Edgar Filing: SL GREEN REALTY CORP - Form 4

SL GREEN REALTY CC Form 4 April 18, 2006	DRP								
							-	PPROVAL	
UNII	ED STATES		RITIES A			COMMISSIO	N OMB Number:	3235-0287	
Subject to Section 16. Form 4 or Form 5 Filed	Section	SECUI 16(a) of th	RITIES	ies Excha	WNERSHIP OI nge Act of 1934, of 1935 or Secti	Estimated burden hou response	urs per		
may continue. See Instruction 1(b).			•	•	y Act of 1				
(Print or Type Responses)									
1. Name and Address of Repor BURTON EDWIN T III	ting Person <u>*</u>	Symbol	er Name an		-	Issuer	of Reporting Per	rson(s) to	
(Last) (First)	(Middle)	SL GREEN REALTY CORP [SLC 3. Date of Earliest Transaction) (Ch	eck all applicabl	k all applicable)	
C/O 420 LEXINGTON A	(Month/Day/Year) 04/17/2006			X_ Director 10% Owner Officer (give title Other (specify below) below)					
			led(Month/Day/Year) Applicable Line) _X_ Form filed by Form filed by			oint/Group Filing(Check One Reporting Person More than One Reporting			
						Person			
(City) (State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction I (Month/Day/Ye)		Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on a separate	line for each c	ass of sec	urities bene	ficially own	ned directly	or indirectly.			
a separat				Perso inforn requir	ns who res nation cont ed to resp ys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)	

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. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

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	Derivative Security				Disposed of (D) (Instr. 3, 4, and 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	(1)	04/17/2006	А		230.296		(2)	(2)	Common Stocfk	230.296

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
BURTON EDWIN T III C/O 420 LEXINGTON AVENUE NEW YORK, NY 10024	Х						
Signatures							
Edwin T. Burton, by Andrew Levin attorney-in-fact	le,		04/18/2006				
<u>**</u> Signature of Reporting Person			Date				

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) 1 for 1

The phantom stock units become payable in common stock (or in certain cases in cash) upon (unless the reporting person elects otherwise in accordance with the documents governing the applicable program) the earlier of (i) the January 1 coincident with or next following the

(2) ealier of (A) the reporting person's ceasing to be a director, and (B) the reporting person's death, and (ii) a change of control of the Company (as determined under such governing documents). In addition, the reporting person may be permitted to elect to recieve distributions (i) for certain unforeseeable emergencies and (ii) in the form of installment payments.

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.