SWEENEY GERARD H

Form 4

March 05, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

response...

burden hours per

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

Check this box

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).

(Print or Type Responses)

1. Name and Address of Reporting Person * SWEENEY GERARD H			2. Issuer Name and Ticker or Trading Symbol BRANDYWINE REALTY TRUST [BDN]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 555 EAST I AVENUE,	LANCASTER	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2013			_X_ Director _X_ Officer (giv below)	ive title 10% Owner Other (specify below) resident and CEO				
	(Street)	reet) 4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check					
RADNOR,	PA 19087		Filed(Mo	nth/Day/Year)			Applicable Line) _X_ Form filed by Form filed by Person			
(City)	(State)	(Zip)	Tab	le I - Non-E	erivative (Secur	ities Acq	uired, Disposed o	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3) Common Shares of Beneficial	2. Transaction Dai (Month/Day/Year) 03/01/2013) Execution any	med on Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4) Amount	(A) or (D)	of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
Interest (1) Common Shares of Beneficial Interest (2)								190,759	I	Family Limited Partnership	

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

Edgar Filing: SWEENEY GERARD H - Form 4

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. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title a Amount Underly Securitie (Instr. 3	of ing es	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	lumber		

Reporting Owners

Reporting Owner Name / Address	Relationships						
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
SWEENEY GERARD H 555 EAST LANCASTER AVENUE SUITE 100 RADNOR, PA 19087	X		President and CEO				

Signatures

/s/ Gerard H.
Sweeney

**Signature of Reporting Person

O3/05/2013

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) Reflects the delivery of common shares under the reporting person's 2010-2012 Restricted Performance Share Unit Award.
- (2) There was no transaction in shares held indirectly. The indirect shares are being shown solely for informational purposes only.

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