FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-028							
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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

						n occi	1011 30	(11) 01 1110	IIIVCStilici	it Co	inpuny Act	01 1340							
1. Name and Address of Reporting Person* <u>GREENBAUM DAVID R</u>					2. Issuer Name <b>and</b> Ticker or Trading Symbol VORNADO REALTY TRUST [ VNO ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner						
(Last) 888 SEV	(ENTH AV	First) ENUE	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 11/01/2010								X	X Officer (give title below) Other (specify below)  President - NY Office Division				
(Street) NEW Y	ORK 1	NY	10019		4.	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Ind Line)	•				1	
(City)	(	State)	(Zip)		-									Person					
		Та	ble I - Noi	n-Deri	ivativ	/e Se	curi	ities Ac	quired,	Dis	posed (	of, or B	enefi	cially	Owned				
=: o: ocou (o o)			Date	ansaction th/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code	Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			5. Amour Securities Beneficia Owned F	es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) (D)		Price Reported Transaction(s) (Instr. 3 and 4)					(Instr. 4)
Common	Shares			11/0	01/20	2010		J <sup>(1)</sup>		121,9	40	A	\$ <mark>0</mark>	197,330 <sup>(1)</sup>		D			
Common	Shares			11/0	01/20	10			J <sup>(8)</sup>		39,0	30	A	\$0	39,030		1 1		Held by Trust <sup>(5)</sup>
Common Shares		11/0	1/01/2010				J <sup>(8)</sup>		39,0	30	A	\$0	39,	030	I		Held by Trust <sup>(6)</sup>		
			Table II -						uired, C s, optior						wned			,	
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security		3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3A. Deemed Execution E if any (Month/Day		ate, 1	Code (Instr.		Derivative		6. Date Exercisal Expiration Date (Month/Day/Year		е	7. Title and Amor of Securities Underlying Derivative Secur (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amo or Num of Si			(Instr. 4)	on(e)		
Class A Units	(2)	11/01/2010			J <sup>(1)</sup>		П	121,940	(3)		(3)	Commor Shares	121	,940	(2)	92,61	9	D	
Class A Units	(2)								(3)		(3)	Commor Shares	49,	,817		49,81	7	I	Held by LLC <sup>(4)</sup>
Class A Units	(2)	11/01/2010			J <sup>(8)</sup>			39,030	(3)		(3)	Commor Shares	39,	,030	(2)	1,520	)	I	Held by Trust <sup>(5)</sup>
Class A Units	(2)	11/01/2010			J <sup>(8)</sup>			39,030	(3)		(3)	Commor Shares	39,	,030	(2)	1,520	)	I	Held by Trust <sup>(6)</sup>
Class A Units	(2)								(3)		(3)	Commor Shares	17,	,566		17,56	6	I	Held by Spouse <sup>(7)</sup>

## Explanation of Responses:

- 1. Common shares of beneficial interest, par value \$.04 per share (the "Common Shares"), of Vornado Realty Trust were issued upon the redemption and tender of Class A units ("Class A Units") of Vornado Realty L.P. on a one for one basis. 16,572 of these common shares are subject to restrictions on transfer imposed by Vornado Realty Trust of which 11,436 common shares expire on March 14, 2011 and 1,712 expire on March 31, 2011, 1,712 on March 31, 2012 and 1,712 expire on March 31, 2013.
- 2. Class A Units may be redeemed at the election of the holder, in whole or in part for cash equal to the fair market value, at the time of redemption, of one Common Share for each Class A Unit redeemed or, at the option of Vornado Realty Trust, one such Common Share for each Class A Unit tendered for redemption.
- 3. These Class A Units are immediately redeemable (subject to certain limitations set forth in the Vornado Realty L.P.'s limited partnership agreement). Class A Units have no expiration date.
- 4. These Class A Units are held by DL Investments LLC, an entity in which Mr. Greenbaum and his spouse own 100%. Mr. Greenbaum disclaims beneficial ownership of all these units except to the extent of his pecuniary interest.
- 5. These Class A Units are held by a trust for the benefit of Jessica Greenbaum, Mr. Greenbaum's daughter. Mr. Greenbaum disclaims beneficial ownership of these units except to the extent of his pecuniary interest therein.
- 6. These Class A Units are held by a trust for the benefit of Allison Greenbaum, Mr. Greenbaum's daughter. Mr. Greenbaum disclaims beneficial ownership of these units except to the extent of his pecuniary interest therein.
- 7. 10,640 of these Class A Units are owned by Mr. Greenbaum's spouse and 6,926 units are owned by Mil Equities LLC, of which Mr. Greenbaum's spouse is a member. Mr. Greenbaum disclaims beneficial ownership of these units except to the extent of his pecuniary interest therein.
- 8. Common shares of beneficial interest, par value \$.04 per share (the "Common Shares"), of Vornado Realty Trust were issued upon the redemption and tender of Class A units ("Class A Units") of Vornado Realty L.P. on a one for one basis.

/s/ Steven Santora, Attorney in

<u>Fact</u>

\*\* Signature of Reporting Person

11/02/2010 Date

ecurities beneficially owned directly or indirectly

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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