

BioMed Realty Trust Inc  
Form 4  
February 02, 2007

**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

OMB  
Number: 3235-0287  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Kreitzer Gary A

(Last) (First) (Middle)

17140 BERNARDO CENTER  
DRIVE, SUITE 222

(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)

01/31/2007

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)

Exec. VP, Gen. Counsel, & Sec.

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (D)                                                                  | Price                                                             |

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  
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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<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. Transaction<br>Code | 5. Number of<br>Derivative<br>Securities | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|

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| (Instr. 3)                      | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title                      | Amount or<br>Number of<br>Shares |
|---------------------------------|------------------------------------|------------------|------------|------------------------------------------------------------------|------|---|-----|-----|---------------------|--------------------|----------------------------|----------------------------------|
| Limited<br>Partnership<br>Units | <u>(1)</u>                         |                  |            |                                                                  |      |   |     |     | 08/11/2005          | <u>(2)</u>         | Common<br>Stock            | 11,309                           |
| Limited<br>Partnership<br>Units | <u>(1)</u>                         |                  |            |                                                                  |      |   |     |     | 08/11/2005          | <u>(2)</u>         | Common<br>Stock            | 98,406                           |
| Limited<br>Partnership<br>Units | <u>(1)</u>                         |                  |            |                                                                  |      |   |     |     | 08/11/2005          | <u>(2)</u>         | Common<br>Stock            | 80,000                           |
| Limited<br>Partnership<br>Units | <u>(1)</u>                         |                  |            |                                                                  |      |   |     |     | 08/11/2005          | <u>(2)</u>         | Common<br>Stock            | 642,528                          |
| LTIP Units<br><u>(3)</u>        | <u>(3)</u>                         | 01/31/2007       | A          | 45,000                                                           |      |   |     |     | <u>(4)</u>          | <u>(5)</u>         | Common<br>Stock <u>(4)</u> | 45,000                           |

## Reporting Owners

| Reporting Owner Name / Address                                                     | Relationships |           |                                |       |
|------------------------------------------------------------------------------------|---------------|-----------|--------------------------------|-------|
|                                                                                    | Director      | 10% Owner | Officer                        | Other |
| Kreitzer Gary A<br>17140 BERNARDO CENTER DRIVE<br>SUITE 222<br>SAN DIEGO, CA 92128 | X             |           | Exec. VP, Gen. Counsel, & Sec. |       |

## Signatures

Gary A. Kreitzer                      02/02/2007

                                          Date

\*\*Signature of  
Reporting Person

## 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).
- Limited Partnership Units in BioMed Realty, L.P. (the "Operating Partnership"). Limited Partnership Units are redeemable for cash based
- (1) upon the fair market value of an equivalent number of shares of common stock of BioMed Realty Trust, Inc. (the "Company"), or, at the election of the Company, shares of the Company's common stock on a 1-for-1 basis.
- (2) The Limited Partnership Units do not have an expiration date.
- (3) These profits interest units of the Operating Partnership were granted on January 31, 2007 pursuant to the 2004 Incentive Award Plan of the Operating Partnership and the Company. The LTIP Units are subject to time-based restrictions.

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- LTIP Units are subject to vesting 25% on each of January 1, 2008, 2009, 2010 and 2011. Upon the occurrence of certain "triggering events," the LTIP Units can over time achieve full parity with common units of the Operating Partnership for all purposes, and therefore accrete to an economic value equivalent to one share of common stock of the Company on a one-for-one basis. If such parity is reached,
- (4) vested LTIP Units convert to common units of the Operating Partnership and then may be redeemed for cash in an amount equal to the then fair value of an equal number of shares of common stock or converted into an equal number of shares of common stock, as determined by the Company.

- (5) The LTIP Units do not have an expiration date.

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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