RUBIN GEORGE F

Form 4

March 20, 2009

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** OMB

Number:

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January 31, 2005

0.5

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response...

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

obligations

Check this box

**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

may continue. See Instruction

30(h) of the Investment Company Act of 1940 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* RUBIN GEORGE F

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

below)

Symbol

PENNSYLVANIA REAL ESTATE INVESTMENT TRUST [PEI]

(Check all applicable)

Vice Chairman

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

\_X\_\_ Director X\_ Officer (give title

10% Owner Other (specify

C/O PENN. REAL ESTATE INVESTMENT TRUST, THE BELLEVUE, 200 SOUTH BROAD

**STREET** 

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

(Month/Day/Year)

03/18/2009

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

PHILADELPHIA, PA 19102

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Code V Amount (D) Price

Transaction(s)

Reported

(Instr. 3 and 4)

Shares of

Beneficial

Interest, par 03/18/2009 value \$1.00

A 77,410 A (1)

162,539

per share Shares of

Beneficial

72,929

Ι

D

By Trust

Interest, par value \$1.00

1

### Edgar Filing: RUBIN GEORGE F - Form 4

per share						
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 (5)			
Shares of Beneficial Interest, par value \$1.00 per share	750	I	By Trust (5)			
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 Trust			
Demindent Depart on a compared line for each class of according homoficially around directly on indirectly						

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)

2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration Date	Amount of	Derivative	Deriv
or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
Derivative				Securities	S	(Instr. 3 and 4)		Owne
Security				Acquired				Follo
				(A) or				Repo
	Conversion or Exercise Price of Derivative	Conversion (Month/Day/Year) or Exercise Price of Derivative	Conversion (Month/Day/Year) Execution Date, if or Exercise any Price of (Month/Day/Year) Derivative	Conversion (Month/Day/Year) Execution Date, if Transaction or Exercise any Code Price of (Month/Day/Year) (Instr. 8) Derivative	Conversion (Month/Day/Year) Execution Date, if TransactionNumber or Exercise any Code of Price of (Month/Day/Year) (Instr. 8) Derivative Security Security Execution Date, if TransactionNumber or Ode of (Month/Day/Year) (Instr. 8) Derivative Securities Acquired	Conversion (Month/Day/Year) Execution Date, if TransactiorNumber Expiration Date or Exercise any Code of (Month/Day/Year)  Price of (Month/Day/Year) (Instr. 8) Derivative  Derivative Security Securities  Acquired	Conversion (Month/Day/Year) Execution Date, if TransactionNumber Expiration Date Amount of or Exercise any Code of (Month/Day/Year) Underlying Price of (Month/Day/Year) (Instr. 8) Derivative Securities  Derivative Security Securities Acquired	Conversion (Month/Day/Year) Execution Date, if or Exercise any Code of (Month/Day/Year) Underlying Security  Price of (Month/Day/Year) (Instr. 8) Derivative  Security Securities (Instr. 3 and 4)  Security Security

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Disposed
of (D)
(Instr. 3,
4, and 5)

Code V (A) (D) Date Expiration Title Amount
Exercisable Date or

Number of Shares

## **Reporting Owners**

Reporting Owner Name / Address	Relationships				
. 0	Director	10% Owner	Officer	Other	
RUBIN GEORGE F					
C/O PENN. REAL ESTATE INVESTMENT TRUST	X		Vice		
THE BELLEVUE, 200 SOUTH BROAD STREET	Λ		Chairman		
PHILADELPHIA, PA 19102					

# **Signatures**

George Rubin 03/20/2009

\*\*Signature of 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) Grant of restricted shares for no consideration.
- (2) These shares are held by trusts of which Mr. Rubin is a trustee. Mr. Rubin disclaims beneficial ownership of these shares.
- (3) These securities are held by the Non-QTIP Marital Trust U/W of Richard I. Rubin (the "Marital Trust"), a trust of which Mr. Rubin is a trustee and a beneficiary.
- (4) These shares are held by a trust of which Mr. Rubin is a trustee and a beneficiary.
- (5) These shares are held by trusts of which Mr. Rubin is a trustee. Mr. Rubin disclaims beneficial ownership of these shares.
- (6) Held by a trust, the beneficiary of which is Mr. Rubin's daughter. Mr. Rubin disclaims beneficial ownership of these shares.
- (7) 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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