HAVNER RONALD L JR

Form 4

March 03, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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obligations may continue. See Instruction

(Middle)

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).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * HAVNER RONALD L JR

2. Issuer Name and Ticker or Trading

Symbol

PS BUSINESS PARKS INC/CA [PSB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

C/O PS BUSINESS PARKS,

(First)

(Month/Day/Year)

3. Date of Earliest Transaction

03/02/2009

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

INC., 701 WESTERN AVENUE

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

GLENDALE, CA 91201

(City)	(State) (Zi	p) Table I	- Non-De	rivative Se	ecurities Acqui	red, Disposed of	, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	ion(A) or D (Instr. 3,	(A) or	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 Stock					(=)	68,548	I	By Family Trust (1)
Common Stock						10,000	I	By Foundation (2)
Common Stock						500	I	By IRA (3)
Common Stock						500	I	By IRA (4)
	03/02/2009		P	4,245	A	18,046	I	

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Depositary Shares Representing Series H Preferred Stock	\$ 14.75		By Family Trust (1)
Depositary Shares Representing Series H Preferred Stock	5,401	I	By IRA (3)
Depositary Shares Representing Series H Preferred Stock	19,107	I	By IRA (4)
Depositary Shares Representing Series I Preferred Stock	7,300	I	By IRA (4)
Depositary Shares Representing Series L Preferred Stock	100	I	By Family Trust (1)
Depositary Shares Representing Series M Preferred Stock	6,800	I	By Family Trust (1)
Depositary Shares Representing Series O Preferred Stock	2,625	I	By IRA (4)
Depositary Shares Representing Series O Preferred	600	I	By IRA (3)

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Stock

Depositary			
Shares			D _v ,
Representing	1,000	I	By Foundation
Series P	1,000	1	(2)
Preferred			(=)
Stock			
Depositary			
Depositary Shares			
	17.750	T	By Family
Shares	17,750	I	By Family Trust (1)
Shares Representing	17,750	Ι	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

8. Pri Deriv Secu (Instr

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)	5. onNumber 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) (6)	\$ 57.79					05/05/2009	05/05/2018	Common Stock	2,000
Stock Option (right to buy) (6)	\$ 68.9					04/30/2008	04/30/2017	Comon Stock	10,000
Stock Option (right to buy) (5)	\$ 27.48					03/13/2002	03/13/2011	Common Stock	50,000

Stock

buy) (5)

Option (right to \$26.125

08/04/2001 08/04/2010

Common Stock

75,036

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HAVNER RONALD L JR C/O PS BUSINESS PARKS, INC. 701 WESTERN AVENUE GLENDALE, CA 91201

X

Signatures

/s/ Ronald L. Havner, Jr. 03/03/2009

**Signature of Reporting

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) By a family trust of which the reporting person and his spouse are trustees.
- (2) Includes 10,000 shares owned by the Havner Family Foundation, of which Mr. Havner and his wife are co-trustees but with respect to which Mr. and Mrs. Havner disclaim any beneficial interest.
- (3) By a custodian of an IRA for benefit of the reporting person.
- (4) By a custodian of an IRA for benefit of the reporting person's wife.
- (5) Stock options pursuant to the 1997 Stock Option and Incentive Plan.
- (6) Stock Options granted pursuant to the 2003 Stock Option and Incentive Plan; vests in 5 equal annual installments beginning 1 year from date of grant.

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.

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