
**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): **March 3, 2016 (March 3, 2016)**

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)

SL GREEN OPERATING PARTNERSHIP, L.P.

(Exact name of registrant as specified in its charter)

Delaware
(State or other
jurisdiction of
incorporation)

333-167793-02
(Commission File Number)

13-3960398
(I.R.S. Employer
Identification Number)

420 Lexington Avenue
New York, New York 10170
(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))
-
-

Item 8.01 Other Events.

This Current Report on Form 8-K files herewith the following Exhibits:

- 12.1. Ratio of Earnings to Combined Fixed Charges and Preferred Stock Dividends for SL Green Realty Corp. for the years ended December 31, 2015, 2014, 2013, 2012 and 2011; and
- 12.2. Ratio of Earnings to Combined Fixed Charges and Preferred Unit Distributions for SL Green Operating Partnership, L.P. for the years ended December 31, 2015, 2014, 2013, 2012 and 2011.

Item 9.01 Financial Statements and Exhibits.

12.1 SL Green Realty Corp. Ratio of Earnings to Combined Fixed Charges and Preferred Stock Dividends

12.2 SL Green Operating Partnership, L.P. Ratio of Earnings to Combined Fixed Charges and Preferred Unit Distributions

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

SL GREEN REALTY CORP.

/s/ Matthew J. DiLiberto

Matthew J. DiLiberto
Chief Financial Officer

SL GREEN OPERATING PARTNERSHIP, L.P.

By: SL GREEN REALTY CORP., its general partner

/s/ Matthew J. DiLiberto

Matthew J. DiLiberto
Chief Financial Officer

Date: March 3, 2016

SL Green Realty Corp.
Ratio of Earnings to Combined Fixed Charges and Preferred Stock Dividends
(Dollars in Thousands)

	Year Ended December 31,				
	2015	2014	2013	2012	2011
Earnings					
Income from continuing operations	\$ 253,186	\$ 142,493	\$ 99,479	\$ 57,362	\$ 107,945
Joint venture cash distributions	176,049	438,041	86,631	219,021	133,199
Interest	325,399	331,439	329,752	331,969	290,556
Amortization of interest capitalized	549	305	44	44	44
Minority interest in pre-tax income of subsidiaries that have not incurred fixed charges	(1,497)	(1,109)	(2,054)	(1,850)	(2,031)
Amortization of loan costs expensed	27,348	22,811	16,695	19,450	14,291
Portion of rent expense representative of interest	29,375	32,522	35,100	32,714	27,375
Total earnings	\$ 810,409	\$ 966,502	\$ 565,647	\$ 658,710	\$ 571,379
Fixed Charges and Preferred Stock Dividends					
Interest	\$ 325,399	\$ 331,439	\$ 329,752	\$ 331,969	\$ 290,556
Interest capitalized	31,108	26,676	11,853	12,218	5,123
Amortization of loan costs expensed	27,348	22,811	16,695	19,450	14,291
Preferred stock dividends	14,952	14,952	21,881	30,411	30,178
Portion of rent expense representative of interest	29,375	32,522	35,100	32,714	27,375
Total fixed charges and Preferred Stock dividends	\$ 428,182	\$ 428,400	\$ 415,281	\$ 426,762	\$ 367,523
Ratio of earnings to combined fixed charges and Preferred Stock dividends					
	<u>1.89</u>	<u>2.26</u>	<u>1.36</u>	<u>1.54</u>	<u>1.55</u>

The ratios of earnings to combined fixed charges and preferred stock dividends were computed by dividing earnings by fixed charges. For the purpose of calculating the ratios, the earnings have been calculated by adding fixed charges to income from continuing operations before adjustment for noncontrolling interests plus distributions from unconsolidated joint ventures, excluding gains or losses from sale of property, purchase price fair value adjustments, gains and losses on equity investment and the cumulative effect of changes in accounting principles. With respect to SL Green Realty Corp., fixed charges and preferred stock dividends consist of interest expense including the amortization of debt issuance costs, rental expense deemed to represent interest expense and preferred dividends paid on its 7.625% Series C, its 7.875% Series D and its 6.50% Series I cumulative redeemable Preferred Stock.

SL Green Operating Partnership, L.P.
Ratio of Earnings to Combined Fixed Charges and Preferred Unit Distributions
(Dollars in Thousands)

	Year Ended December 31,				
	2015	2014	2013	2012	2011
Earnings					
Income from continuing operations	\$ 253,186	\$ 142,493	\$ 99,479	\$ 57,362	\$ 107,945
Joint venture cash distributions	176,049	438,041	86,631	219,021	133,199
Interest	325,399	331,439	329,752	331,969	290,556
Amortization of interest capitalized	549	305	44	44	44
Minority interest in pre-tax income of subsidiaries that have not incurred fixed charges	(1,497)	(1,109)	(2,054)	(1,850)	(2,031)
Amortization of loan costs expensed	27,348	22,811	16,695	19,450	14,291
Portion of rent expense representative of interest	29,375	32,522	35,100	32,714	27,375
Total earnings	\$ 810,409	\$ 966,502	\$ 565,647	\$ 658,710	\$ 571,379
Fixed Charges and Preferred Unit Distributions					
Interest	\$ 325,399	\$ 331,439	\$ 329,752	\$ 331,969	\$ 290,556
Interest capitalized	31,108	26,676	11,853	12,218	5,123
Amortization of loan costs expensed	27,348	22,811	16,695	19,450	14,291
Preferred stock dividends	14,952	14,952	21,881	30,411	30,178
Portion of rent expense representative of interest	29,375	32,522	35,100	32,714	27,375
Total fixed charges and Preferred Stock dividends	\$ 428,182	\$ 428,400	\$ 415,281	\$ 426,762	\$ 367,523
Ratio of earnings to combined fixed charges and Preferred Unit distributions	1.89	2.26	1.36	1.54	1.55

The ratios of earnings to combined fixed charges and preferred unit distributions were computed by dividing earnings by fixed charges. For the purpose of calculating the ratios, the earnings have been calculated by adding fixed charges to income from continuing operations before adjustment for noncontrolling interests plus distributions from unconsolidated joint ventures, excluding gains or losses from sale of property, purchase price fair value adjustments, gains and losses on equity investment and the cumulative effect of changes in accounting principles. With respect to SL Green Operating Partnership, L.P., fixed charges and preferred stock distributions consist of interest expense including the amortization of debt issuance costs, rental expense deemed to represent interest expense and preferred distributions paid on its 7.625% Series C, its 7.875% Series D and its 6.50% Series I cumulative redeemable Preferred Units.