

PS BUSINESS PARKS INC/CA  
 Form 4  
 May 01, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KROPP JAMES H**

(Last) (First) (Middle)

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

(Street)

**GLENDALE, CA 91201-2397**

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**04/30/2012**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

**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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					4,491	I	by IRA <sup>(1)</sup>
Common Stock					6,434	D	
Depository Shares Representing Series L Preferred Stock					1,000	I	by IRA <sup>(1)</sup>

Depository  
 Shares  
 Representing  
 Series P  
 Preferred  
 Stock

1,117            I            by IRA <sup>(1)</sup>

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 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 (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. Amount or Number of Shares
Stock Option (right to buy) <sup>(3)</sup>	\$ 68.25	04/30/2012		A	2,000	04/30/2013 04/30/2022	Common Stock	2,000
Stock Option (right to buy) <sup>(2)</sup>	\$ 60.66					05/02/2012 05/02/2021	Common Stock	2,000
Stock Option (right to buy) <sup>(2)</sup>	\$ 60.82					05/03/2011 05/03/2020	Common Stock	2,000
Stock Option (right to buy) <sup>(2)</sup>	\$ 43.84					05/04/2010 05/04/2019	Common Stock	2,000
Stock Option (right to buy) <sup>(2)</sup>	\$ 57.79					05/05/2009 05/05/2018	Common Stock	2,000

