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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB

FORM 4 APPROVAL

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/ / CHECK THIS BOX IF NO LONGER SUBJECT TO SECTION 16. FORM 4 OR AVERAGE BURDEN RESPONSE .... 0.5 CONTINUE. SEE

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB NUMBER:  
EXPIRES:  
ESTIMATED HOURS PER

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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INSTRUCTION 1(b).

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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 one box)  
 Director  
 Officer (give title below)

all applicable)

10% Owner  
Cali John J. Mack-Cali Realty Corporation (CLI)

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Other (Last) (First) (Middle) 3. IRS or Social Security Number of Reporting Person (Voluntary) 4. Statement for Month/Year

----- (specify) -----

below) c/o Mack-Cali Realty Corporation 11 Commerce Drive

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(Street) 5. If Amendment, Date of Original (Month/Year) 7. Individual or (Check Applicable)  Form filed by One Reporting Person  Form filed by More than One Reporting Person

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(City) (State) (Zip)

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1. Title of Security 7. Nature (Instr. 3) of In-	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)
		Code V	Amount (A) or Price (D)		
Common Stock D	6/19/02	S	1,538.532 D \$34.26		
Common Stock I By trust	6/19/02	S	1,398.667 D \$34.26		

Common Stock I By trust	6/19/02	S	1,398.667	D	\$34.27	
Common Stock D	6/20/02	M(1)	3,000	A	\$26.31	
Common Stock D	6/20/02	S	3,000	D	\$34.50	
Common Stock D	6/21/02	M(1)	2,000	A	\$26.31	
Common Stock D	6/21/02	M(1)	3,000	A	\$31.625	
Common Stock D	6/21/02	S(1)	2,900	D	\$34.51	
Common Stock D	6/21/02	S(1)	1,000	D	\$34.54	
Common Stock D	6/21/02	S(1)	1,100	D	\$34.55	1,151

\* 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)

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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)
Expira-			Code	V	(A) (D) Date
<S><C>					Exer- tion cisable Date
Director Stock Option (Right to Buy) 5/14/11	\$26.31	6/20/02	M(1)	3,000	5/14/02
Director Stock Option (Right to Buy) 5/14/11	\$26.31	6/21/02	M(1)	2,000	5/14/02
Director Stock Option (Right to Buy) 5/19/09	\$31.625	6/21/02	M(1)	3,000	5/19/00

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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 at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock 3,000			D	
Common Stock 2,000		0	D	
Common Stock 3,000		0	D	

Explanation of Responses:

(1) The reporting person obtained and sold the Common Stock as a result of the cashless exercise of Director Stock Options.

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

/s/ John J. Cali

7/10/02

\*\*Signature of Reporting Person

Date

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

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