

SL GREEN REALTY CORP

Form 4/A

April 04, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**NOCERA GERRY**

(Last) (First) (Middle)

**C/O SL GREEN REALTY  
CORP., 420 LEXINGTON  
AVENUE**

(Street)

**NEW YORK, NY 10170**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**SL GREEN REALTY CORP [SLG]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**03/07/2006**

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
**03/09/2006**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Chief Operating Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**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 <sup>(1)</sup>	03/07/2006		M		9,000	A	\$ 28.1 33,126
Common Stock <sup>(2)</sup>	03/07/2006		M		6,000	A	\$ 25.25 42,126
Common Stock	03/07/2006		S		15,000	D	\$ 91.25 27,126

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form**

SEC 1474  
(9-02)

**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)

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. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) <sup>(3)</sup>	\$ 28.1	03/07/2006		M	9,000	<sup>(5)</sup> 10/10/2012	Common Stock	9,000
Employee Stock Option (Right to Buy) <sup>(4)</sup>	\$ 25.25	03/07/2006		M	6,000	<sup>(6)</sup> 01/01/2010	Common Stock	6,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
NOCERA GERRY C/O SL GREEN REALTY CORP. 420 LEXINGTON AVENUE NEW YORK, NY 10170	Chief Operating Officer

## Signatures

Gerard T. Nocera 04/04/2006

\_\_\_\_\_  
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)

## Edgar Filing: SL GREEN REALTY CORP - Form 4/A

This Form 4 is being filed by the Reporting Person to correct the amount of shares of this grant of common stock, which was previously reported on a Form 4 filed March 9, 2006. The previously filed Form 4 incorrectly reported the amount of shares of common stock acquired as 15,000. The correct amount of shares of common stock acquired is 9,000.

- (2) This Form 4 is being filed by the Reporting Person to correct the price and amount of shares of this grant of common stock, which was previously reported on a Form 4 filed March 9, 2006. The previously filed Form 4 incorrectly reported the price of the grant as \$28.10 and the amount of shares of common stock acquired as 15,000. The correct price of the shares is \$25.25 and the correct amount of shares of common stock acquired is 6,000.

- (3) In addition, this Form 4 is being filed by the Reporting Person to correct the amount of shares of this option, the acquisition of which was previously reported on a Form 4 filed on March 9, 2006. The previously filed Form 4 incorrectly reported the amount of shares as 15,000. The correct amount of shares is 9,000.

- (4) In addition, this Form 4 is being filed by the Reporting Person to correct the conversion price of the option and the amount of shares of this option, the acquisition of which was previously reported on a Form 4 filed on March 9, 2006. The previously filed Form 4 incorrectly reported the conversion price as \$28.10 and the amount of shares as 15,000. The correct conversion price is \$25.25 and the amount of shares is 6,000.

- (5) The option vests in four installments of 25,000 shares each on October 10, 2004, October 10, 2005, October 10, 2006, and October 10, 2007.

- (6) The option vests in five installments of 6,000 shares each on January 1, 2003, January 1, 2004, January 1, 2005, January 1, 2006, and January 1, 2007.

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.