

AUGUST THOMAS F  
Form 4  
January 09, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
AUGUST THOMAS F

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)  
01/05/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)  
PLYMOUTH MEETING, PA 19462

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Shares of Beneficial Interest	01/05/2006	01/05/2006	A	173,339	A (1)	173,339	D
Common Shares of Beneficial Interest	01/05/2006	01/05/2006	A	281,529	A (2)	281,529	D
Common Shares of Beneficial Interest	01/05/2006	01/05/2006	A	80,397	A (1)	80,397	I In Trust

## Interest

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. 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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Class A Common Units of Limited Partnership Interest	(3)	01/05/2006	01/05/2006	A		42,716		01/05/2006	(3)	Common Shares of Beneficial Interest	42
Class A Common Units of Limited Partnership Interest	(3)	01/05/2006	01/05/2006	A		75,895		01/05/2006	(3)	Common Shares of Beneficial Interest	75
Stock Option (Right to Buy)	\$ 19.4114 (4)	01/05/2006	01/05/2006	A		17,805		01/05/2006	02/28/2012	Common Shares of Beneficial Interest	17
Stock Option (Right to Buy)	\$ 18.0229 (5)	01/05/2006	01/05/2006	A		102,298		01/05/2006	03/05/2013	Common Shares of Beneficial Interest	102
Stock Option (Right to Buy)	\$ 23.6253 (6)	01/05/2006	01/05/2006	A		121,598		01/05/2006	02/23/2014	Common Shares of Beneficial Interest	121

