

NICHOLS ANTHONY A SR
Form 4
November 24, 2008

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 *
NICHOLS ANTHONY A SR

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)
555 EAST LANCASTER AVENUE, SUITE 100
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/24/2008

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

RADNOR, PA 19087

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 Ownership (Instr. 4)
			Code	V	Amount (D) Price		
Common Shares of Beneficial Interest ⁽¹⁾	11/24/2008 ⁽¹⁾	11/24/2008 ⁽¹⁾	S ⁽¹⁾		50,000 ⁽¹⁾	D	
					\$ 3,7474 ⁽¹⁾		
Common Shares of Beneficial Interest ⁽²⁾	11/24/2008 ⁽²⁾	11/24/2008 ⁽²⁾	A ⁽²⁾		0 ⁽²⁾	A	Family Limited Partnership
					\$ 0 ⁽²⁾		
Common Shares of Beneficial Interest ⁽³⁾	11/24/2008 ⁽³⁾	11/24/2008 ⁽³⁾	J		41 ⁽³⁾	A	
					\$ 15.16 ⁽³⁾		
					112,900 ⁽³⁾	D	

Interest ⁽³⁾

Common Shares of Beneficial Interest ⁽⁴⁾	11/24/2008 ⁽⁴⁾	11/24/2008 ⁽⁴⁾	J	38 ⁽⁴⁾	A	\$ 17.49 ⁽⁴⁾	112,938 ⁽⁴⁾	D
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Common Shares of Beneficial Interest ⁽⁵⁾	11/24/2008 ⁽⁵⁾	11/24/2008 ⁽⁵⁾	J	47 ⁽⁵⁾	A	\$ 14.24 ⁽⁵⁾	112,985 ⁽⁵⁾	D
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Common Shares of Beneficial Interest ⁽⁶⁾	11/24/2008 ⁽⁶⁾	11/24/2008 ⁽⁶⁾	J	72 ⁽⁶⁾	A	\$ 9.59 ⁽⁶⁾	113,057 ⁽⁶⁾	D
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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NICHOLS ANTHONY A SR 555 EAST LANCASTER AVENUE SUITE 100 RADNOR, PA 19087	X			

Signatures

Brad A. Molotsky, as Attorney in Fact for Anthony A.
Nichols

11/24/2008

__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) 50,000 shares of common stock sold on 11-21-2008 at an average price of \$3.7474. Shares were sold at a range between \$3.6425 and \$4.01.
- (2) There was no indirect transaction on the above date. The indirect ownership is being disclosed for informational purposes only.
- (3) Includes 41 additional shares acquired upon dividend reinvestment on 01/22/2008 with a transaction price of \$15.16. The information in this report is as of 11-24-2008. The number reported is the nearest whole number.
- (4) Includes 38 additional shares acquired upon dividend reinvestment on 04/21/2008 with a transaction price of \$17.49. The information in this report is as of 11/24/2008. The number reported is the nearest whole number.
- (5) Includes 47 additional shares acquired upon dividend reinvestment on 07/21/2008 with a transaction price of \$14.24. The information in this report is as of 11/24/2008. The number reported is the nearest whole number.
- (6) Includes 72 additional shares acquired upon dividend reinvestment on 10/20/2008 with a transaction price of \$9.59. The information in this report is as of 11/24/2008. The number reported is the nearest whole number.

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.