#### HAVNER RONALD L JR

Form 4

November 05, 2010

#### FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** OMB

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * HAVNER RONALD L JR             | 2. Issuer Name and Ticker or Trading<br>Symbol<br>PS BUSINESS PARKS INC/CA<br>[PSB] | 5. Relationship of Reporting Person(s) to<br>Issuer  (Check all applicable)                             |
|--|---|---|
| (Last) (First) (Middle)  C/O PS BUSINESS PARKS, INC., 701 WESTERN AVENUE | 3. Date of Earliest Transaction (Month/Day/Year) 11/04/2010                         | X Director 10% Owner Officer (give title below) Other (specify below)                                   |
| (Street)   | 4. If Amendment, Date Original Filed(Month/Day/Year)                                | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person |

#### GLENDALE, CA 91201

Form filed by More than One Reporting

| (City)                               | (State) (Zıp                         | Table I   | - Non-Der                              | ivative Se                         | curitie | s Acqui | red, Disposed of,  | or Beneficia   | lly Owned   |
|--------------------------------------|--------------------------------------|---|--|------------------------------------|---------|---------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Security on(A) or Di (Instr. 3, | sposed  | of (D)  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock                      |                                      |   |  |                                    | ,       |         | 143,584  | I  | By Family<br>Trust (1)  |
| Common<br>Stock                      |                                      |   |  |                                    |         |         | 4,000  | I  | By Foundation (2)   |
| Common<br>Stock                      |                                      |   |  |                                    |         |         | 500  | I  | By IRA (3)  |
| Common<br>Stock                      |                                      |   |  |                                    |         |         | 500  | I  | By IRA (4)  |
|                                      |                                      |   |  |                                    |         |         | 18,046   | I  |   |

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| Depositary Shares Representing Series H Preferred Stock |        |   | By Family<br>Trust (1) |
|---|--------|---|------------------------|
| Depositary Shares Representing Series H Preferred Stock | 5,401  | I | By IRA (3)             |
| Depositary Shares Representing Series H Preferred Stock | 19,107 | I | By IRA (4)             |
| Depositary Shares Representing Series I Preferred Stock | 7,300  | I | By IRA (4)             |
| Depositary Shares Representing Series L Preferred Stock | 100    | I | By Family<br>Trust (1) |
| Depositary Shares Representing Series M Preferred Stock | 6,800  | I | By Family<br>Trust (1) |
| Depositary Shares Representing Series O Preferred Stock | 2,625  | I | By IRA (4)             |
| Depositary Shares Representing Series O Preferred       | 600    | I | By IRA (3)             |

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| Depositary Shares Representing Series P Preferred Stock                | 11/04/2010 | S | 200 | D | \$<br>24.67 | 800    | I | By<br>Foundation       |
|--|------------|---|-----|---|-------------|--------|---|------------------------|
| Depositary<br>Shares<br>Representing<br>Series P<br>Preferred<br>Stock |            |   |     |   |             | 46,772 | I | By Family<br>Trust (1) |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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8. Pri Deriv Secu (Instr

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. onNumber 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) |                                     |
|---|---|---|--|--|---|--|--------------------|---|-------------------------------------|
|   |   |   |  | Code V                                 | (A) (D)   | Date<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |
| Stock<br>Option<br>(right to<br>buy) (6)            | \$ 60.82  |   |  |  |   | 05/03/2011   | 05/03/2020         | Common<br>Stock   | 2,000                               |
| Stock Option (right to buy) (6)                     | \$ 43.84  |   |  |  |   | 05/04/2010   | 05/04/2019         | Common<br>Stock   | 2,000                               |
| Stock<br>Option<br>(right to<br>buy) (6)            | \$ 57.79  |   |  |  |   | 05/05/2009   | 05/05/2018         | Common<br>Stock   | 2,000                               |

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| Stock<br>Option<br>(right to<br>buy) (6) | \$ 68.9  | 04/30/2008 | 04/30/2017 | Comon<br>Stock  | 10,000 |
|--|----------|------------|------------|-----------------|--------|
| Stock Option (right to buy) (5)          | \$ 27.48 | 03/13/2002 | 03/13/2011 | Common<br>Stock | 50,000 |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
|                                | Director      | 10% Owner | Officer | Other |  |  |  |
| AVNED DONALD LID               |               |           |         |       |  |  |  |

HAVNER RONALD L JR C/O PS BUSINESS PARKS, INC. 701 WESTERN AVENUE GLENDALE, CA 91201



## **Signatures**

/s/ Ronald L. Havner, Jr. 11/05/2010

\*\*Signature of Reporting Date
Person

## **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) By a family trust of which the reporting person and his spouse are trustees.
- (2) Shares owned by the Havner Family Foundation, of which Mr. Havner and his wife are co-trustees but with respect to which Mr. and Mrs. Havner disclaim any beneficial interest.
- (3) By a custodian of an IRA for benefit of the reporting person.
- (4) By a custodian of an IRA for benefit of the reporting person's wife.
- (5) Stock options pursuant to the 1997 Stock Option and Incentive Plan.
- (6) Stock options granted pursuant to the 2003 Stock Option and Incentive Plan; vests in 5 equal annual installments beginning 1 year from date of grant.

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.

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