Edgar Filing: Gold Alan D - Form 4

Gold Alan D Form 4 January 04, 2										
FORM	4								PPROVAL	
Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287		
subject to				GES IN BENEFICIAL OWNERSHIP O SECURITIES				Expires: January 31, 2005 Estimated average burden hours per		
Form 4 orresponse0.5Form 5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,5obligationsSection 17(a) of the Public Utility Holding Company Act of 1935 or Section30(h) of the Investment Company Act of 19401(b).30(h) of the Investment Company Act of 1940										
(Print or Type Responses)										
1. Name and A Gold Alan D	er Name and Ticker or Trading ed Realty Trust Inc [BMR]				5. Relationship of Reporting Person(s) to Issuer					
(Lost)	(First) (M		•	-		.1	(Chec	k all applicable	e)	
			e of Earliest Transaction h/Day/Year) 8/2006				X Director 10% Owner X Officer (give title Other (specify below) below) Chairman, President and CEO			
(Street) 4. If Amer			ndment, Date Original			6. Individual or Joint/Group Filing(Check				
SAN DIEGO	onth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State) ((Zip) Tab			•					
		140				-	uired, Disposed of		-	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	on(A) or Dis (D) (Instr. 3, 4	sposed	l of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	12/28/2006		D <u>(1)</u>	65,000	D	<u>(1)</u>	122,927	D		

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)

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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. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerci Expiration Dat (Month/Day/Y	te	7. Title and 2 Underlying 5 (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Limited Partnership Units	<u>(2)</u>					08/11/2005	(3)	Common Stock	17,144
Limited Partnership Units	<u>(2)</u>					08/11/2005	(3)	Common Stock	161,894
Limited Partnership Units	<u>(2)</u>					08/11/2005	(3)	Common Stock	1,141,74
LTIP Units (4)	<u>(4)</u>	12/28/2006		А	65,000	(5)	(6)	Common Stock (5)	65,000

Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address				
	Director 10% Owner Officer		Other	
Gold Alan D 17140 BERNARDO CENTER DRIVE SUITE 222 SAN DIEGO, CA 92128	х		Chairman, President and CEO	
Signatures				
Gary A. Kreitzer, Attorney-In-Fact	01/03/20	07		

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).

Date

BioMed Realty Trust, Inc. (the "Company") granted to the reporting person shares of restricted stock pursuant to the Company?s 2004 Incentive Award Plan, as amended (the "Plan"). The reporting person is forfeiting part of the unvested portion of his awards of shares of

(1) Incentive Award Fran, as anended (the France). The reporting person is forfering part of the unvested portion of his awards of shares of restricted stock of the Company made pursuant to the Plan in exchange for an equal number of LTIP Units of BioMed Realty, L.P. (the "Operating Partnership").

Limited Partnership Units in the Operating Partnership. Limited Partnership Units are redeemable for cash based upon the fair market(2) value of an equivalent number of shares of the Company's Common Stock, or, at the election of the Company, shares of the Company's Common Stock on a 1-for-1 basis.

(3) The Limited Partnership Units do not have an expiration date.

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These profits interest units of the Operating Partnership were granted on December 28, 2006 in exchange for an equal number of shares of
 (4) restricted stock that were granted originally pursuant to the Company?s 2004 Incentive Award Plan and that were forfeited in exchange for the LTIP Units. The LTIP Units are subject to time based restrictions.

LTIP Units are subject to vesting 25,000 on January 1, 2007, 25,000 on January 1, 2008 and 15,000 on January 1, 2009. Upon the occurrence of certain "triggering events," the LTIP Units can over time achieve full parity with common units of the Operating

- (5) 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, 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.
- (6) 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. 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.