
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

**SCHEDULE 14A
(Rule 14a-101)
SCHEDULE 14A INFORMATION**

**Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting material Pursuant to §240.14a-12

**Mack-Cali Realty Corporation
(Name of Registrant as Specified In Its Charter)**

**BOW STREET LLC
BOW STREET SPECIAL OPPORTUNITIES FUND XV, LP
A. AKIVA KATZ
HOWARD SHANKER
ALAN R. BATKIN
FREDERIC CUMENAL
MARYANNE GILMARTIN
NORI GERARDO LIETZ
TAMMY K. JONES
MAHBOD NIA
HOWARD S. STERN**

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

1) Title of each class of securities to which transaction applies:

2) Aggregate number of securities to which transaction applies:

3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

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1) _____
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Filing Party:

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Date Filed:

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Bow Street LLC, together with its affiliates (collectively, “Bow Street”), has filed a definitive proxy statement and accompanying GOLD proxy card with the Securities and Exchange Commission to be used to solicit proxies for the election of its slate of director nominees at the 2020 annual meeting of stockholders of Mack-Cali Realty Corporation, a Maryland corporation (the “Company”).

Bow Street is filing the following statement on behalf of Alan Batkin, Frederic Cumenal, MaryAnne Gilmartin and Nori Gerardo Lietz, incumbent directors of the Company and Bow Street nominees, because they are considered “participants” for the proxy solicitation. Alan Batkin, Frederic Cumenal, MaryAnne Gilmartin and Nori Gerardo Lietz issued the following statement on May 22, 2020:

Statement from Independent Mack-Cali Board Members
Alan Batkin, Frederic Cumenal, MaryAnne Gilmartin and Nori Gerardo Lietz

NEW YORK – May 22, 2020 – When shareholders elected us to the Mack-Cali Board nearly a year ago, we looked forward to working collaboratively with the incumbent Directors to make thoughtful, strategic decisions in the best interests of the Company and its shareholders. Since then, despite our consistent efforts to serve as shareholder advocates, and offer new, truly independent perspectives on value creation, we have been excluded from strategic discussions and decision making. We were relegated to committee positions that were designed to be uninfluential, in a coordinated effort by CEO Michael J. DeMarco and lead independent director Alan Bernikow, to minimize our impact. Simply put, our views have been unwelcome and concerns we have raised were consistently ignored.

Mack-Cali has dismissed us as instruments of Bow Street in an attempt to shift attention from the severe governance problems that have hobbled the company and denied value to its shareholders. This is blatantly false. We are four fully independent individuals who have never before encountered such discord in a boardroom or such disregard for legitimately elected directors. Our sole purpose is to serve the shareholders, and that is our lodestar when we engage in the boardroom. As Directors, we welcome independent voices. Our objectives are to prioritize the needs of shareholders, provide proper oversight by holding management accountable for its actions — particularly the poor performance of the Company — and ensure that decisions are grounded in strong corporate governance.

The Company has accused us of wanting to conduct a “fire sale” of Mack-Cali. Nothing could be further from the truth. Our only goal is to increase shareholder value. Sadly, over the past year, we have witnessed firsthand that Mack-Cali’s legacy Directors do not adhere to these same principles, and, as a result, shareholders are left suffering.

We have observed the misaligned interests of the legacy Directors, all of whom have continued to rubber-stamp decisions favored by Messrs. Mack, Bernikow and DeMarco, even when those decisions are not necessarily in the best interests of the Company and its shareholders. On many occasions over the past year, we have raised important governance issues with management, disagreed with the Board’s committee compositions and objected to specific actions related to the Company’s strategic direction and the lack of transparency with which strategic decisions were communicated to the full Board. We did this with integrity and independence.

Each of us would have been pleased if Mack-Cali clearly and irrevocably committed to renominate us, but the Company did not do so. Based on the way we were treated inside and outside the boardroom, and with no commitment from the Company to renominate us, when we were individually asked we agreed to be named on Bow Street’s slate again this year for one reason: to ensure Mack-Cali shareholders had the opportunity to elect us for another term. As advocates for all Mack-Cali shareholders, we believe Mack-Cali’s greatest need is for even more oversight and a Board composed of a majority of truly independent voices. Without this, nothing will change.

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