#### Edgar Filing: BRANDYWINE REALTY TRUST - Form 4

#### BRANDYWINE REALTY TRUST

Form 4

February 11, 2005

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

**OMB** Number:

3235-0287

0.5

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: Estimated average

January 31, 2005

subject to Section 16. Form 4 or Form 5

**SECURITIES** 

burden hours per response...

**OMB APPROVAL** 

obligations may continue. See Instruction

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

1(b).

Common Shares of

Benefical Interest (1) 02/09/2005

(Print or Type Responses)

1. Name and Address of Reporting Person ** RIMIKIS ANTHONY S			2. Issuer Name <b>and</b> Ticker or Trading Symbol BRANDYWINE REALTY TRUST [BDN]			5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) 401 PLYM0 500	(First) (	Middle) UITE				Direct _X_ Office below)	er (give	title Other below)  Vice Presiden	
(Street) PLYMOUTH MEETING, PA 19462			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative Securities Acq	uired, Dispo	sed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	med on Date, if Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount Securities Beneficiall Owned Following Reported Transaction	у	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

Code V Amount (D)

5,587

or

Price

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

02/09/2005

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

(Instr. 3 and 4)

D

38,136

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# 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 orderivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date ecurities (Month/Day/Year) acquired (A) or Disposed of (D) Instr. 3, 4, and		7. Title and Amoun Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amo Nun Shai
Phantom Stock (2)	\$ 0 (2)	02/09/2005	02/09/2005	A	3,080.84	02/09/2005	08/08/1988(2)	Common Shares of Beneficial Interest	3,0

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
<b>1</b>	Director	10% Owner	Officer	Other		
RIMIKIS ANTHONY S 401 PLYMOUTH ROAD SUITE 500 PLYMOUTH MEETING, PA 19462			Senior Vice President			

## **Signatures**

Anthony
Rimikis

\*\*Signature of Reporting Person

O2/10/2005

### **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) Reflects grant of restricted shares which vest in five equal installments commencing January 1, 2006 and continuing on each successive January 1 until January 1, 2010
- Shares of Phantom stock were acquired under the Brandywine Realty Trust Executive Deferred Compensation Plan and are payable in cash following termination of the reporting person's employment with the issuer or upon reaching a specific age. The reporting person's account was credited with phantom stock at the rate of \$24.344 per unit on February 9, 2005 on account of bonus deferral. Each Phantom share has the economic equivalency of one common share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2