

VORNADO REALTY TRUST
Form 4
January 09, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GREENBAUM DAVID R

2. Issuer Name and Ticker or Trading Symbol
VORNADO REALTY TRUST
[VNO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
888 SEVENTH AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/08/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President - NY Office Division

NEW YORK, NY 10019

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
| | | | | (A) or (D) | Price | | | |
| Common Shares | 01/08/2008 | | S | 500 | D | \$ 81.05 | 93,543 ⁽¹⁾ | D |
| Common Shares | 01/08/2008 | | S | 700 | D | \$ 81.06 | 92,843 ⁽¹⁾ | D |
| Common Shares | 01/08/2008 | | S | 200 | D | \$ 81.07 | 92,643 ⁽¹⁾ | D |
| Common Shares | 01/08/2008 | | S | 400 | D | \$ 81.08 | 92,243 ⁽¹⁾ | D |
| Common Shares | 01/08/2008 | | S | 400 | D | \$ 81.09 | 91,843 ⁽¹⁾ | D |

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| | | | | | | | |
|---------------|------------|---|-----|---|----------|-------------------|---|
| Common Shares | 01/08/2008 | S | 100 | D | \$ 81.1 | 91,743 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 100 | D | \$ 81.11 | 91,643 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 300 | D | \$ 81.12 | 91,343 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 391 | D | \$ 81.14 | 90,952 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 200 | D | \$ 81.15 | 90,752 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 200 | D | \$ 81.16 | 90,552 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 100 | D | \$ 81.17 | 90,452 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 466 | D | \$ 81.18 | 89,986 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 500 | D | \$ 81.19 | 89,486 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 200 | D | \$ 81.2 | 89,286 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 200 | D | \$ 81.24 | 89,086 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 300 | D | \$ 81.25 | 88,786 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 400 | D | \$ 81.26 | 88,386 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 100 | D | \$ 81.32 | 88,286 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 400 | D | \$ 81.34 | 87,886 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 48 | D | \$ 81.35 | 87,838 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 500 | D | \$ 81.36 | 87,338 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 700 | D | \$ 81.37 | 86,638 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 800 | D | \$ 81.39 | 85,838 <u>(1)</u> | D |
| Common Shares | 01/08/2008 | S | 200 | D | \$ 81.41 | 85,638 <u>(1)</u> | D |
| | 01/08/2008 | S | 300 | D | | 85,338 <u>(1)</u> | D |

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| | | | | | | | | |
|---------------|------------|--|---|-----|---|----------|-----------------------|---|
| Common Shares | | | | | | \$ 81.44 | | |
| Common Shares | 01/08/2008 | | S | 400 | D | \$ 81.45 | 84,938 ⁽¹⁾ | D |
| Common Shares | 01/08/2008 | | S | 900 | D | \$ 81.46 | 84,038 ⁽¹⁾ | D |
| Common Shares | 01/08/2008 | | S | 300 | D | \$ 81.5 | 83,738 ⁽¹⁾ | D |

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

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 control number.

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GREENBAUM DAVID R 888 SEVENTH AVENUE NEW YORK, NY 10019 | | | President - NY Office Division | |

Signatures

/s/ David R. Greenbaum 01/09/2008

**Signature of Reporting Person Date

Explanation of Responses:

* 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).

Since 1/28/03, Mr. Greenbaum has been granted a total of 15,000 Common Shares as "restricted stock" (the "Shares") under the terms of the Vornado Realty Trust (the "Company") 2002 Omnibus Share Plan (the "Plan") as follows: (i) 7,500 Shares were granted on 1/28/03, with the shares vesting in equal portions over a 5-year period with the remaining portion vesting in January of 2008, (ii) 5,000 Shares (1) were granted on 2/6/04, with the shares vesting in equal portions over a 5-year period with the remaining two portions vesting in January 2008 and 2009 and (iii) 2,500 Shares were granted on 2/8/05, with the shares vesting in equal portions over a 5-year period with the remaining three portions vesting in January of 2008, 2009 and 2010. Mr. Greenbaum continues to beneficially own 6,954 of these Shares in the aggregate.

Remarks:

Due to system limitations for reporting transactions via EDGAR on Form 4, this Form 4 is five of eight Form 4s filed for the r

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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