#### **DEVUONO H JEFFREY**

Form 4 April 02, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

5 Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average

burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue.

30(h) of the Investment Company Act of 1940

2 Januar Nama and Tielzer or Tradina

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

See Instruction

DEVUONO H JEFFREY			2. Issuer Name <b>and</b> Ticker or Trading Symbol				S. Relationship of Reporting Person(s) to Issuer				
			BRANDYWINE REALTY TRUST [BDN]				(Check all applicable)				
(Last)			3. Date of Earliest Transaction (Month/Day/Year)				Director 10% OwnerX_ Officer (give title Other (specify below)				
555 EAST LANCASTER AVENUE, SUITE 100			04/01/2013				Executive Vice President				
								6. Individual or Joint/Group Filing(Check Applicable Line)			
RADNOR,	PA 19087	Thed	(Willian Day) Teal	.)		-	_X_ Form filed by C Form filed by M Person	1 0			
(City)	(State)	(Zip)	Table I - Non-I	Derivative S	Securit	ies Acqui	ired, Disposed of	, or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		on Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common			Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Shares of Beneficial Interest (1)	04/01/2013		F	3,094	D	\$ 14.9	127,667	D			
Common Shares of Beneficial Interest	04/01/2013		M	21,455	A	\$ 11.89	149,122	D			
Common Shares of Beneficial	04/01/2013		S	21,455	D	\$ 15	127,667	D			

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Interest (2)

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

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 control number.

SEC 1474 (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. Transactic Code (Instr. 8)	5. Number of tiorDerivative 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
Stock Option (Right to Buy)	\$ 11.89	04/01/2013		M	21,4	155	03/02/2012	03/02/2021	Common Shares of Beneficial Interest	21,455

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DEVUONO H JEFFREY 555 EAST LANCASTER AVENUE SUITE 100 RADNOR, PA 19087

**Executive Vice President** 

### **Signatures**

/s/ Brad A. Molotsky, as Attorney-In-Fact for H. Jeffrey DeVuono

04/02/2013

\*\*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).
- (1) Shares redeemed to satisfy payroll taxes for restricted shares vesting on April 1, 2013.
- The transactions reported in this Form 4 were made pursuant to a Rule 10b5-1 trading plan, in accordance with Rule 10b5-1 of the

  (2) Securities Exchange Act of 1934, as amended, and Brandywine Realty Trust's policies regarding stock transactions, including its insider trading policy.

Reporting Owners 2

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