Edgar Filing: VORNADO REALTY TRUST - Form 4

VORNADO Form 4 June 03, 20	O REALTY TRUS	ST										
FORM	OMB A	PPROVAL										
	UNITED	STATES					COMMISSIO	ONID	3235-0287			
Check t			vv a	shington	, D.C. 20	1549		Number:	January 31,			
if no lor subject Section Form 4	NGES IN SECUI	RITIES	Estimated burden hou response	urs per								
Form 5 obligations may continue. See Instruction 1(b). 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)											
Beinecke Candace K Symbol				er Name and			5. Relationship Issuer	onship of Reporting Person(s) to				
VORNADO [VNO]					ALIYI	KUSI	ck all applicable)					
C/O VORNADO REALTY (Month/D) 06/02/20				Date of Earliest Transaction _X_ Director Ionth/Day/Year) Officer (give transaction) 5/02/2008 below)								
16051,80	88 SEVENTH AV		4 70 4			1			(7)			
				ed(Month/Day/Year) Applicable Lin _X_ Form file			Applicable Line) _X_ Form filed by	y One Reporting Person				
NEW YOF	RK, NY 10019						Form filed by Person	More than One R	eporting			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned			
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code V	Amount	or (D) Price	Transaction(s) (Instr. 3 and 4)					
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene	ficially ow	ned directly of	or indirectly.					
					inforn requi	nation cont red to respo ays a curre	spond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)			
	Tab				-	posed of, or	Beneficially Owner securities)	d				

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ

Edgar Filing: VORNADO REALTY TRUST - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security	any Code Derivative (Month/Day/Year) (Month/Day/Year) (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		/Year)	(Instr. 3 and 4)		Security (Instr. 5)				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Units	(1)	06/02/2008		А	200		(2)	(2)	Common Shares	200	\$ 96
Phantom Units	<u>(1)</u>	06/02/2008		А	12		(2)	(2)	Common Shares	12	\$ 95.997

Reporting Owners

Reporting Owner Name / Address	Relationships						
r g i i i i i i i i i i i	Director	10% Owner	Officer	Other			
Beinecke Candace K C/O VORNADO REALTY TRUST 888 SEVENTH AVENUE NEW YORK, NY 10019	Х						
Signatures							
/s/ Steven Santora, Attorney in Fact	06/03/2008						
**Signature of Reporting Person	Da	ite					

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).

Conversion or exercise price of 1 for 1. The Phantom Units represent compensation deferred by the Reporting Person into interest held through the Vornado Realty Trust Nonqualified Deferred Compensation Plan that are valued with respect to the underlying security,

- (1) Information reaction of the underlying security, which in this case is common shares of Vornado Realty Trust. The Reporting Person has no right to take possession of the underlying security.
- (2) The Phantom Units become payable, in cash, to Ms. Beinecke commencing upon a distribution at a future date from the Vornado Realty Trust Nonqualified Deferred Compensation Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.