

MOLOTSKY BRAD A  
Form 4  
March 20, 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 \*  
MOLOTSKY BRAD A

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

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
General Counsel & Secretary

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

3. Date of Earliest Transaction (Month/Day/Year)  
03/17/2006

PLYMOUTH MEETING, PA 19462

(City) (State) (Zip)

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

**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 (Instr. 4) |
|--------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                      |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Shares of Beneficial Interest | 03/17/2006                           | 03/17/2006   | M                              | 7,715   | A \$ 27.78  | 48,862   | D                                 |
| Common Shares of Benefical Interest  | 03/17/2006                           | 03/17/2006   | M                              | 1,785   | A \$ 29.04  | 50,647   | D                                 |
| Common Shares of Benefical Interest  | 03/17/2006                           | 03/17/2006   | S                              | 9,500   | D \$ 31.76  | 41,147   | D                                 |

Interest <sup>(2)</sup>

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

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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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy)                | \$ 27.78   | 03/17/2006                           | 03/17/2006   | M                              | 7,715   | <sup>(3)</sup> 06/30/2008                                | Common Shares of Beneficial Interest                          | 7,715                         |
| Stock Option (Right to Buy)                | \$ 29.04   | 03/17/2006                           | 03/17/2006   | M                              | 1,785   | <sup>(1)</sup> 12/31/2007                                | Common Shares of Beneficial Interest                          | 1,785                         |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                             |       |
|---|---------------|-----------|-----------------------------|-------|
|   | Director      | 10% Owner | Officer                     | Other |
| MOLOTSKY BRAD A<br>401 PLYMOUTH ROAD<br>SUITE 500<br>PLYMOUTH MEETING, PA 19462 |               |           | General Counsel & Secretary |       |

## Signatures

Brad A. Molotsky 03/20/2006

\*\*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 five equal installments on January 1, 1999, 2000, 2001, 2002, and 2003

(2) The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person.

(3) The option vested in 4 equal installments on July 1, 2000, 2001, 2002, and 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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