

FORM 4

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

OMB APPROVAL

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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 HERSH MITCHELL E		2. Issuer Name and Ticker or Trading Symbol MACK CALI REALTY CORP [CLI]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ President and CEO	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2015		
C/O MACK-CALI REALTY CORPORATION, 343 THORNALL STREET			4. If Amendment, Date Original Filed (Month/Day/Year)		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
(Street) 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 Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price				
Common Stock	06/01/2015		A	(1)	41,811	(1)	A	\$ 0 (1)	736,450	D	

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. SEC 1474 (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 Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
Phantom Stock Units	\$ 0 (2)	06/01/2015		F	(2)	41,713.055 (2)	11/04/2014	08/08/1988 (3)	Common Stock	41,713.055	\$ 0 (2)	0 (4)	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERSH MITCHELL E C/O MACK-CALI REALTY CORPORATION 343 THORNALL STREET EDISON, NJ 08837			President and CEO	

Signatures

/s/ Mitchell E. Hersh 06/03/2015
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).

On June 1, 2015, Mack-Cali Realty Corporation (the "Company") issued 41,811 shares of common stock to a rabbi trust for the benefit of Mitchell E. Hersh (the "Trust") as required by the Separation (1) and General Release Agreement dated November 4, 2014 by and between the Company and Mr. Hersh (the "Separation Agreement") in full and final satisfaction of all obligations to Mr. Hersh under his Amended and Restated TSR-Based Performance Award Agreement with a grant date of January 1, 2013.

On June 1, 2015, 41,713.055 phantom stock units previously issued to Mr. Hersh pursuant to his Deferred Retirement Compensation Agreement with the Company with a grant date of January 1, 2013 (2) (the "Deferred Award Agreement") were cancelled and forfeited as required by the terms of the Separation Agreement and in consideration of the payment to the Trust of the Deferred Amount (as defined in the Separation Agreement) in full and final satisfaction of all obligations to Mr. Hersh under his Deferred Award Agreement.

(3) The phantom stock units are not subject to expiration and shall become payable within 30 days of Mr. Hersh's separation from the Company.

(4) The reported amount excludes 121,424 common units of limited partnership interest of Mack-Cali Realty, L.P. beneficially owned by Mr. Hersh.

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

