## FORM 4

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

OMB APPROVAL
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Estimated average burden
hours per response... 0.5

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 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

| Print or Type Responses)  1. Name and Address of Reporting Person *  Cardoso Ricardo             |   |                                      | 2. Issuer Name and Ticker or Trading Symbol MACK CALI REALTY CORP [CLI] |   |            |   |                                   |   |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner |   |                                 |  |   |  |
|--|---|--------------------------------------|---|---|------------|---|-----------------------------------|---|---|--|---|---------------------------------|--|---|--|
| (Last) (First) (Middle) C/O MACK-CALI REALTY CORPORATION, HARBORSIDE 3, 210 HUDSON ST., STE. 400 |   |                                      |   | 3. Date of Earliest Transaction (Month/Day/Year) 04/04/2017 |            |   |                                   |   |   | X_ Officer (g  | ive title below)<br>EVP & Chi   | ef Investmen                    | her (specify below<br>nt Officer   | 7)  |  |
| (Street)   |   |                                      |   | 4. If Amendment, Date Original Filed(Month/Day/Year)        |            |   |                                   |   |   |  | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _Form filed by More than One Reporting Person |                                 |  |   |  |
| JERSEY CITY, NJ 07311 (City) (State) (Zip)   |   |                                      | (Zip)   | Table I - Non-Derivative Securities Acqu                    |            |   |                                   |   |   | es Acquire   | ired, Disposed of, or Beneficially Owned  |                                 |  |   |  |
| 1.Title of S (Instr. 3)  | ecurity   |                                      | Date<br>(Month/Day/Year)  | 2A. Deem<br>Execution<br>any<br>(Month/D                    | Date       | e, if Co<br>(In   |                                   | (A)   | ecurities Accor Disposed tr. 3, 4 and 5                           | of (D) Ov<br>Tra<br>(In  |   | *                               | ed   | Ownership o<br>Form: E<br>Direct (D)  | . Nature<br>f Indirect<br>geneficial<br>ownership<br>Instr. 4) |
| Reminder:  | Report on a s   | separate line for eac                | h class of securities   | beneficial  | ly ow      | vned dire   | ectly o                           | Persons   | who respo   |  |   |                                 | ation<br>d unless th   |   | 174 (9-02)   |
|  |   |                                      |   |   |            |   |                                   | form dispose  | olays a cur   | rently vali  | d OMB co  |                                 |  |   |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if  | 4.<br>Transact<br>Code                                      | ion (      | s, warra<br>5. Numb   | er<br>ative<br>ss<br>d (A)<br>sed | form disp   | olays a cur<br>ed of, or Ben<br>vertible securcisable<br>ion Date | rently vali  | d OMB co  |                                 | 9. Number of Derivative Securities Beneficially Owned Following Reported             | of 10. Ownershi Form of Derivative Security: Direct (D) or Indirec                |  |
| Derivative<br>Security   | Conversion<br>or Exercise<br>Price of<br>Derivative                   | Date                                 | 3A. Deemed<br>Execution Date, if<br>any                                 | 4.<br>Transact<br>Code                                      | ion (      | s, warra<br>5. Numb<br>of Deriva<br>Securitie<br>Acquired<br>or Dispo<br>of (D)<br>(Instr. 3,           | er<br>ative<br>ss<br>d (A)<br>sed | form dispersed, Dispose options, converted of the Execution of the Execution of the Execution of the Expirate | ed of, or Bervertible securcisable ton Date ty/Year)              | rently vali<br>neficially O<br>urities)  7. Title and<br>of Underly<br>Securities          | d OMB co  | 8. Price of Derivative Security | 9. Number of Derivative Securities Beneficially Owned Following                      | of 10. Ownershi Form of Derivative Security: Direct (D) or Indirec                | of Indirect<br>Beneficia<br>Ownersh<br>(Instr. 4)              |
| Derivative<br>Security   | Conversion<br>or Exercise<br>Price of<br>Derivative                   | Date                                 | 3A. Deemed<br>Execution Date, if<br>any                                 | e.g., puts,  4. Transact Code (Instr. 8)                    | callsion 5 | s, warra<br>5. Numb<br>of Derive<br>Securitie<br>Acquirec<br>or Dispo<br>of (D)<br>(Instr. 3,<br>and 5) | er ative s d (A) sed 4,           | red, Dispose ptions, conv. 6. Date Exe and Expirat (Month/Day   | ed of, or Bervertible securcisable ton Date ty/Year)              | neficially Ourities) 7. Title and of Underly Securities (Instr. 3 and                      | d Amount or Number of Shares  | 8. Price of Derivative Security | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction | of Ownershi Form of Derivative Security: Direct (D) or Indirec (s) (I) (Instr. 4) | of Indirect<br>Beneficia<br>Ownersh<br>(Instr. 4)              |

#### **Reporting Owners**

|  | Relationships |              |                                |       |  |  |
|--|---------------|--------------|--------------------------------|-------|--|--|
| Reporting Owner Name / Address   | Director      | 10%<br>Owner | Officer                        | Other |  |  |
| Cardoso Ricardo<br>C/O MACK-CALI REALTY CORPORATION<br>HARBORSIDE 3, 210 HUDSON ST., STE. 400<br>JERSEY CITY, NJ 07311 |               |              | EVP & Chief Investment Officer |       |  |  |

### **Signatures**

| /s/ Ricardo Cardoso             | 04/06/2017 |
|---------------------------------|------------|
| **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).
- On April 4, 2017, the reporting person received a grant of Class C 2017 LTIP Unit (the "Class C Units") of Mack-Cali Realty, L.P. (the "Operating Partnership"), the operating partnership of Mack-Cali Realty Corporation (the "Company"). The Class C Units are a class of units of the Operating Partnership that, following the occurrence of certain events and upon vesting are convertible by the holder into an equivalent number of Common Units of the Operating Partnership ("Common Units"). Common Units of the Operating Partnership are redeemable by the holder for cash or, at the Company's election, shares of common stock of the Company on a one-for-one basis or the cash value of such shares.
- Fifty percent (50%) of the Class C Units may vest over a three to five year period based on the attainment of absolute total stockholder return ("TSR") metrics by the Company over a (2) three year period based on the Company's TSR relative to the TSR of other equity office REITs in the NAREIT Index over the same three year performance period.
- On April 4, 2017, the reporting person received a grant of Class D 2017 LTIP Unit (the "Class B Units") of the Operating Partnership. The Class D Units are a class of units of the Operating Partnership that, following the occurrence of certain events and upon vesting are convertible by the holder into an equivalent number of Common Units. Common Units of the Operating Partnership are redeemable by the holder for cash or, at the Company's election, shares of common stock of the Company on a one-for-one basis or the cash value of
- (4) The Class D Units vest on April 3, 2020.
  - Reported amounts exclude the following securities directly beneficially owned by the reporting person: (i) 5,949 Class A LTIP Units of Mack-Cali Realty, L.P. (the "Operating Person of the Part of the Control of the C
- (5) Partnership"), and (ii) 3,687 Class B LTIP Units of the Operating Partnership. Subject to certain vesting conditions, all classes of LTIP Units of the Operating Partnership may be converted to Common Units on a one-for-one basis, which are redeemable for shares of common stock of the Company on a one-for-one basis.

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

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.