

# FORM 4

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

OMB APPROVAL  
 OMB Number: 3235-0287  
 Estimated average burden  
 hours per response... 0.5

**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

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)

1. Name and Address of Reporting Person * <b>JONES TIMOTHY M</b>  <small>(Last) (First) (Middle)</small> <b>C/O MACK-CALI REALTY CORPORATION, 11          COMMERCE DRIVE</b>  <small>(Street)</small> <b>CRANFORD, NJ 07016</b>  <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol <b>MACK CALI REALTY CORP [CLI]</b>  3. Date of Earliest Transaction (Month/Day/Year) <b>02/05/2004</b>  4. If Amendment, Date Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>President</b>  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
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**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	02/05/2004		M <sup>(1)</sup>		10,000	A	\$ 33	91,469	D	
Common Stock	02/05/2004		S <sup>(1)</sup>		10,000	D	\$ 40.4845	81,469	D	
Common Stock	02/06/2004		M <sup>(3)</sup>		2,200	A	\$ 26.8125	83,669	D	
Common Stock	02/06/2004		M <sup>(1)</sup>		5,000	A	\$ 33	88,669	D	
Common Stock	02/06/2004		S <sup>(1)</sup>		5,000	D	\$ 42	83,669	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**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	Title	Amount or Number of Shares				
Common Stock Warrant (Right to Buy)	\$ 33	02/05/2004		M <sup>(1)</sup>		10,000		01/31/1998 <sup>(2)</sup>	01/31/2007	Common Stock	10,000	\$ 33	103,000	D	
Employee Stock Option (Right to Buy)	\$ 26.8125	02/06/2004		M <sup>(3)</sup>		2,200		12/31/2000 <sup>(4)</sup>	12/05/2010	Common Stock	2,200	\$ 26.8125	51,800	D	
Common Stock Warrant (Right to Buy)	\$ 33	02/06/2004		M <sup>(1)</sup>		5,000		01/31/1998 <sup>(2)</sup>	01/31/2007	Common Stock	5,000	\$ 33	98,000	D	

## Reporting Owners

	Relationships
Reporting Owner Name / Address	

	Director	10% Owner	Officer	Other
JONES TIMOTHY M C/O MACK-CALI REALTY CORPORATION 11 COMMERCE DRIVE CRANFORD, NJ 07016			President	

## Signatures

/s/ Timothy M. Jones		02/09/2004
 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).

- (1) The reporting person obtained and sold the Common Stock as a result of the cashless exercise of Common Stock Warrants.
- (2) On January 31, 1997, the reporting person was granted a warrant to purchase 170,000 shares of Common Stock. The warrant vested in three equal annual installments beginning January 31, 1998.
- (3) The reporting person obtained the Common Stock as a result of the cash exercise of Employee Stock Options.
- (4) On December 5, 2000, the reporting person was granted an option to purchase 120,000 shares of Common Stock. The option vests in five equal annual installments beginning December 31, 2000.

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

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