Edgar Filing: McCadden Robert F - Form 4

McCadden Re Form 4	obert F									
March 14, 20	11									
FORM	4				ID EVO					PPROVAL
	UNITED	STATES		hington, l			GE C	OMMISSION	OMB Number:	3235-0287
Check this if no longe	or.								Expires:	January 31, 2005
subject to Section 16 Form 4 or Form 5	F CHANGES IN BENEFICIAL OW SECURITIES Section 16(a) of the Securities Exchange						Estimated a burden hou response	average		
obligation may conti <i>See</i> Instru- 1(b).	^s nue. Section 17	(a) of the		lity Holdi	ng Comp	any A	Act of	1935 or Section	n	
(Print or Type R	esponses)									
1. Name and Address of Reporting Person <u>*</u> McCadden Robert F			2. Issuer Name and Ticker or Trading Symbol PENNSYLVANIA REAL ESTATE INVESTMENT TRUST [PEI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) C/O PENN. REAL ESTATE INVESTMENT TRUST, 200 SOUTH BROAD STREET			3. Date of Earliest Transaction (Month/Day/Year) 03/10/2011				Director 10% Owner X Officer (give title Other (specify below) below) EVP and CFO			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
PHILADEL	PHIA, PA 1910	2						Form filed by M Person	fore than One Re	porting
(City)	(State)	(Zip)	Table	I - Non-De	rivative Se	ecuriti	es Acq	uired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. (Month/Day/Year) Exe any (Mo			3.4. Securities AcquiredTransaction(A) or Disposed ofCode(D)(Instr. 8)(Instr. 3, 4 and 5)		of	Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Shares of				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Beneficial Interest, par value \$1.00 per share	03/10/2011			А	24,244	А	<u>(1)</u>	164,261 <u>(2)</u>	D	

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

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number.

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	Date	Amou Under Secur	tle and unt of rlying rities : 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
Repo	rting O	wners		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			
McCadden Robert F C/O PENN. REAL ESTATE INVESTMENT TRUST 200 SOUTH BROAD STREET PHILADELPHIA, PA 19102			EVP and CFO				
Signatures							
Robert F							

McCadden 03/14/2011 **Signature of Date

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) Includes 12,109 total shares and 32,464 total shares held in two employee share purchase plans.

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.

Reporting Person