

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	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>NOCERA GERRY</u> <hr/> (Last) (First) (Middle) <u>C/O SL GREEN REALTY CORP.</u> <u>420 LEXINGTON AVENUE</u> <hr/> (Street) <u>NEW YORK NY 10170</u> <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>SL GREEN REALTY CORP [SLG]</u> <hr/> 3. Date of Earliest Transaction (Month/Day/Year) <u>12/07/2005</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Operating Officer</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	12/07/2005		M		5,000	A	\$18.4375	32,126.464	D	
Common Stock	12/07/2005		S		5,000	D	\$75	27,126.464	D	
Common Stock	12/08/2005		M		10,000	A	\$18.4375	37,126.464	D	
Common Stock	12/08/2005		S		5,000	D	\$75.25	32,126.464	D	
Common Stock	12/08/2005		S		5,000	D	\$75.05	27,126.464	D	
Common Stock	12/08/2005		M		18,000	A	\$25.25	45,126.464	D	
Common Stock	12/08/2005		S		3,000	D	\$75.5	42,126.464	D	
Common Stock	12/08/2005		S		5,000	D	\$75.6	37,126.464	D	
Common Stock	12/08/2005		S		5,000	D	\$75.8	32,126.464	D	
Common Stock	12/08/2005		S		5,000	D	\$75.15	27,126.464	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				
Employee Stock Option (Right to Buy)	\$18.4375	12/07/2005		M		5,000		(1)	10/15/2008	Common Stock	5,000	\$75	10,000	D	
Employee Stock Option (Right to Buy)	\$18.4375	12/08/2005		M		5,000		(1)	10/15/2008	Common Stock	5,000	\$75.25	5,000	D	
Employee Stock Option (Right to Buy)	\$18.4375	12/08/2005		M		5,000		(1)	10/15/2008	Common Stock	5,000	\$75.05	0	D	
Employee Stock Option (Right to Buy)	\$25.25	12/08/2005		M		3,000		(2)	10/24/2010	Common Stock	3,000	\$75.5	15,000	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				
Employee Stock Option (Right to Buy)	\$25.25	12/08/2005		M		5,000		(2)	10/24/2010	Common Stock	5,000	\$75.6	10,000	D	
Employee Stock Option (Right to Buy)	\$25.25	12/08/2005		M		5,000		(2)	10/24/2010	Common Stock	5,000	\$75.8	5,000	D	
Employee Stock Option (Right to Buy)	\$25.25	12/08/2005		M		5,000		(2)	10/24/2010	Common Stock	5,000	\$75.15	0	D	

Explanation of Responses:

- The option vests in five equal installments of 15,000 shares each on October 15, 1999, October 15, 2000, October 15, 2001, October 15, 2002, October 15, 2003.
- The option vests in five equal installments of 6,000 shares each on January 1, 2003, January 1, 2004, January 1, 2005, January 1, 2006 and January 1, 2007.

Gerard T. Nocera

12/07/2005

** 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.