

HAVNER RONALD L JR

Form 4

February 15, 2012

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 OF
SECURITIES**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HAVNER RONALD L JR

2. Issuer Name **and** Ticker or Trading
Symbol
PS BUSINESS PARKS INC/CA
[PSB]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
02/13/2012

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

C/O PS BUSINESS PARKS,
INC., 701 WESTERN AVENUE

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

GLENDAL, CA 91201

(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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock					193,584	I	By Family Trust ⁽¹⁾
Common Stock					4,000	I	By Foundation ⁽²⁾
Common Stock					500	I	By IRA ⁽³⁾
Common Stock					500	I	By IRA ⁽⁴⁾
					18,046	I	

Depository Shares Representing Series H Preferred Stock									By Family Trust ⁽¹⁾
Depository Shares Representing Series H Preferred Stock						5,401	I		By IRA ⁽³⁾
Depository Shares Representing Series H Preferred Stock						19,107	I		By IRA ⁽⁴⁾
Depository Shares Representing Series I Preferred Stock						7,300	I		By IRA ⁽⁴⁾
Depository Shares Representing Series L Preferred Stock						0 ⁽⁶⁾	I		By Family Trust ⁽¹⁾
Depository Shares Representing Series M Preferred Stock						6,800	I		By Family Trust ⁽¹⁾
Depository Shares Representing Series O Preferred Stock	02/13/2012		J ⁽⁷⁾	2,625	D	\$ 25 0	I		By IRA ⁽⁴⁾
Depository Shares Representing Series P Preferred						46,772	I		By Family Trust ⁽¹⁾

Stock

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

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(9-02)

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 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)		8. Pri Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy) ⁽⁵⁾	\$ 60.66					05/02/2012	05/02/2021	Common Stock	2,000	
Stock Option (right to buy) ⁽⁵⁾	\$ 60.82					05/03/2011	05/03/2020	Common Stock	2,000	
Stock Option (right to buy) ⁽⁵⁾	\$ 43.84					05/04/2010	05/04/2019	Common Stock	2,000	
Stock Option (right to buy) ⁽⁵⁾	\$ 57.79					05/05/2009	05/05/2018	Common Stock	2,000	
Stock Option (right to buy) ⁽⁵⁾	\$ 68.9					04/30/2008	04/30/2017	Comon Stock	10,000	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HAVNER RONALD L JR C/O PS BUSINESS PARKS, INC. 701 WESTERN AVENUE GLENDALE, CA 91201	X

Signatures

/s/ Ronald L.
Havner, Jr. 02/15/2012

__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 granted pursuant to the 2003 Stock Option and Incentive Plan; vests in 5 equal annual installments beginning 1 year from date of grant.
- (6) The previously reported 100 Depositary Shares representing Series L Preferred Stock were redeemed by the issuer at \$25 per share.
- (7) The reported securities were called for redemption by the issuer at \$25 per share.

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