FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| wasnington, | D.C. | 20549 | |
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| OMB APPROVAL |
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* <u>ALSCHULER JOHN H JR</u> | | | | | 2. Issuer Name and Ticker or Trading Symbol SL GREEN REALTY CORP [SLG] | | | | | | | | Relationship on the ck all applications X Directors | able) r | g Pers | 10% Ow | ner |
|--|--|--|---|---|--|--|--------|--|--------|---|-----------------|---|--|--------------------------------------|--|--|---------------------------------------|
| (Last) (First) (Middle) C/O SL GREEN REALTY CORP. 420 LEXINGTON AVENUE | | | 1 | 3. Date of Earliest Transaction (Month/Day/Year) 10/17/2019 | | | | | | | | below) | (give title | | Other (s | | |
| (Street) NY (City) | N (S | | 10170 (Zip) | 4. | . If Ame | endment, [| Oate o | of Original Fi | ed (M | Month/Da | iy/Year) | 6. Lir | X Form f | led by One | Repo | (Check App rting Person One Report | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date Date 2. Transaction Date, Transaction Disposed Of (D) (Instr. 3, 4 and 5) Executive Securities 3. | | | | | | | | | | . Nature of | | | | | | | |
| | | | | (Month/Day/Year) | | if any (Month/Day/Yea | | Code (In: | | | | | Beneficia Owned F Reported | ally (D) o following (I) (II I | (D) or | or Indirect nstr. 4) | Beneficial Ownership (Instr. 4) |
| T-11-11 | | Table II Da | vis cotis c | . 500 | itiaa Aan | | Code \ | | Amount | (A) 01 (D) | Price | (Instr. 3 a | Transaction(s) (Instr. 3 and 4) | | | | |
| | 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) | Code (Instr. | | 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 Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | v | (A) | (D) | Date Exercisable | | piration te | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | | |
| Phantom Stock Units | (1) | 10/17/2019 | | A | | 191.083 | | (2) | | (2) | Common Stock | 191.083 | \$0 | 14,827.7 | 778 | D | |

Explanation of Responses:

- 1. The Phantom Stock Units convert to Common Stock on a 1-for-1 basis.
- 2. The Phantom Stock Units become payable in Common Stock (or in certain cases in cash) upon (unless the reporting person elects otherwise in accordance with the documents governing the applicable program) the earlier of (i) the January 1 coincident with or next following the earlier of (A) the reporting person's ceasing to be a director, and (B) the reporting person's death, and (ii) a change of control of the Issuer (as determined under such governing documents), in each case to the extent vested. In addition, the reporting person (i) has been permitted to receive distributions in the form of installment payments, and (ii) may be permitted to receive distributions for certain unforeseeable emergencies.

John H. Alschuler, Jr., by

Andrew S. Levine, attorney-in- 10/21/2019

<u>fact</u>

** Signature of Reporting Person Date

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

- * 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.