MACK DAVID S

Form 4

November 22, 2004

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number:

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if no longer

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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 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * MACK DAVID S

2. Issuer Name and Ticker or Trading

Symbol

5. Relationship of Reporting Person(s) to Issuer

MACK CALI REALTY CORP

(Middle)

[CLI]

3. Date of Earliest Transaction

(Month/Day/Year)

11/18/2004

(Check all applicable)

10% Owner Officer (give title Other (specify

C/O MACK-CALI REALTY CORPORATION, 11 COMMERCE DRIVE

(First)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

X_ Director

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

CRANFORD, NJ 07016

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

Securities Beneficially Owned Following Reported

7. Nature of Indirect Ownership Form: Direct Beneficial (D) or Ownership Indirect (I) (Instr. 4)

(Instr. 4)

I

Transaction(s) (Instr. 3 and 4)

(D) Price Code V Amount

(A)

Common Stock

11/18/2004

J(1)25,000 25,000 (3)

By Charitable Foundation

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

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SEC 1474 (9-02)

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and A Underlying S (Instr. 3 and	Sec
				Code V	(A) (D)	Date Exercisable Expiration Date	Title	A or N
Units of Limited Partnership Interest	\$ 0 (2)	11/18/2004		J <u>(1)</u>	25,000	08/08/1988 <u>(4)</u> 08/08/1988 <u>(4)</u>	Common Stock	2

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

MACK DAVID S C/O MACK-CALI REALTY CORPORATION 11 COMMERCE DRIVE CRANFORD, NJ 07016



Signatures

/s/ David S. 11/22/2004 Mack

**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).
- Shares of common stock of Mack-Cali Realty Corporation (the "Corporation") were issued upon redemption of Units of Limited

 (1) Partnership Interest (the "Common Units") of Mack-Cali Realty, L.P., a Delaware limited partnership through which the

 Corporation conducts its real estate activities (the "Operating Partnership").
- (2) The Common Units are redeemable on a one-for-one basis for shares of common stock of the Corporation.
- Represents 25,000 shares of common stock of the Corporation held by the David and Sondra Mack Foundation (the "Foundation"), a charitable foundation of which the reporting person is a trustee. Pursuant to Rule 13d-4 of the Securities Exchange Act of 1934, as amended, the reporting person disclaims beneficial ownership of the 25,000 shares held by the
- (4) The right to convert Common Units of the Operating Partnership is not subject to expiration.
- (5) Represents 210,000 Common Units held by the Foundation. Pursuant to Rule 13d-4 of the Securities Exchange Act of 1934, as amended, the reporting person disclaims beneficial ownership of the 210,000 Common Units held by the Foundation

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

Reporting Owners 2

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