GREEN STEPHEN L

Form 4/A

February 06, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and A GREEN STI	rting Person *	Symbol		nd Ticker or Trading EALTY CORP [SLG]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of	f Earliest	Transaction	`	eck all applicable	
C/O SL GREEN REALTY CORP., 420 LEXINGTON AVENUE			(Month/D 12/30/20	•)	X Director 10% Owner X Officer (give title Other (specification) below) Chairman/Executive Officer		
	(Street)		4. If Ame Filed(Mon 01/04/20	nth/Day/Y	Date Original ear)	Applicable Line)	Joint/Group Filing y One Reporting Po	υ,
NEW YORK, NY 10170						Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tabl	e I - Nor	-Derivative Securities Acc	quired, Disposed	of, or Beneficia	lly Owne
1.Title of	2. Transaction	n Date 2A. Dee	med	3.	4. Securities	5. Amount of	6. Ownership	7. Natur

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 on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Code V	V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock (1)	12/30/2005		A		6,950	A	\$0	236,072	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)	iorDerivative Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy) (2)	\$ 76.39	12/30/2005		A	260,000		(3)	12/30/2015	Common Stock	260,00

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GREEN STEPHEN L C/O SL GREEN REALTY CORP. 420 LEXINGTON AVENUE NEW YORK, NY 10170	X		Chairman/Executive Officer					

Signatures

Stephen L.

Green

**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).
- This Form 4 is being filed by the Reporting Person to correct the transaction code and price of this grant of shares of common stock,

 (1) which was previously reported on a Form 4 filed January 4, 2006. The previously filed Form 4 incorrectly reported the transaction code of this grant as P and the price of the grant as \$76.39 per share. The correct transaction code is A, and the correct price is \$0.
- In addition, this Form 4 is being filed by the Reporting Person to correct the transaction code of this option, the acquisition of which was (2) previously reported on a Form 4 filed on January 4, 2006. The previously filed Form 4 incorrectly reported the transaction code of this grant as P. The correct transaction code is A.
- (3) Options to vest immediately.

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.

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