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

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): November 9, 2017**

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**BRANDYWINE REALTY TRUST  
BRANDYWINE OPERATING PARTNERSHIP, L.P.**  
(Exact name of registrant as specified in charter)

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Maryland (Brandywine Realty Trust)	001-9106	23-2413352
Delaware (Brandywine Operating Partnership, L.P.) (State or Other Jurisdiction of Incorporation or Organization)	000-24407 (Commission file number)	23-2862640 (I.R.S. Employer Identification Number)
2929 Walnut Street Suite 1700 Philadelphia, PA 19104 (Address of principal executive offices) (Zip Code)		
(610) 325-5600 (Registrant's telephone number, including area code)		

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Brandywine Realty Trust:

Emerging growth company

Brandywine Operating Partnership, L.P.:

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 9.01. Financial Statements and Exhibits**

We are filing as Exhibits 12.1 and 12.2, respectively, to this Current Report on Form 8-K, and incorporating herein by reference, the Computation of Ratio of Earnings to Combined Fixed Charges and Preferred Share Distributions of Brandywine Realty Trust and the Computation of Ratio of Earnings to Combined Fixed Charges of Brandywine Operating Partnership, L.P.

For the purpose of calculating Brandywine Realty Trust's ratios of earnings to combined fixed charges and preferred share distributions, earnings have been calculated by adding fixed charges, distributed income of equity investees, and amortization of capitalized interest to income (loss) from continuing operations before non-controlling interest and equity in earnings from unconsolidated real estate ventures, less capitalized interest and preferred distributions of consolidated subsidiaries. Fixed charges consist of interest costs (whether expensed or capitalized), amortization of deferred financing costs, amortization of discounts or premiums related to indebtedness, Brandywine Realty Trust's share of interest expense from unconsolidated equity method investments, the interest portion of rent expense and preferred distributions of consolidated subsidiaries. Preferred distributions include income allocated to holders of Brandywine Realty Trust's preferred shares.

For the purpose of calculating Brandywine Operating Partnership L.P.'s ratios of earnings to combined fixed charges, earnings have been calculated by adding fixed charges, distributed income of equity investees, and amortization of capitalized interest to income (loss) from continuing operations before non-controlling interest and equity in earnings from unconsolidated real estate ventures, less capitalized interest. Fixed charges consist of interest costs (whether expensed or capitalized), amortization of deferred financing costs, amortization of discounts or premiums related to indebtedness, Brandywine Operating Partnership L.P.'s share of interest expense from unconsolidated equity method investments, and the interest portion of rent expense.

<u>Exhibit</u>	<u>Description</u>
12.1	<a href="#">Statement re Computation of Ratios of Brandywine Realty Trust</a>
12.2	<a href="#">Statement re Computation of Ratios of Brandywine Operating Partnership, L.P.</a>

**Signatures**

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrants have duly caused this report to be signed on their behalf by the undersigned, hereunto duly authorized.

BRANDYWINE REALTY TRUST

By: /s/ Thomas E. Wirth  
Thomas E. Wirth  
Executive Vice President and  
Chief Financial Officer

BRANDYWINE OPERATING PARTNERSHIP, L.P.

By: BRANDYWINE REALTY TRUST, ITS GENERAL PARTNER

By: /s/ Thomas E. Wirth  
Thomas E. Wirth  
Executive Vice President and  
Chief Financial Officer

Date: November 9, 2017

**Brandywine Realty Trust**  
**Computation of Ratio of Earnings to Combined Fixed Charges and Preferred Share Distributions**  
(in thousands)

	For the nine months ended September 30, 2017	2016	For the years ended December 31,			2012
	2015	2014	2013			
<b>Earnings before fixed charges:</b>						
<b>Add:</b>						
Income (loss) from continuing operations before non-controlling interest and equity in income (loss) from unconsolidated real estate ventures	\$ 53,402	\$ 52,004	\$ (29,929)	\$ 6,814	\$ 35,318	\$ (40,050)
Distributed income of equity investees	(5,188)	622	1,223	1,164	1,650	1,224
Amortization of capitalized interest	3,810	4,899	4,277	3,840	3,557	3,538
Fixed charges - per below	66,766	101,574	129,307	138,007	132,146	147,077
<b>Less:</b>						
Capitalized interest	(2,975)	(12,835)	(12,150)	(6,803)	(3,137)	(2,560)
<b>Earnings before fixed charges</b>	<u>\$ 115,815</u>	<u>\$ 146,264</u>	<u>\$ 92,728</u>	<u>\$ 143,022</u>	<u>\$ 169,534</u>	<u>\$ 109,229</u>
<b>Fixed charges and Preferred Distributions:</b>						
Interest expense from continuing operations (including amortization)	\$ 63,280	\$ 88,083	\$ 116,511	\$ 130,621	\$ 127,585	\$ 142,982
Capitalized interest	2,975	12,835	12,150	6,803	3,137	2,560
Ground leases and other	511	656	646	583	1,424	1,535
<b>Total Fixed Charges</b>	<u>66,766</u>	<u>101,574</u>	<u>129,307</u>	<u>138,007</u>	<u>132,146</u>	<u>147,077</u>
<b>Income allocated to preferred shareholders</b>	<u>2,032</u>	<u>6,900</u>	<u>6,900</u>	<u>6,900</u>	<u>6,900</u>	<u>10,405</u>
<b>Total Preferred Distributions</b>	<u>2,032</u>	<u>6,900</u>	<u>6,900</u>	<u>6,900</u>	<u>6,900</u>	<u>10,405</u>
<b>Total combined fixed charges and preferred distributions</b>	<u>\$ 68,798</u>	<u>\$ 108,474</u>	<u>\$ 136,207</u>	<u>\$ 144,907</u>	<u>\$ 139,046</u>	<u>\$ 157,482</u>
<b>Ratio of earnings to combined fixed charges and preferred distributions</b>	<u>1.68</u>	<u>1.35</u>	<u>(a)</u>	<u>(a)</u>	<u>1.22</u>	<u>(a)</u>

- (a) Brandywine's ratio of earnings to combined fixed charges and preferred share distributions was less than 1.00:1.00 because of its losses in the relevant periods. Brandywine would have needed to generate additional earnings of \$43,479 for the year ended December 31, 2015, \$1,885 for the year ended December 31, 2014 and \$48,253 for the year ended December 31, 2012 in order to achieve a coverage ratio of 1.00:1.00.

**Brandywine Operating Partnership, L.P.**  
**Computation of Ratio of Earnings to Combined Fixed Charges**  
**(in thousands)**

	For the nine months ended September 30, 2017	2016	For the years ended December 31,			2012
			2015	2014	2013	
<b>Earnings before fixed charges:</b>						
<b>Add:</b>						
Income (loss) from continuing operations before non-controlling interest and equity in income (loss) from unconsolidated real estate ventures	\$ 53,402	\$ 52,004	\$ (29,929)	\$ 6,814	\$ 35,318	\$ (40,050)
Distributed income of equity investees	(5,188)	622	1,223	1,164	1,650	1,224
Amortization of capitalized interest	3,810	4,899	4,277	3,840	3,557	3,538
Fixed charges - per below	66,766	101,574	129,307	138,007	132,146	147,077
<b>Less:</b>						
Capitalized interest	(2,975)	(12,835)	(12,150)	(6,803)	(3,137)	(2,560)
<b>Earnings before fixed charges</b>	<u>\$ 115,815</u>	<u>\$ 146,264</u>	<u>\$ 92,728</u>	<u>\$ 143,022</u>	<u>\$ 169,534</u>	<u>\$ 109,229</u>
<b>Fixed charges:</b>						
Interest expense from continuing operations (including amortization)	\$ 63,280	\$ 88,083	\$ 116,511	\$ 130,621	\$ 127,585	\$ 142,982
Capitalized interest	2,975	12,835	12,150	6,803	3,137	2,560
Ground leases and other	511	656	646	583	1,424	1,535
<b>Total Fixed Charges</b>	<u>\$ 66,766</u>	<u>\$ 101,574</u>	<u>\$ 129,307</u>	<u>\$ 138,007</u>	<u>\$ 132,146</u>	<u>\$ 147,077</u>
<b>Ratio of earnings to combined fixed charges</b>	<u>1.73</u>	<u>1.44</u>	<u>(a)</u>	<u>1.04</u>	<u>1.28</u>	<u>(a)</u>

- (a) The Operating Partnership's ratio of earnings to fixed charges was less than 1.00:1.00 because of losses in the relevant periods. The Operating Partnership would have needed to generate additional earnings of \$36,579 for the year ended December 31, 2015 and \$37,848 for the year ended December 31, 2012 in order to achieve a coverage ratio of 1.00:1.00.