | |
| Common Stock | | | 7/3/02 | S | 10,000 | D | |
| | | | | | \$33.39 | 10, | |

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

FORM 4 (CONTINUED)

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) | 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)

| 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 8) | 9. Number of Derivative Securities Beneficially Owned | 10. Ownership Form of Derivative Security | 11. Nature of Beneficial Ownership |
|--|---|---|---|------------------------------------|
|--|---|---|---|------------------------------------|

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| Title | Amount or Number of Shares | 5) | Owned at End of Month (Instr. 4) | Direct (D) or Indi- rect (I) (Instr. 4) | (Instr. 4) |
|-------|----------------------------------|----|--|---|------------|
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Explanation of Responses:

/s/ Martin D.

**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 is insufficient, SEE Instruction 6 for procedure.