### **CUSHING DANIEL K**

Form 4

November 28, 2006

## FORM 4

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

5. Relationship of Reporting Person(s) to

3235-0287

2005

0.5

January 31, Expires:

Estimated average

**OMB APPROVAL** 

burden hours per response...

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

obligations

may continue.

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

2. Issuer Name and Ticker or Trading

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

CUSHING I	Symbol BRANI [BDN]	BRANDYWINE REALTY TRUST				Issuer (Check all applicable)				
(Last) (First) (Middle) 555 EAST LANCASTER		(Month/I					Director10% Owner X Officer (give title Other (specify below)			
AVENUE, S	11/2 1/2	11/2 1/2000				Senior Vice President				
			nth/Day/Year) Ap				Individual or Joint/Group Filing(Check pplicable Line)  K_ Form filed by One Reporting Person			
RADNOR, I						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)	Code (Instr. 8)	(A) or		(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)	
Common Shares of Beneficial Interest	11/24/2006	11/24/2006	M	31,847	A	\$ 23.6253	67,215	D		
Common Shares of Beneficial Interest	11/24/2006	11/24/2006	S	22,061	D	\$ 34.4022	45,154	D		
Common Shares of Benefricial	11/24/2006	11/24/2006	S	0	D	\$ 34.4022	345	I (1)	In Trust	

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#### 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. Transactic Code (Instr. 8)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 23.6253	11/24/2006	11/24/2006	M	31,847	(2)	02/23/2014	Common Shares of Beneficial Interest	31,847	

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CUSHING DANIEL K 555 EAST LANCASTER AVENUE SUITE 100 RADNOR, PA 19087

Senior Vice President

## **Signatures**

Daniel K. Cushing

\*\*Signature of Date
Reporting Person

## **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 indirect ownership is being disclosed for informational purposes only.
- (2) Options fully vested when issued on January 5, 2006 (Legacy PPT options converted to BDN options).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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