## Edgar Filing: DUKE REALTY CORP - Form 4

DUKE REAL	LTY CORP										
Form 4											
April 29, 200	)5										
FORM	4									PPROVAL	
Washington, D.C. 20549									OMB Number:	3235-0287	
Check thi	ar								Expires:	January 31,	
if no longer subject to Section 16. Form 4 or				GES IN H SECURI		CIA	LOW	NERSHIP OF	Estimated burden hou response	irs per	
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17(a	) of the		ility Hold	ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40			
(Print or Type F	Responses)										
KENNEDY STEVEN R Symbol				Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
			DUKEF	KEALI Y	CORP	DRE	J	(Che	ck all applicabl	e)	
				Earliest Transaction				Director 10% Owner			
600 E. 96TH	I STREET, SUITI	E 100	(Month/Da 04/27/20	•				Director X Officer (giv below) EV		er (specify	
				endment, Date Original nth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>			
INDIANAP	OLIS, IN 46240								More than One R		
(City)	(State) (A	Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if any		3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)			))	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	04/27/2005			А	2,393	А	<u>(1)</u>	35,280	D		
Common Stock								442 (2)	Ι	By 401(k) Plan	

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

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## 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. Transacti Code (Instr. 8)	5. orNumber 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
Employee Stock Options-Right to Buy	\$ 24.25					(3)	01/28/2008	Common Stock	3,792
Employee Stock Options-Right to Buy	\$ 23.0625					<u>(4)</u>	01/26/2009	Common Stock	4,486
Employee Stock Options-Right to Buy	\$ 20					(5)	01/25/2010	Common Stock	6,322
Employee Stock Options-Right to Buy	\$ 24.98					<u>(6)</u>	01/31/2011	Common Stock	7,547
Employee Stock Options-Right to Buy	\$ 23.35					(7)	01/30/2012	Common Stock	5,907
Employee Stock Options-Right to Buy	\$ 25.42					<u>(8)</u>	02/19/2013	Common Stock	5,426
Employee Stock Options-Right to Buy	\$ 32.51					<u>(9)</u>	01/28/2014	Common Stock	7,071
Employee Stock Options-Right	\$ 32.33					(10)	02/10/2015	Common Stock	24,182

to Buy							
Phantom (11) Stock Units				(11)	(11)	Common Stock	2,715
Reporting Owner	rs						
Reporting Owner Name / Add	iress	R	elationships				
	Director	10% Owner	Officer	Other			
KENNEDY STEVEN R 600 E. 96TH STREET, SUIT INDIANAPOLIS, IN 46240	EET, SUITE 100 EVP, Construction						
Signatures							
Valerie J. Steffen for Steven filed	R. Kennedy per I	POA previou	ısly	04/28/2005			
**Signature of Reporting Person				Date			
Evalenation of D							

## 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).
- Represents an award of restricted stock units pursuant to Rule 16b-3(d) of Section 16b of the Securities Exchange Act of 1934. (1)
- Between February 14, 2005 and April 27, 2005, the Reporting Person acquired 116 shares of DRE's common stock under the Company's (2)401(k) plan.
- (3) The Stock Options vested annually at a rate of 20% per year and were fully vested on 1/28/03.
- The Stock Options vested annually at a rate of 20% per year and were fully vested on 1/26/04. (4)
- (5) The Stock Options vested annually at a rate of 20% per year and were fully vested on 1/25/05.
- The Stock Options vest annually at a rate of 20% per year and will be fully vested on 1/31/06. (6)
- (7) The Stock Options vest annually at a rate of 20% per year and will be fully vested on 1/30/07.
- The Stock Options vest annually at a rate of 20% per year and will be fully vested on 2/19/08. (8)
- The Stock Options vest annually at a rate of 20% per year and will be fully vested on 1/28/09. (9)
- (10) The Stock Options vest annually at a rate of 20% per year and will be fully vested on 2/10/10.
- Represents phantom stock units vested under the 2000 Performance Share Plan of Duke Realty Corporation. Between February 14, 2005 (11) and April 27, 2005, the Reporting Person acquired 167 phantom stock units through dividend reinvestment. The units are valued on a one to one basis to the Company's common stock and are to be settled in cash upon the Reporting Person's 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. 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.