

BioMed Realty Trust Inc  
 Form 4  
 January 09, 2014

**FORM 4**

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

OMB APPROVAL

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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 \*  
 McDevitt Matthew G

(Last) (First) (Middle)  
 17190 BERNARDO CENTER DRIVE  
 (Street)

SAN DIEGO, CA 92128

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 BioMed Realty Trust Inc [BMR]

3. Date of Earliest Transaction (Month/Day/Year)  
 01/07/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Executive VP, Real Estate

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 01/07/2014                           |  | M                              |   | 2,804   | A  | 177,902                           |
| Common Stock                    | 01/07/2014                           |  | F                              |   | 854   | D  | \$ 18.37                          |

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

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SEC 1474 (9-02)

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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. 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Performance Units 2012                     | (3)  | 01/07/2014                           |  | M                              | 9,448   | (3)          (3)   | Common Stock  | 9,448                         |
| Performance Units 2013                     | (4)  |                                      |  |                                |   | (4)          (4)   | Common Stock  | 26,516                        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| McDevitt Matthew G<br>17190 BERNARDO CENTER DRIVE<br>SAN DIEGO, CA 92128 |               |           | Executive VP, Real Estate |       |

## Signatures

Jonathan P. Klassen,  
Attorney-In-Fact    01/09/2014

\_\_\_\_\_  
\*\*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) Represents earn-out of previously awarded performance units granted in January 2012.
- (2) Represents payment of tax liability by the forfeiture of shares of common stock to the company incident to the vesting of the reporting person's performance units.  
  
Each performance unit represents a contingent right to receive one share of the company's common stock. 2,804 performance units vested and 6,644 performance units were forfeited on January 7, 2014, based on the company's total stockholder return performance relative to a selected peer group for the two years ended December 31, 2013. The remaining performance units vest in January 2015 based on the company's total stockholder return performance relative to a selected peer group for the three years ended December 31, 2014. The performance units reported represent target performance. The maximum number of remaining performance units which may be earned is 18,896 performance units, and the minimum number of remaining performance units which may be earned is zero performance units.
- (3)
- (4) Each performance unit represents a contingent right to receive one share of the company's common stock. The performance units vest 1/2 each in January 2015 and January 2016 based on the company's total stockholder return performance relative to a selected peer group for the two years ended December 31, 2014 and three years ended December 31, 2015, respectively. The performance units reported represent target performance. The maximum number of performance units which may be earned is 53,032 performance units, and the

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minimum number of performance units which may be earned is zero performance units.

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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