

BERGER MARTIN S
Form 4/A
September 25, 2009

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BERGER MARTIN S

2. Issuer Name and Ticker or Trading Symbol
MACK CALI REALTY CORP
[CLI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
09/18/2009

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O MACK-CALI REALTY CORPORATION, 343 THORNALL STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
09/22/2009

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

EDISON, NJ 08837

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|-------------------------------------|
| | | | | (A) or (D) | Price | | | | |
| | | | | Code | V | Amount | | | |
| Common Stock | 09/18/2009 | | S | 100 | D | \$ 36.32 | 8,150 ⁽¹⁾ | I | By Family Foundation ⁽²⁾ |
| Common Stock | 09/18/2009 | | S | 100 | D | \$ 36.33 | 8,050 ⁽¹⁾ | I | By Family Foundation ⁽²⁾ |
| Common Stock | 09/18/2009 | | S | 1,800 | D | \$ 36.5 | 6,250 ⁽¹⁾ | I | By Family Foundation ⁽²⁾ |

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| | | | | | | | | |
|--------------|------------|---|-------|---|------------|------------------|---|---------------------------------|
| Common Stock | 09/18/2009 | S | 75 | D | \$ 36.5007 | 6,175 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 275 | D | \$ 36.5008 | 5,900 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 100 | D | \$ 36.51 | 5,800 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 25 | D | \$ 36.5105 | 5,775 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 1,300 | D | \$ 36.52 | 4,475 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 125 | D | \$ 36.5205 | 4,350 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 1,400 | D | \$ 36.53 | 2,950 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 400 | D | \$ 36.535 | 2,550 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 799 | D | \$ 36.54 | 1,751 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 400 | D | \$ 36.545 | 1,351 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 900 | D | \$ 36.55 | 451 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 200 | D | \$ 36.56 | 251 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 1 | D | \$ 36.57 | 250 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |
| Common Stock | 09/18/2009 | S | 250 | D | \$ 36.58 | 0 <u>(1)</u> | I | By Family Foundation <u>(2)</u> |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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. 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) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BERGER MARTIN S C/O MACK-CALI REALTY CORPORATION 343 THORNALL STREET EDISON, NJ 08837 | | X | | |

Signatures

/s/ Martin S. Berger
Date: 09/25/2009

**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) Reported amounts exclude 2,800 shares of common stock directly beneficially owned by the reported person. The shares of common stock indirectly beneficially owned by the reporting person are directly beneficially owned by the Martin S. Berger Family Foundation U/A/D 12/10/07 (the "Foundation") of which the reporting person is a trustee. Pursuant to Rule 13d-4 under the Exchange Act, the reporting person disclaims beneficial ownership of the shares held by the Foundation.

Remarks:

On September 22, 2009, the reporting person filed two Forms 4 to report the sale of 14,500 shares of common stock on September 22, 2009.

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