

BRANDYWINE REALTY TRUST

Form 4

August 01, 2005

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 OF
SECURITIES**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DEVUONO H JEFFREY

2. Issuer Name **and** Ticker or Trading
Symbol
BRANDYWINE REALTY TRUST
[BDN]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
401 PLYMOUTH ROAD, SUITE
500

3. Date of Earliest Transaction
(Month/Day/Year)
07/29/2005

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
Senior Vice President

(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 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Common Shares of Beneficial Interest	07/29/2005	07/29/2005	M	7,708 A \$ 27.78	27,333	D	
Common Shares of Beneficial Interest	07/29/2005	07/29/2005	S	7,708 D \$ 32.4002	19,625	D	
Common Shares of Beneficial	07/29/2005	07/29/2005	M	8,314 A \$ 29.04	27,939	D	

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Interest

Common
Shares of
Beneficial
Interest

07/29/2005	07/29/2005	S	8,314	D	\$ 32.4002	19,625	D
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Common
Shares of
Beneficial
Interest

07/29/2005	07/29/2005	M	3,857	A	\$ 27.78	23,482	D
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Common
Shares of
Beneficial
Interest

07/29/2005	07/29/2005	S	3,857	D	\$ 32.4002	19,625	D
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Common
Shares of
Beneficial
Interest

07/29/2005	07/29/2005	M	4,164	A	\$ 29.04	23,789	D
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Common
Shares of
Beneficial
Interest

07/29/2005	07/29/2005	S	4,164	D	\$ 32.4002	19,625	D
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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.

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(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. 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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	9. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 27.78	07/29/2005	07/29/2005	M	7,708	(2) 12/31/2007	Common Shares of Beneficial Interest	7,708	3

Stock Option (Right to Buy)	\$ 29.04	07/29/2005	07/29/2005	M	8,314	<u>(2)</u>	12/31/2007	Common Shares of Beneficial Interest	8,314	3
Stock Option (Right to Buy)	\$ 27.78	07/29/2005	07/29/2005	M	3,857	<u>(1)</u>	06/30/2008	Common Shares of Beneficial Interest	3,857	3
Stock Option (Right to Buy)	\$ 29.04	07/29/2005	07/29/2005	M	4,164	<u>(1)</u>	06/30/2008	Common Shares of Beneficial Interest	4,164	3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEVUONO H JEFFREY 401 PLYMOUTH ROAD SUITE 500 PLYMOUTH MEETING, PA 19462			Senior Vice President	

Signatures

H. Jeffrey
DeVuono

08/01/2005

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) The option vested in Four equal installments on July 1, 2000, 2001, 2002, and 2003

(2) The Option vested in Five equal installments on January 1 , 1999, 2000, 2001, 2002, 2003.

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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