

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * MACK DAVID S <small>(Last) (First) (Middle)</small>	2. Issuer Name and Ticker or Trading Symbol MACK CALI REALTY CORP [CLI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
C/O MACK-CALI REALTY CORPORATION, 11 COMMERCE DRIVE <small>(Street)</small>	3. Date of Earliest Transaction (Month/Day/Year) 05/20/2005	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
CRANFORD, NJ 07016 <small>(City) (State) (Zip)</small>	4. If Amendment, Date Original Filed (Month/Day/Year)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Units of Limited Partnership Interest	\$ 0 (2)	05/20/2005		J(1)			30,000	08/08/1998(4)	08/08/1988(4)	Common Stock	30,000	\$ 0 (2)	160,000 (5)	I	By Charitable Foundation

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MACK DAVID S C/O MACK-CALI REALTY CORPORATION 11 COMMERCE DRIVE CRANFORD, NJ 07016	X			

Signatures

/s/ David S. Mack		05/24/2005
<small>**Signature of Reporting Person</small>		<small>Date</small>

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) Shares of common stock of Mack-Cali Realty Corporation (the "Corporation") were issued upon redemption of Units of Limited Partnership Interest (the "Common Units") of Mack-Cali Realty, L.P., a Delaware limited partnership through which the Corporation conducts its real estate activities (the "Operating Partnership").
- (2) The Common Units are redeemable on a one-for-one basis for shares of common stock of the Corporation.
Represents shares of common stock of the Corporation held by The David and Sondra Mack Foundation (the "Foundation"), a charitable foundation of which the reporting person is a trustee. Pursuant
- (3) to Rule 13d-4 of the Securities Exchange Act of 1934, as amended, the reporting person disclaims beneficial ownership of the shares held by the Foundation. The ownership amounts reported exclude 1,000 shares of common stock directly beneficially owned by the reporting person.
- (4) The right to convert Common Units of the Operating Partnership is not subject to expiration.
Represents 160,000 Common Units held by the Foundation. Pursuant to Rule 13d-4 of the Securities Exchange Act of 1934, as amended, the reporting person disclaims beneficial ownership of the 160,000 Common Units held by the Foundation. Reported amounts exclude the following securities that are directly beneficially owned by the reporting person: (i) 775,686 phantom stock units issued
- (5) to the reporting person pursuant to the Mack-Cali Realty Corporation Deferred Compensation Plan for Directors, which units are to be settled 100% in the Corporation's common stock upon the termination of the reporting person's service on the Board of Directors of the Corporation or upon a change in control of the Corporation; (ii) 617,438 Common Units; (iii) 53,344 Series B Preferred Units of the Operating Partnership which are convertible into 1,539,509 Common Units at a conversion price of \$34.65 per Series B Preferred Unit and (iv) options to purchase 5,000 shares of the Corporation's common stock.

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.