

DUKE REALTY CORP
Form 4
August 03, 2005

FORM 4

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

OMB APPROVAL

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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 *
FESSLER ROBERT D

(Last) (First) (Middle)
3950 SHACKLEFORD ROAD,
SUITE 300
(Street)

DULUTH, GA 30096

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DUKE REALTY CORP [DRE]

3. Date of Earliest Transaction
(Month/Day/Year)
08/01/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Regional EVP - Atlanta

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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)			
			Code	V	Amount	(D)	Price			
Common Stock	08/01/2005		M		5,345	A	\$ 20	18,077	D	
Common Stock	08/01/2005		F		3,136	D	\$ 34.08	14,941	D	
Common Stock	08/03/2005		M		14,195	A	\$ 20	29,136	D	
Common Stock	08/03/2005		S		14,195	D	\$ 33.9272	14,982 ⁽¹⁾	D	
Common Stock								7,574 ⁽²⁾	I	By 401(k)

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

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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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Units of Duke Realty Limited Partnership	(3)					10/04/1994	Common Stock	12
Employee Stock Options - Right to Buy	\$ 24.25					(4) 01/28/2008	Common Stock	14
Employee Stock Option - Right to Buy	\$ 23.0625					(5) 01/26/2009	Common Stock	15
Employee Stock Option - Right to Buy	\$ 20	08/01/2005		M	5,345	(6) 01/25/2010	Common Stock	5,
Employee Stock Option - Right to Buy	\$ 20	08/03/2005		M	14,195	(6) 01/25/2010	Common Stock	14
Employee Stock Option - Right to Buy	\$ 24.98					(7) 01/31/2011	Common Stock	13
Employee Stock Option - Right to Buy	\$ 23.35					(8) 01/30/2012	Common Stock	14
Employee Stock Option - Right to Buy	\$ 25.42					(9) 02/19/2013	Common Stock	12
Employee Stock Option - Right to Buy	\$ 29.23					(10) 07/30/2013	Common Stock	10

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to one basis to the Company's common stock and are to be settled in cash upon the termination of employment.

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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