

STOKX EDWARD A
Form 4
March 24, 2010

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
STOKX EDWARD A

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)

(Last) (First) (Middle)

C/O PS BUSINESS PARKS,
INC., 701 WESTERN AVENUE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/22/2010

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
EVP & CHIEF FINANCIAL OFFICER

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
Person

GLENDAL, CA 91201

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	03/22/2010		M		100	A \$ 40.3	11,409 D
Common Stock	03/22/2010		S		100	D \$ 53.52 (3)	11,309 D
Common Stock	03/22/2010		F		463	D \$ 53.32	10,846 D
Common Stock	03/22/2010		F		429	D \$ 53.32	10,417 (1) D
Common Stock	03/23/2010		M		15,508	A \$ 40.3	25,925 (1) D

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Common Stock	03/23/2010	S	15,508	D	\$ <u>(4)</u> 53.604	10,417 ⁽¹⁾	D
Common Stock	03/24/2010	M	19,392	A	\$ 40.3	29,809 ⁽¹⁾	D
Common Stock	03/24/2010	S	19,392	D	\$ <u>(5)</u> 53.851	10,417 ⁽¹⁾	D

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

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(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) ⁽²⁾	\$ 40.3	03/22/2010		M		100		12/15/2004	12/15/2013	Common Stock	100
Stock Option (right to buy) ⁽²⁾	\$ 40.3	03/23/2010		M		15,508		12/15/2004	12/15/2013	Common Stock	15,508
Stock Option (right to buy) ⁽²⁾	\$ 40.3	03/24/2010		M		19,392		12/15/2004	12/15/2013	Common Stock	19,392
Stock Option (right to buy) ⁽²⁾	\$ 52.35							03/15/2011	03/15/2020	Common Stock	35,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STOKX EDWARD A C/O PS BUSINESS PARKS, INC. 701 WESTERN AVENUE GLENDALE, CA 91201			EVP & CHIEF FINANCIAL OFFICER	

Signatures

/s/ Edward A.
Stokx

03/24/2010

**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) Includes 3,534 restricted stock units.

(2) Stock Options granted pursuant to the 2003 Stock Option and Incentive Plan.

Represents weighted average purchase price. These shares were sold at prices ranging between \$53.52 and \$53.53. Full information
(3) regarding the number of shares purchased at each separate price will be provided by the reporting person upon request to the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer.

Represents weighted average purchase price. These shares were sold at prices ranging between \$53.50 and \$53.74. Full information
(4) regarding the number of shares purchased at each separate price will be provided by the reporting person upon request to the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer.

Represents weighted average purchase price. These shares were sold at prices ranging between \$53.50 and \$54.21. Full information
(5) regarding the number of shares purchased at each separate price will be provided by the reporting person upon request to the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer.

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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