

<Table>
<Caption>

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

FORM 4

/ / 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

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

<S><C>

1. Name and Address of Reporting Person* Reporting Person(s)
2. Issuer Name AND Ticker or Trading Symbol
6. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director

10% Owner Thomas Roger W. Mack-Cali Realty Corporation (CLI) X Officer (give

Other (Last) (First) (Middle) 3. IRS or Social Security Number of Reporting Person (Voluntary) 4. Statement for Month/Year below) c/o Mack-Cali Realty Corporation President Secretary 11 Commerce Drive

Joint/Group Filing (Street) Line) Reporting Person 5. If Amendment, Date of Original (Month/Year) X Form filed by One Form filed by More than One Reporting Person

(City) (State) (Zip) TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1. Title of Security 7. Nature of Interest of Reporting Person (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Transaction Code (Instr. 8) 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Amount (A) or Price (D) 5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) 6. Ownership Form: (D) (I)

Common Stock D 6/24/02 M(1) 5,000 A \$26.8125
Common Stock 6/24/02 S(1) 5,000 D \$34.6237 48,661 D

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

(Print or Type Responses)

</Table>

<Page>

<Table>
 <Caption>

Page 2 of 2

FORM 4 (CONTINUED) 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) Ex-	2. Conversion or Exercise Price of Derivative Security	3. Trans- action Date (Month/ Day/ Year)	4. Transac- tion Code (Instr. 8)	5. Number of Deriv- ative Securities Ac- quired (A) or Dis- posed of (D) (Instr. 3, 4, and 5)	6. Date Exer- cisable and Expiration Date (Month/Day/ Year)
			Code V (A) (D)		Date Exer- tion cisable Date
Employee Stock Option (Right to Buy) 12/5/10	\$26.8125	6/24/02	M(1)	5,000	(2)

<S><C>

<Caption>

7. Title and Amount of Under- lying Securities (Instr. 3 and 4)	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Securi- ties Bene- ficially Owned at End of Month (Instr. 4)	10. Owner- ship Form of De- rivative Secu- rity: Direct (D) or Indi- rect (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Own- ership (Instr. 4)
Title	Amount or Number of Shares			

<S><C>

Common Stock	5,000	75,000	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 December 5, 2000, the reporting person was granted an option to purchase 100,000 shares of Common Stock. The options vest in five equal annual installments beginning December 31, 2000.

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

/s/ Roger W. Thomas	7/3/02
-----	-----
**Signature of Reporting Person	Date

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

</Table>