SEC Form 4	
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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

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 APPR	OVAL
OMB Number:	3235-0287
Estimated average bur	rden
hours per response:	0.5

1. Name and Addres	ss of Reporting Perso EN	n*	2. Issuer Name and Ticker or Trading Symbol <u>VORNADO REALTY TRUST</u> [VNO]		tionship of Reporting all applicable) Director	Person	n(s) to Issuer 10% Owner	
(Last) 888 SEVENTH	(Last) (First) (Middle) 888 SEVENTH AVENUE		3. Date of Earliest Transaction (Month/Day/Year) 10/03/2005	X	Officer (give title below) Chairman & Cl		Other (specify below)	
(Street) NEW YORK (City)	NY (State)	10019 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group F Form filed by One F Form filed by More Person	Report	ing 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)	Code (Instr.		4. Securities Disposed Of 5)	Acquired (D) (Insti	l (A) or . 3, 4 and	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Shares	10/03/2005		S		400	D	\$ <mark>86.6</mark>	1,868,330(1)(2)	D		
Common Shares	10/03/2005		S		500	D	\$86.61	1,867,830(1)(2)	D		
Common Shares	10/03/2005		S		400	D	\$86.62	1,867,430(1)(2)	D		
Common Shares	10/03/2005		S		3,500	D	\$86.65	1,863,930(1)(2)	D		
Common Shares	10/03/2005		S		3,700	D	\$86.67	1,860,230(1)(2)	D		
Common Shares	10/03/2005		S		200	D	\$86.68	1,860,030 ⁽¹⁾⁽²⁾	D		
Common Shares	10/03/2005		S		200	D	\$86.69	1,859,830 ⁽¹⁾⁽²⁾	D		
Common Shares	10/03/2005		S		500	D	\$ <mark>86.</mark> 7	1,859,330(1)(2)	D		
Common Shares	10/03/2005		S		1,500	D	\$86.75	1,857,830(1)(2)	D		
Common Shares	10/03/2005		S		500	D	\$86.76	1,857,330(1)(2)	D		
Common Shares	10/03/2005		S		600	D	\$86.77	1,856,730(1)(2)	D		
Common Shares	10/03/2005		S		500	D	\$86.78	1,856,230(1)(2)	D		
Common Shares	10/03/2005		S		200	D	\$86.79	1,856,030 ⁽¹⁾⁽²⁾	D		
Common Shares	10/03/2005		S		500	D	\$86.8	1,855,530(1)(2)	D		
Common Shares	10/03/2005		S		600	D	\$86.83	1,854,930(1)(2)	D		
Common Shares	10/03/2005		S		300	D	\$86.96	1,854,630(1)(2)	D		
Common Shares	10/03/2005		S		100	D	\$86.97	1,854,530(1)(2)	D		
Common Shares	10/03/2005		S		500	D	\$87.1	1,854,030(1)(2)	D		
Common Shares								20,900	I	Held By Foundation ⁽⁾	
Common Shares								36,000	I	Held by Spouse ⁽⁴⁾	
Common Shares								7,943,000	I	Held by GP ⁽⁵⁾	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

L. 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)

		Та	ble II - Deriva (e.g., p					ired, Disp options,	onvertib		or	y Owned			
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution Date,	C ode Transa		(6A)Nu of	m (10) r	ExDecties Elatero		7itīlētle Amour	a63-lidares tof	8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature of Indirect
1. 72,150 of t Shares of rest	Price of hese Common Derivative risted stock we	e (Month/Day/Year) Shares were issued as re granted to Mr. Ro	if any (Month/Day/Year) s restricted stock ui th on January 28, 200	Code (8) 1der the 3, with t	terms o the shar	f the v Acques xest	vative rities prhado l lired ing in e	(Month/Day/ Realty Trust 20 qual portions o	02 Omnibus S ver a five-yea	Securi Underl Deriva	ying 1 (the "Plan" ite the rem	Security (Instr. 5) Of these 7 aining three p	Securities Beneficially Wined Option vesting in Following in	Form: Direct (D) or Indirect January of 430 (f) (instr. 430	Beneficial Ownership (Instr. 4) 06, 2007 and
January of 20 the first portion 2. Restricted	06, 2007, 2008 on vesting on Ja shares that have	and 2009 and (iii) 1 anuary 20, 2006. e previously vested w	ock were granted to M 1,550 Common Share vere elected by Mr. R	es of rest oth to ha	ricted s ave beer	took (D (Insti and s depos	re gran . 3, 4	ited to Mr. Roth	on February	8, 2005,	with the sha	res vesting in	(Instr. 4)	ver a five-year	period with
-			th following the repo nd Steven Roth Foun				Roth h	olds sole voting	g and investm	ent powe	r. Mr. Roth	disclaims any	pecuniary intrest	in these shares	5.
4. These Com	nmon Shares ar	e held by Mr. Roth's	spouse. The filing of	this For	m 4 sha	ll not b	e deeme	ed an admissio	that Mr. Rot	h is the b	eneficial ow	ner of these (Common Shares.	-	-
			roperties, a New Jers Shares, except to the						general partn		or	Form 4 shall	not be deemed an	admission that	t Mr. Roth is
				Code	v	(A)	(D)	Date Exercisable	Expiratic <u>/S/</u> Date	Stever	Snares	ing Person	<u>10/03/200</u>) <u>5</u> 	

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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