[ 4	UNITED		RITIES AND E2 Washington, D.C. 205	CHANGE COMMISSI 49	ION	OMB AP	PROVAL		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). (Print or Type Responses)		CHANGES II Filed pursuant to Section Section 17(a) of the P	ublic Utility Holding C		OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5				
of Reporting Person*					6.	Relationship of Reportin	g Person(s) to Issuer		
Gruss Martin D. Mack-Cali Realty Corporation (CLI)					(Check all applicable) <u>X</u> Director 10% Owner				
(First)	(Middle)	of Reporting	g Person, if an	Statement for Month/Day/Year	-	Officer (give title below)	Other (specify below)		
				1/6/03					
(Street) New Jersev	07016		5.	If Amendment, Date of Original (Month/Day/Year)	7.	(Check Applicable Line) X Form filed by On Form filed by M	e Reporting Person ore than		
(State)									
		Table I — Non-De	rivative Securities Ac			vned			
	if any		Transaction Code (Instr. 8)	<ol> <li>Securities Acquired (A) o Disposed of (D) (Instr. 3, 4 and 5)</li> </ol>	r	<ol> <li>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</li> </ol>	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	<ol> <li>Nature of Indirect Beneficial Ownership (Instr. 4)</li> </ol>	
(Month/Day/Year)	(Month	/Day/Year)	Code V		Price				
				(D)					
		Tal							
Exercise P	Price (Month/I	ay/Year)	Date, if any	4. Transaction Code 5. (Instr. 8)	Securit Dispos	ies Acquired (A) or ed of (D)	<ol> <li>Date Exercisable a (Month/Day/Year)</li> </ol>		
				Code V	(A)	(D)	Date Exercisable		
1 for 1	1/6/03			Code V	(A) 226.73 (1)			)	
	truction T(b). sponses) of Reporting Person* Martin (First) ty Corporation e (Street) New Jersey (State) Transaction Date (Month/Day/Year) Conversion Exercise P of Derivation Curity 2. Conversion	truction T(b). sponses) F of Reporting Person* Martin D. (First) (Middle) ty Corporation e (Street) New Jersey 07016 (State) (Zip) Transaction Date 2A. Deemee if any (Month/Day/Year) (Month (Month Curity 2. Conversion or 3. Transaction of Derivative	truction T(b). sponses)  Filed pursuant to Section Section 30(f) o  of Reporting Person*  Martin D. Mack-Cali F  (First) (Middle)  I.R.S. Identi of Reporting entity (volue ty Corporation e (Street)  New Jersey 07016  (State) (Zip) Table I — Non-De Transaction Date 2A. Deemed Execution Date, 3. if any (Month/Day/Year) (Month/Day/Year)  Curity 2. Conversion or S. Transaction Date 3. T	truction I(b). sponses) Filed pursuant to Section 15(a) of the Securitie Section 30(f) of the Investment Comp of Reporting Person* 2. Issuer Name and Ticker or Tradin Martin D. Mack-Cali Realty Corporation (CL (First) (Middle) 3. I.R.S. Identification Number 4. of Reporting Person, if an entity (voluntary) (Street) 5. New Jersey 07016 (State) (Zip) Table I — Non-Derivative Securities Ac Transaction Date 2A. Deemed Execution Date, 3. Transaction Code if any (Month/Day/Year) Code V Code	rraction 1(b). sponses) Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 30(t) of the Investment Company Act of 1940 of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol Martin D. Mack-Call Realty Corporation (CLI) (First) (Middle) 3. I.R.S. Identification Number of Reporting Person, if an of Report	traction 1(b).       Filed pursuant to Section 17(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 1930       6.         Martin       D.       Mack-Cali Realty Corporation (CLI)       6.         Martin       D.       Mack-Cali Realty Corporation (CLI)       6.         (First)       (Middle)       3.       I.R.S. Identification Number 4.       Statement for Month/Day/Year         ty Corporation c       0       Corporation (CLI)       7.       7.         New Jersey       07016       5.       If Amendment, Date of Original (Month/Day/Year)       7.         New Jersey       07016       7.       7.       7.       7.         (State)       (Zip)       Table 1 Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)       9.       9.         (Month/Day/Year)       Code       V       Amount       (A) or Price (D)         (Month/Day/Year)       0       Code       V       Amount       (A) or Price (D)         Table II Derivative Securities Acquired, Disposed of, or Beener (calls, warrants, options, convertible securities acquired, Disposed of (D) (Instr. 3, 4 and 5)       9.       9.       9.         (Month/Day/Year)       Code       V       Amount       (A) or Price (D)       1	Interction 1(b).       Estimated as a section 17(a) of the Public Utility Holding Company. Act of 1993 or Section 30(0 of the Investment Company. Act of 1993 or Section 30(0 of the Investment Company. Act of 1993 or Section 30(0 of the Investment Company. Act of 1993 or Section 30(0 of the Investment Company. Act of 1993 or Section 30(0 of the Investment Company. Act of 1993 or Section 30(0 of the Investment Company. Act of 1994 or Section 30(0 of the Investment	Interfaction 1(b).       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,       Edimated average burden boars p         sponses)       Section 17(a) of the Pablic Utility Holding Company Act of 1935 or Section 30(f) of the Insteame and Ticker of Trading Symbol <ul> <li>Reporting Person*</li> <li>Issuer Name and Ticker of Trading Symbol</li> <li>Markin</li> <li>Mack-Cali Reality Corporation (CL)</li> <li>(First)</li> <li>(Middle)</li> <li>I.R.S. Identification Number 4.</li> <li>Statement for of Reporting Person, if an entity (voluntary)</li> <li>If Amendment, Date of Original (Month Day/Year)</li> <li>(Street)</li> <li>(Zap)</li> </ul> <ul> <li>If Amendment, Dise of Original (Month Day/Year)</li> <li>(Street)</li> <li>(Zap)</li> </ul> <ul> <li>If Amendment, Dise of Original (Month Day/Year)</li> <li>(Zap)</li> </ul> <ul> <li>(Month Day/Year)</li> <li>(Month Day/</li></ul>	

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 Securities: Direct (D) or Indirect (I) (Instr. 4)	11.	Nature of Indirect Beneficial Ownership (Instr. 4)
	Title	Amount or Number of Shares								
	Common Stock	226.738		\$29.95		2,902.327		D		
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Exp	lanation of Responses:									

(1)

The number of phantom stock units awarded is comprised of a quarterly director's fee earned and quarterly dividend credited on cumulative phantom stock units under the Mack-Cali Realty Corporation Deferred Compensation Plan for Directors. The phantom stock units were accrued under the Mack-Cali Realty Corporation Deferred Compensation Plan for Directors and are to be settled 100% in Mack-Cali Realty Corporation common stock upon the termination of the reporting person's service on the Board of Directors of Mack-Cali Realty Corporation or upon a change in control of Mack-Cali Realty Corporation. (2)

**Signature of Reporting Person	Date
<ul> <li>Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.</li> <li>* If the form is filed by more than one reporting person, see Instruction 4(b)(v).</li> <li>** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).</li> <li>Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.</li> </ul>	

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.

http://www.sec.gov/divisions/corpfin/forms/form4.htm Last update: 09/05/2002