

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>GREEN STEPHEN L</u> _____ (Last) (First) (Middle) <u>C/O SL GREEN REALTY CORP.</u> <u>420 LEXINGTON AVENUE</u> _____ (Street) <u>NEW YORK NY 10170</u> _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>SL GREEN REALTY CORP [SLG]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">Chairman</p>		
			3. Date of Earliest Transaction (Month/Day/Year) <u>12/21/2012</u>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)					
			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	12/21/2012		C		225,000	A	(1)	225,000	I	By SL Green Properties Inc.
Common Stock	12/21/2012		C		46,000	A	(4)	46,000	I	By SLG Holding V LP
Common Stock	12/21/2012		S		225,000	D	\$76.77 ⁽⁹⁾	0	I	By SL Green Properties Inc.
Common Stock	12/21/2012		S		46,000	D	\$76.59 ⁽¹⁰⁾	0	I	By SLG Holding V LP
Common Stock								28,453	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class A Units of SL Green Operating Partnership, L.P.	(1)	12/21/2012		C		225,000		08/20/1999	(2)	Common Stock	225,000	\$0	680,484	I	By SL Green Properties Inc.
Class A Units of SL Green Operating Partnership, L.P.	(4)	12/21/2012		C		46,000 ⁽⁵⁾		08/20/1999	(2)	Common Stock	46,000	\$0	0	I	By SLG Holding V LP
Class A Units of SL Green Operating Partnership, L.P.	(3)							08/20/1999	(2)	Common Stock	476		476	I	By EBG Midtown South Corp.
Class A Units of SL Green Operating Partnership, L.P.	(3)							08/20/1999	(2)	Common Stock	19,048		19,048	I	By wife

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class A Units of SL Green Operating Partnership, L.P.	(3)							08/20/1999	(2)	Common Stock	70,000		70,000	I	By SLG Holding III LP
Class A Units of SL Green Operating Partnership, L.P.	(3)							08/20/1999	(2)	Common Stock	21,428		21,428 ⁽⁶⁾	I	By Northwest Partners
Class A Units of SL Green Operating Partnership, L.P.	(3)							08/20/1999	(2)	Common Stock	31,013		31,013 ⁽⁵⁾	D	
Class A Units of SL Green Operating Partnership, L.P.	(3)							08/20/1999	(2)	Common Stock	0		0 ⁽⁷⁾	I	By 673 First Realty Corp.
Class A Units of SL Green Operating Partnership, L.P.	(3)							08/20/1999	(2)	Common Stock	0		0 ⁽⁸⁾	I	By Sixth Avenue Associates

Explanation of Responses:

- SL Green Properties Inc. redeemed 225,000 Class A Units of SL Green Operating Partnership, L.P. for an equal number of shares of Common Stock of SL Green Realty Corp.
- None.
- Upon redemption, SL Green Realty Corp. may, at its option, issue one share of Common Stock of SL Green Realty Corp. for each Class A Unit of SL Green Operating Partnership, L.P. or the cash equivalent value thereof to the reporting person.
- SLG Holding V LP redeemed 46,000 Class A Units of SL Green Operating Partnership, L.P. for an equal number of shares of Common Stock of SL Green Realty Corp.
- 46,000 Class A Units of SL Green Operating Partnership, L.P. that were previously reported as directly held by the reporting person were transferred to SLG Holding V LP by the reporting person.
- 21,428 Class A Units of SL Green Operating Partnership, L.P. represents the reporting person's proportionate interest of the Class A Units of SL Green Operating Partnership, L.P. held by Northwest Partners. The reporting person previously disclosed all Class A Units of SL Green Operating Partnership, L.P. held by Northwest Partners.
- As reported on a prior Form 4, all 3,810 units Class A Units of SL Green Operating Partnership, L.P. owned by 673 First Realty Corp were redeemed for an equal number of shares of Common Stock of SL Green Realty Corp. 673 First Realty Corp. currently holds no Class A Units of SL Green Operating Partnership, L.P.
- As reported on a prior Form 4, all 249,552 units Class A Units of SL Green Operating Partnership, L.P. owned by Sixth Avenue Associates were redeemed for an equal number of shares of Common Stock of SL Green Realty Corp. Sixth Avenue Associates currently holds no Class A Units of SL Green Operating Partnership, L.P.
- Represents the weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from \$76.31 to \$77.24 per share, inclusive. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- Represents the weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from \$76.47 to \$76.65 per share, inclusive. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

/s/ Andrew S. Levine, attorney-
in-fact 12/26/2012

** 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.

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