

SILVERSTEIN WENDY

Form 4

May 11, 2011

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SILVERSTEIN WENDY

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)
05/09/2011

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
EVP - Capital Markets & Acq.

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Shares	05/09/2011		M		462	A \$ 41.285	20,764 ⁽¹⁾ D
Common Shares	05/09/2011		S		462	D \$ 95	20,302 ⁽¹⁾ D
Common Shares	05/10/2011		M		21,726	A \$ 41.285	42,028 ⁽¹⁾ D
Common Shares	05/10/2011		M		14,332	A \$ 41.5241	56,360 ⁽¹⁾ D
Common Shares	05/10/2011		M		14,374	A \$ 41.4048	70,734 ⁽¹⁾ D

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Common	05/10/2011	S	50,432	D	\$	95.9776	20,302 ⁽¹⁾	D
Shares						<u>(2)</u>		

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

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (Right to Buy)	\$ 41.285	05/09/2011		M		462		01/28/2003	01/28/2012	Common Shares	462
Options (Right to Buy)	\$ 41.285	05/10/2011		M		21,726		01/03/2008	01/28/2012	Common Shares	21,726
Options (Right to Buy)	\$ 41.5241	05/10/2011		M		14,332		01/28/2003	01/28/2012	Common Shares	14,332
Options (Right to Buy)	\$ 41.4048	05/10/2011		M		14,374		01/28/2003	01/28/2012	Common Shares	14,374

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SILVERSTEIN WENDY 888 SEVENTH AVENUE NEW YORK, NY 10019	EVP - Capital Markets & Acq.

Signatures

/s/ Steven Santora, Attorney
in Fact

05/11/2011

__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).

Of these common shares of beneficial interest, par value \$.04 per share (the "Common Shares"), of Vornado Realty Trust,(the
(1) "Company"), 3,880 are subject to restrictions on transfer imposed by Vornado Realty Trust of which 1,940 expire on March 31, 2012 and 1,940 expire on March 31, 2013.

Represents weighted average sale price. These Common Shares were sold through the execution of a single market order at prices ranging
(2) between \$95.24 and \$96.23. Full information regarding the number of shares sold at each separate price will be provided upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer.

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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