

Edgar Filing: RECKSON ASSOCIATES REALTY CORP - Form 5/A

Class A Common Stock	12/10/02	D4+	25,000	D	\$20.98	462,84
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*If the form is filed by more than one person, see instruction 4(b)(v)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially
(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. Transaction Code (Instr. 8)	5. Number of 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 Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
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					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	1-for-1	11/14/02		A4	46,983	(1)	11/14/06		Class A Common Stock	46,983

Explanation of Responses:

* The original filing of this Form 5 (the "Original Filing") was made on February 13, 2003. The

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reported four purchases of Class A common stock that were made by a trust in which Donald Rechler is a beneficiary. This Amendment is being filed to remove those transactions from the report, and as a result the shares beneficially owned by Mr. Rechler. Also, the transaction code for Mr. Rechler's disposition of the shares has been changed from "S" to "D".

- (1) The grant will vest in four equal annual installments beginning on November 14, 2003.
- + These shares were transferred to the Company in repayment of a \$678,125 loan to Donald Rechler for the purchase of the shares. The loan, which was secured by the shares, matured on December 31, 2003.
- ++ Includes 759 shares owned through the Company's 401(k) Plan.

By: /s/ Donald J. Rechler

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

**Signature of Reporting Person

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