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MEAD JAMES E Form 3

December 07, 2010

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

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

MEAD JAMES E

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

12/01/2010

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

SL GREEN REALTY CORP [SLG]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O SL GREEN REALTY CORP., Â 420 LEXINGTON

AVENUE

(Street)

Director _X__ Officer

10% Owner

Other (give title below) (specify below) Chief Financial Officer

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

NEW YORK. NYÂ 10170

(City) (State) (Zip)

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

Form: Direct (D)

Table I - Non-Derivative Securities Beneficially Owned

(Instr. 5)

or Indirect (I) (Instr. 5)

Common Stock

1. Title of Security

 $15,000 \frac{(1)}{}$

Â D

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Derivative

Derivative Security:

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	(2)	(2)	Common Stock	7,500	\$ (3)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
MEAD JAMES E C/O SL GREEN REALTY CORP. 420 LEXINGTON AVENUE NEW YORK, NY 10170	Â	Â	Chief Financial Officer	Â		

Signatures

/s/ James Mead 12/06/2010

**Signature of Person Date

Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) The restricted stock vests in three equal annual installments beginning on December 31, 2011.
- (2) The restricted stock units vest in three equal annual installments beginning December 31, 2011. The restricted stock units vest upon the achievement of certain performance criteria.
- Each restricted stock unit represents a contingent right to receive one share of Common Stock. To the extent that sufficient shares are not available under the SL Green Realty Corp. Amended and Restated 2005 Stock Option and Incentive Plan, Issuer reserves the right to pay an amount in cash equal to the fair market value of such shares.

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.

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