

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name Brandywine Realty Trust		2 Issuer's employer identification number (EIN) 23-2413352	
3 Name of contact for additional information Daniel Palazzo	4 Telephone No. of contact 610-832-7411	5 Email address of contact daniel.palazzo@bdnreit.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 2929 Walnut Street, Suite 1700		7 City, town, or post office, state, and ZIP code of contact Philadelphia, PA 19104	
8 Date of action 1/22/2019, 4/18/2019, 7/19/2019, 10/17/2019		9 Classification and description Common Stock	
10 CUSIP number 105368203	11 Serial number(s)	12 Ticker symbol BDN	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **BDN MADE QUARTERLY CASH DISTRIBUTIONS TO ITS COMMON SHAREHOLDERS DURING THE 2019 TAX YEAR. A PORTION OF THESE DISTRIBUTIONS REPRESENTS NON-DIVIDEND DISTRIBUTIONS. THESE NON-DIVIDEND DISTRIBUTIONS WERE PAID ON JANUARY 22, 2019, APRIL 18, 2019, JULY 19, 2019 AND OCTOBER 17, 2019.**

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **THE BASIS OF THE SECURITY SHOULD BE REDUCED BY \$0.036155 PER COMMON STOCK ON JULY 22, 2019; BY \$0.036155 PER COMMON STOCK ON APRIL 18, 2019; BY \$0.036155 PER COMMON STOCK ON JULY 19, 2019; AND BY \$0.036155 PER COMMON STOCK ON OCTOBER 17, 2019.**

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **THE NON-DIVIDEND DISTRIBUTIONS REPRESENT DISTRIBUTIONS ASSOCIATED WITH THE 2019 TAX YEAR WHICH ARE IN EXCESS OF THE CURRENT YEAR AND ACCUMULATED EARNINGS AND PROFITS.**

Part II Organizational Action *(continued)*

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ I.R.C SECTION 301(C)(2).

18 Can any resulting loss be recognized? ▶ N/A

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The reportable tax year is 2019.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here
Signature ▶ *Daniel Palazzo* Date ▶ 1/17/20

Paid Preparer Use Only	Print your name ▶ <u>Dan Palazzo</u>	Preparer's signature	Date ▶ <u>1/17/20</u>	Title ▶ <u>Chief Accounting Officer</u>	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶	
	Firm's address ▶				Phone no.	