

Edgar Filing: MACK CALI REALTY CORP - Form 5

MACK CALI REALTY CORP  
 Form 5  
 February 14, 2002

----- UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 FORM 5 WASHINGTON, D.C. 20549  
 -----

// CHECK BOX IF NO LONGER ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
 SUBJECT TO SECTION 16. Filed pursuant to Section 16(a) of the Securities Exchange Act of 1  
 FORM 4 OR FORM 5 OBLI- Section 17(a) of the Public Utility Holding Company Act of 1935  
 GATIONS MAY CONTINUE. Section 30(f) of the Investment Company Act of 1940  
 SEE INSTRUCTION 1(b).  
 // FORM 3 HOLDINGS REPORTED  
 // FORM 4 TRANSACTIONS REQUIRED

-----  
 1. Name and Address of Reporting Person\* 2. Issuer Name and Ticker or Trading Symbol 6.  
 Zuckerberg Roy Mack-Cali Realty Corporation (CLI)  
 -----  
 (Last) (First) (Middle) 3. IRS or Social Security 4. Statement for  
 Number of Reporting Month/Year  
 Person (Voluntary)  
 c/o Mack-Cali Realty Corporation December 2001  
 11 Commerce Drive  
 -----  
 (Street) 5. If Amendment, 7.  
 Date of Original X  
 (Month/Year)  
 -----  
 Cranford, New Jersey 07016

-----  
 (City) (State) (Zip) TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOS

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 1. Title of Security 2. Trans- 3. Transac- 4. Securities Acquired (A) or 5. Amount  
 (Instr. 3) action tion tion Disposed of (D) Secur  
 Date Code (Instr. 3, 4 and 5) Benef  
 Owned  
 (Month/ end o  
 Day/ Issue  
 Year) Code V Amount (A) or Price Fisca  
 (Inst  
 and 4

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\*If the form is filed by more than one reporting person, see instruction 4(b)(v).

FORM 5 (CONTINUED)

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL  
(e.g., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conversion of Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) |
|---|--|---|-----------------------------------|--|
|---|--|---|-----------------------------------|--|

|                     |         |          | Code | V | (A)     | (D) |
|---------------------|---------|----------|------|---|---------|-----|
| Phantom Stock Units | 1 for 1 | 3/31/01  | A    | V | 217.864 |     |
| Phantom Stock Units | 1 for 1 | 6/30/01  | A    | V | 208.366 |     |
| Phantom Stock Units | 1 for 1 | 9/30/01  | A    | V | 196.830 |     |
| Phantom Stock Units | 1 for 1 | 12/31/01 | A    | V | 200.239 |     |

| 7. Title and Amount of Underlying Securities | 8. Price of | 9. Number of Deriv- | 10. Owner-ship | 11. Na-ture of |
|--|-------------|---------------------|----------------|----------------|
|--|-------------|---------------------|----------------|----------------|

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| (Instr. 3 and 4) |                                  | Deriv-<br>ative<br>Secur-<br>ity<br>(Instr.<br>5) | ative<br>Secur-<br>ities<br>Bene-<br>ficially<br>Owned<br>at End<br>of Year<br>(Instr. 4) | of<br>Deriv-<br>ative<br>Secur-<br>ity:<br>Direct<br>(D)<br>or In-<br>direct<br>(I)<br>(Instr. 4) | Indirect<br>Bene-<br>ficial<br>Owner-<br>ship<br>(Instr. 4) |
|------------------|----------------------------------|---|---|---|---|
| Title            | Amount or<br>Number of<br>Shares |   |   |   |   |
| Common Stock     | 217.864                          | \$26.28   | 1,216.863   | D   |   |
| Common Stock     | 208.366                          | \$28.08   | 1,425.229   | D   |   |
| Common Stock     | 196.830                          | \$30.41   | 1,622.059   | D   |   |
| Common Stock     | 200.239                          | \$30.50   | 1,822.298   | D   |   |

**Explanation of Responses:**

(1) The phantom stock units were accrued under the Mack-Cali Realty Corporation Deferred Compensation Plan for Directors and are to be settled 100% in Mack-Cali Realty Corporation common stock upon the termination of the reporting person's service on the Board of Directors of Mack-Cali Realty Corporation or upon a change in control of Mack-Cali Realty Corporation.

/s/ Roy Zucker

\*\*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

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

Potential persons who are to respond to the collection of information contained in this form are form displays a currently valid OMB number.