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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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			of occurrence of the investment company for of 1540						
	ddress of Reporting F		2. Issuer Name and Ticker or Trading Symbol BRANDYWINE REALTY TRUST [BDN]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>SWEENEY GERARD H</u>				X	Director	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Dav/Year)	- x	Officer (give title below)	Other (specify below)			
2929 WALNUT ST.			11/26/2019		President and CEO				
SUITE 170	0								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Group Filin	g (Check Applicable			
		19104		X	Form filed by One Reporting Person				
			—		Form filed by More that Person	n One Reporting			
(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)	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
				v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Shares of Beneficial Interest	11/26/2019		М		10,068	A	\$11.31	1,319,652	D		
Common Shares of Beneficial Interest	11/26/2019		S		10,068	D	\$15.5	1,309,584	D		
Common Shares of Beneficial Interest	11/27/2019		М		104,932	A	\$11.31	1,414,516	D		
Common Shares of Beneficial Interest	11/27/2019		S		104,932	D	\$ 15.5032 ⁽¹⁾	1,309,584	D		

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 Derivative Securities Acquired (or Dispose of (D) (Inst 3, 4 and 5)		vative urities uired (A) visposed D) (Instr.	6. Date Exerc Expiration Da (Month/Day/N	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Stock Option (right to buy)	\$11.31	11/26/2019		М			10,068	03/04/2013	03/04/2020	Common Shares of Beneficial Interest	10,068	\$0.00	104,932	D	
Stock Option (right to buy)	\$11.31	11/27/2019		М			104,932	03/04/2013	03/04/2020	Common Shares of Beneficial Interest	104,932	\$0.00	0	D	

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.50 to \$15.51, inclusive. The reporting person undertakes to provide to Brandywine Realty Trust, any security holder of Brandywine Realty Trust, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote(1) to this Form 4.

Remarks:

/s/ Gerard H. Sweeney

<u>11/29/2019</u> Date

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.