

SL GREEN REALTY CORP

Form 4

February 09, 2007

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MATHIAS ANDREW W

(Last) (First) (Middle)

**C/O SL GREEN REALTY
CORP., 420 LEXINGTON
AVENUE 19TH FLOOR**

(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)

02/09/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Chief Investment 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	02/09/2007		M		8,333	A	\$ 29.53	134,083	D	
Common Stock	02/09/2007		S		8,333	D	\$ 155	125,750	D	
Common Stock	02/09/2007		M		12,500	A	\$ 28.1	138,250	D	
Common Stock	02/09/2007		S		12,500	D	\$ 155	125,750	D	
Common Stock	02/09/2007		M		25,333	A	\$ 36.55	151,083	D	

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Common Stock	02/09/2007	S	25,333	D	\$ 155	125,750	D
Common Stock	02/09/2007	S	10,000	D	\$ 155	115,750	D

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

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(9-02)

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 29.53	02/09/2007		M		8,333		12/31/2006	11/09/2011	Common Stock	8,333
Stock Option (Right to Buy)	\$ 28.1	02/09/2007		M		12,500		10/10/2006	10/10/2012	Common Stock	12,500
Stock Option (Right to Buy)	\$ 36.55	02/09/2007		M		25,333		01/01/2006	11/11/2013	Common Stock	25,333

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MATHIAS ANDREW W
C/O SL GREEN REALTY CORP.
420 LEXINGTON AVENUE 19TH FLOOR
NEW YORK, NY 10170

Chief Investment Officer

Signatures

Andrew W.
Mathias

02/09/2007

__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).

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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