## Edgar Filing: PENNSYLVANIA REAL ESTATE INVESTMENT TRUST - Form 4

#### PENNSYLVANIA REAL ESTATE INVESTMENT TRUST

Form 4

January 31, 2014

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

10% Owner

Other (specify

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **RUBIN GEORGE F** Issuer Symbol PENNSYLVANIA REAL ESTATE (Check all applicable) INVESTMENT TRUST [PEI] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_ Director X\_ Officer (give title (Month/Day/Year) below) C/O PENN. REAL ESTATE 01/30/2014 Vice Chairman INVESTMENT TRUST, 200 S. BROAD ST., THE BELLEVUE (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

(State)

(Zin)

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting Person

### PHILADEPHIA, PA 19102

(City)

(City)	(State) (A	Table Table	I - Non-Do	erivative S	ecurit	ies Acqui	ired, Disposed of,	or Beneficiall	y 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. Securition(A) or Dis (Instr. 3, 4)	posed	of (D)	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)
Shares of Beneficial Interest, par value \$1.00 per share	01/30/2014		A	46,643	, ,	\$ 0	239,314 (2)	D	
Shares of Beneficial Interest, par value \$1.00 per share	01/30/2014		F	16,003	D	\$ 18.44	223,311 (2)	D	

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Shares of Beneficial Interest, par value \$1.00 per share	97,999	I	By Trust
Shares of Beneficial Interest, par value \$1.00 per share	27,800	I	By Trust
Shares of Beneficial Interest, par value \$1.00 per share	7,834	I	By Trust
Shares of Beneficial Interest, par value \$1.00 per share	5,000	I	By Trust
Shares of Beneficial Interest, par value \$1.00 per share	750	I	By Trust
Shares of Beneficial Interest, par value \$1.00 per share	900	I	By Trust
Shares of Beneficial Interest, par value \$1.00 per share	1,063	I	By Spouse (8)

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

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 control number.

SEC 1474

(9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr.	8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Securities (Instr. 3 and 4)		(Instr. 5)	
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

# **Reporting Owners**

Reporting Owner Name / Address	Kelationships							
1000	Director	10% Owner	Officer	Other				
RUBIN GEORGE F								
C/O PENN. REAL ESTATE INVESTMENT TRUST	X		Vice					
200 S. BROAD ST., THE BELLEVUE	Λ		Chairman					
PHILADEPHIA, PA 19102								

# **Signatures**

Kyla Rivera 01/31/2014

\*\*Signature of Person Date

\*\*Reporting 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) Award of shares in respect of performance-contingent RSUs earned and vested under the 2011-2013 RSU plan.
- (2) Includes 6,206 total shares held in an employee share purchase plan.
- (3) These shares are held by trusts of which Mr. Rubin is a trustee. Mr. Rubin disclaims beneficial ownership of these shares.
- (4) These securities are held by the Non-QTIP Marital Trust U/W of Richard I. Rubin, a trust of which Mr. Rubin is a trustee and a beneficiary.
- (5) These shares are held by a trust of which Mr. Rubin is a trustee and a beneficiary.
- (6) These shares are held by trusts of which Mr. Rubin is a trustee. Mr. Rubin disclaims beneficial ownership of these shares.
- (7) Held by a trust, the beneficiary of which is Mr. Rubin's daughter. Mr. Rubin disclaims beneficial ownership of these shares.
- (8) Held by Mr. Rubin's spouse. Mr. Rubin disclaims beneficial ownership of these shares.

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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