

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

/ / CHECK THIS BOX IF NO LONGER SUBJECT TO SECTION 16. FORM 4 OR FORM 5 OBLIGATIONS MAY CONTINUE. SEE INSTRUCTION 1(b).

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(f) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person* Reporting Person(s) all applicable) 10% Owner Grossman Michael ----- Other (Last) (First) (Middle) ---- (specify below) c/o Mack-Cali Realty Corporation President 11 Commerce Drive ----- (Street) Joint/Group Filing Line) Reporting Person Cranford, New Jersey 07016 ----- (City) (State) (Zip)	2. Issuer Name AND Ticker or Trading Symbol Mack-Cali Realty Corporation (CLI) ----- 3. IRS or Social Security Number of Reporting Person (Voluntary) 4. Statement for Month/Year 06/02 5. If Amendment, Date of Original (Month/Year)	6. Relationship of to Issuer (Check Director ----- X Officer (give title below) Executive Vice 7. Individual or (Check Applicable Form filed by One ----- Form filed by More ----Reporting Person
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TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1. Title of Security 7. Nature (Instr. 3) of In- direct Direct Bene- or ficial Indirect Owner- ship (Instr. 4) (Instr. 4)	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: (D) (I)
Common Stock D	6/24/02	M(1)	250 A \$30.75		
Common Stock D	6/24/02	M(1)	250 A \$24.625		
Common Stock D	6/24/02	M(1)	1,500 A \$26.75		
Common Stock D	6/24/02	M(1)	5,000 A \$33.00		

 Common Stock 6/24/02 S (1) 2,000 D \$34.61
 D

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 Common Stock 6/24/02 S (1) 3,000 D \$34.5033
 D

 Common Stock 6/25/02 S (1) 2,000 D \$34.93 30,519
 D

* If the form is filed by more than one reporting person, SEE Instruction 4(b)(v).
 Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
 (Over)

(Print or Type Responses)

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 <Caption>

FORM 4 (CONTINUED)

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED
 (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

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 1. Title of Derivative Security (Instr. 3) Ex-
 2. Conversion or Exercise Price of Derivative Security
 3. Transaction Date (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)

 Code V (A) (D) Date
 Expiration Date

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 Employee Stock Option (Right to Buy) \$30.75 6/24/02 M(1) 250 (2)
 5/15/07

 Employee Stock Option (Right to Buy) \$24.625 6/24/02 M(1) 250 (3)
 12/3/09

 Employee Stock Option (Right to Buy) \$26.75 6/24/02 M(1) 1,500 (4)
 9/11/10

 Common Stock Warrant (Right to Buy) \$33.00 6/24/02 M(1) 5,000 (5)
 1/31/07

<Caption>

 7. Title and Amount of Under- 8. Price 9. Number 10. Owner- 11. Nature

lying Securities
(Instr. 3 and 4)

of
Deriv-
ative
Secur-
ity
(Instr.
5)

of Deriv-
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Securi-
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Owned
at End
of
Month
(Instr. 4)

ship
Form
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Direct
(D) or
Indi-
rect (I)
(Instr. 4)

of In-
direct
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ficial
Own-
ership
(Instr. 4)

Title	Amount or Number of Shares		
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Common Stock	250	750	D
Common Stock	250	2,750	D
Common Stock	1,500	22,500	D
Common Stock	5,000	15,000	D

Explanation of Responses:

- (1) The reporting person obtained and sold the Common Stock as a result of the cashless exercise of Employee Stock Options.
- (2) On May 15, 1997, the reporting person was granted an option to purchase 5,000 shares of Common Stock. The options vest in five equal annual installments beginning December 31, 1997.
- (3) On December 3, 1999, the reporting person was granted an option to purchase 5,000 shares of Common Stock. The options vest in five equal annual installments beginning December 31, 1999.
- (4) On September 11, 2000, the reporting person was granted an option to purchase 30,000 shares of Common Stock. The options vest in five equal annual installments beginning December 31, 2000.
- (5) On January 31, 1997, the reporting person was granted 20,000 warrants to purchase shares of Common Stock. The warrants vest in three equal annual installments beginning January 31, 1998.

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

/s/ Michael Grossman

7/3/02

**Signature of Reporting Person

Date

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

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