| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 APPROVAL | | | | | | |
|--------------------------|-----|--|--|--|--|--|
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| Estimated average burden | | | | | | |
| hours per response: | 0.5 | | | | | |

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|--|-------------------|----------|---|------------------------------------|--|-----------------------------|--|--|
| 1. Name and Address of Reporting Person* TARGAN RONALD G | | | 2. Issuer Name and Ticker or Trading Symbol <u>VORNADO REALTY TRUST</u> [VNO] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| | | | | | Director Officer (give title | 10% Owner Other (specify | | |
| (Last) 888 SEVENTH | (First) AVENUE | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 08/16/2012 | | below) | below) | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indi Line) | 6. Individual or Joint/Group Filing (Check Applicable | | | |
| (Street) NEW YORK | | | X | 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) | Code (| | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | Securities Beneficially | 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 | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| Preferred Shares, Series E | 08/16/2012 | | D ⁽¹⁾ | | 100 | D | \$25 | 0 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and Expiration Date (Month/Day/Year) 9. Number of 1. Title of 7. Title and 3. Transaction 3A. Deemed 5. Number 8. Price of 10. 11. Nature Derivative Security (Instr. 3) Transaction Code (Instr. 8) Conversion Execution Date Amount of Derivative derivative Ownership of Indirect Date (Month/Day/Year) of Derivative Securities Security (Instr. 5) or Exercise if anv Securities Form: Beneficial Beneficially Owned Price of Derivative (Month/Day/Year) Securities Underlying Direct (D) Ownership (Instr. 4) or Indirect (I) (Instr. 4) Acquired Derivative (A) or Disposed Following Reported Security Security (Instr. 3 and 4) of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount o Number Date Expiration of Code ν (A) (D) Exercisable Date Title Shares

Explanation of Responses:

1. On August 16, 2012, Vornado Realty Trust redeemed all of its issued and outstanding Series E Preferred Shares pursuant to the terms of the shares at a price per share of \$25.00.

/s/ Steven Santora, Attorney in

Fact

** Signature of Reporting Person Date

08/17/2012

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.

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 Number.