

WIBERG ROBERT K
Form 4/A
December 24, 2008

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 *
WIBERG ROBERT K

2. Issuer Name and Ticker or Trading Symbol
BRANDYWINE REALTY TRUST [BDN]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Vice President

(Last) (First) (Middle)
555 EAST LANCASTER AVENUE, SUITE 100
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/22/2008

RADNOR, PA 19087

4. If Amendment, Date Original Filed (Month/Day/Year)
12/22/2008

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Shares of Beneficial Interest	12/18/2008	12/18/2008	P	350	A \$ 6.95	75,789	D
Common Shares of Beneficial Interest ⁽¹⁾						75,789 ⁽¹⁾	D
Common Shares of Beneficial Interest	12/22/2008 ⁽²⁾	12/22/2008 ⁽²⁾	J	V 664 ⁽²⁾	A \$ 15.05 ⁽²⁾	76,453	D

Interest ⁽²⁾

Common Shares of Beneficial Interest ⁽³⁾	12/22/2008 ⁽³⁾	12/22/2008 ⁽³⁾	J	V	8 ⁽³⁾	A	\$ 17.97 ⁽³⁾	76,461	D
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Common Shares of Beneficial Interest ⁽⁴⁾	12/22/2008 ⁽⁴⁾	12/22/2008 ⁽⁴⁾	J	V	20 ⁽⁴⁾	A	\$ 14.46 ⁽⁴⁾	76,481	D
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Common Shares of Beneficial Interest ⁽⁵⁾	12/22/2008 ⁽⁵⁾	12/22/2008 ⁽⁵⁾	J	V	32 ⁽⁵⁾	A	\$ 9.36 ⁽⁵⁾	76,513	D
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Common Shares of Beneficial Interest ⁽⁶⁾	12/22/2008 ⁽⁶⁾	12/22/2008 ⁽⁶⁾	J	V	0 ⁽⁶⁾	A	\$ 0 ⁽⁶⁾	517	I	Owned by Spouse
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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.

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
Executive Vice President

WIBERG ROBERT K
555 EAST LANCASTER AVENUE
SUITE 100
RADNOR, PA 19087

Signatures

Brad A. Molotsky, as Attorney in Fact for Robert K.
Wiberg

12/24/2008

__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) This Form 4 amends the earlier Form 4, filed on December 22, 2008, in order to accurately reflect shares purchased through the ESPP plan. The Form 4 mistakenly included 459 shares that had been previously reported on the March 18, 2008 Form 4.
- (2) Includes 664 shares acquired on June 3, 2008 with a transaction price of \$15.05 in a transaction exempt from Section 16(b) of the Securities Exchange Act under Brandywine Realty Trust's ESPP.
- (3) Includes 8 additional shares acquired upon dividend reinvestment within the ESPP on April 23, 2008 with a transaction price of \$17.97. The information in this report is as of 12-22-2008. The number reported is the nearest whole number.
- (4) Includes 20 additional shares acquired upon dividend reinvestment within the ESPP on July 23, 2008 with a transaction price of \$14.46. The information in this report is as of 12-22-2008. The number reported is the nearest whole number.
- (5) Includes 32 additional shares acquired upon dividend reinvestment within the ESPP on October 22, 2008 with a transaction price of \$9.38. The information in this report is as of 12-22-2008. The number reported is the nearest whole number.
- (6) There was no indirect transaction on the above date. The indirect ownership is being disclosed for informational purposes only.

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.