

Edgar Filing: COMMERCIAL NET LEASE REALTY INC - Form 5

*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

FORM 5 (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) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (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) |
|--|--|--------------------------------------|--------------------------------|--|--|
| Option (Right to buy) | \$10.625 | 06/06/00 | A | 46,000 | (1) 06/16/2010 |
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| 9. Number of Derivative Security Beneficially Owned at End of Month (Instr. 4) | 10. Ownership Form of Derivative Security; Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Ownership (Instr. 4) |
|--|--|------------------------------------|
| 287,000 | D | Indirect Beneficial Ownership |
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Explanation of Responses:

(1) Stock options were granted under the Commercial Net Lease Realty, Inc. Stock Option Plan in exempt under Rule 16b-3. The options are exercisable in cumulative one-third installments commencing from the date of the grant, with full vesting occurring on the third anniversary date.

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

/S/ G

Signature

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Note: File three copies of this Form, one of which must be manually signed.
If space provided 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.