

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **June 8, 2021**

SL GREEN REALTY CORP.

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction of
incorporation)

1-13199
(Commission File Number)

13-3956775
(I.R.S. Employer Identification
Number)

**One Vanderbilt Avenue
New York, New York 10017**
(Address of principal executive offices, including zip code)

Registrants' telephone number, including area code: **(212) 594-2700**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions(see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Registrant	Trading Symbol	Title of Each Class	Name of Each Exchange on Which Registered
SL Green Realty Corp.	SLG	Common Stock, \$0.01 par value	New York Stock Exchange
SL Green Realty Corp.	SLG.PRI	6.500% Series I Cumulative Redeemable Preferred Stock, \$0.01 par value	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act

Item 5.07. Submission of Matters to a Vote of Security Holders

(a) SL Green Realty Corp. (the "Company") held its Annual Meeting of Stockholders (the "Annual Meeting") on June 8, 2021.

(b) The Annual Meeting was held for the purpose of: (i) electing nine directors to serve on the Company's Board of Directors until its 2022 annual meeting of stockholders and until their successors are duly elected and qualify; (ii) approving, on an advisory basis, the Company's executive compensation; and (iii) ratifying the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2021. Further information regarding the foregoing proposals is contained in the Company's Definitive Proxy Statement on Schedule 14A, filed with the Securities and Exchange Commission on April 27, 2021. The total number of shares of common stock entitled to vote at the Annual Meeting was 70,414,383, of which 53,492,479 shares, or approximately 75.97%, were present in person or by proxy. The results of the meeting are as follows:

Proposal 1

John H. Alschuler, Betsy S. Atkins, Edwin T. Burton, III, Lauren B. Dillard, Stephen L. Green, Craig M. Hatkoff, Marc Holliday, John S. Levy and Andrew W. Mathias were elected, with approximately 90.31%, 98.95%, 82.64%, 97.41%, 97.19%, 87.57%, 87.73%, 90.18% and 95.79%, respectively, of the votes cast voting in favor, as the directors of the Company for a one-year term and until their successors are duly elected and qualify.

	<u>Votes For</u>	<u>Votes Against</u>	<u>Votes Abstaining</u>	<u>Broker Non-Votes</u>
John H. Alschuler	44,110,550	4,732,390	29,102	4,620,437
Betsy S. Atkins	48,334,904	511,429	25,709	4,620,437
Edwin T. Burton III	40,366,934	8,477,765	27,343	4,620,437
Lauren B. Dillard	47,581,457	1,265,550	25,035	4,620,437
Stephen L. Green	47,470,142	1,372,854	29,046	4,620,437
Craig M. Hatkoff	42,771,326	6,072,153	28,563	4,620,437
Marc Holliday	42,853,892	5,992,327	25,823	4,620,437
John S. Levy	44,042,782	4,798,621	30,639	4,620,437
Andrew W. Mathias	46,786,813	2,057,671	27,558	4,620,437

Proposal 2

The proposal to approve, on an advisory basis, the Company's executive compensation was not approved, with approximately 34.48% of the votes cast voting in favor.

Votes For	Votes Against	Votes Abstaining	Broker Non-Votes
16,816,064	31,959,379	96,599	4,620,437

Proposal 3

The appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2021 was ratified, with approximately 97.33% of the votes cast voting in favor.

Votes For	Votes Against	Votes Abstaining
52,031,685	1,427,944	32,850

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 8, 2021

SL GREEN REALTY CORP.

By: /s/ Andrew S. Levine
Name: Andrew S. Levine
Title: Executive Vice President, Chief Legal Officer and General Counsel
