Edgar Filing: DUKE REALTY CORP - Form 4

DUKE REALTY CORP

Form 4 April 02, 2003

FORM 4

X Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

					lame and T lty Corpor		Pei	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle)				orti	dentification ng Person, v (voluntary			atement for ch/Day/Year 3	10	Director		
(Street) Raleigh,, NC 27602							Date	5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)		Tab	le I Non	-Deriv	ative Secu	rities Acquired, l	Dispose	d of, or Bene	ficially Owned	
1. Title of	2. Trans-	2A. Deemed	3. Trans	s-	Securition	es Acq	uired (A)	5. Amount of		6. Owner-	7. Nature of	
Security	action	Execution	action		or Dispose	d of (I))	Securities		ship Form:	Indirect	
(Instr. 3)	Date	Date,	Code	Code (Instr. 3, 4 & 5)				Beneficially		Direct (D)	Beneficial	
	(Instr. 8	3)				Owned Follow-		or Indirect	Ownership			
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)		(I) (Instr. 4)	(Instr. 4)	
Common Stock	4/1/03		A		400 ⁽¹⁾	A	\$27.8000		10,178	D		

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

(e.g., puts, calls, warrants, options, convertible securities)

		\ 0 /	1,			<u>'</u>			1		
1. Title of	2. Conver-	3.	3A.	4.	5.	Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Natu
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indire
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Benefici
	Price of	Date	Date,	Code	Derivati	(MeIonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownersl
(Instr. 3)	Derivative		if any		Securition	¥gear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acquire	d			Following	ative	
		Day/	Day/	8)	(A) or				Reported	Security:	
		Year)	Year)		Dispose	d			Transaction(s)	Direct	
•	•	•	•	•		•	•	•	•	•	•

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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		Code	of (Ins 3, 4 5) (A)	tr. &	Date Exer-cisable	Expira- tion Date		Amount or Number	(Instr. 4)	(D) or Indirect (I) (Instr. 4)	
								of Shares			
Employee Stock Options-Right to Buy ⁽²⁾	\$22.8261				6/1/97	6/1/07	Common Stock		5,520	D	
Employee Stock Options-Right to Buy ⁽²⁾	\$20.4257				12/31/98		Common Stock	6,900	6,900	D	
Employee Stock Options-Right to Buy(3)	\$20.0000				1/25/01	1/25/10	Common Stock	2,500	2,500	D	
Employee Stock Options-Right to Buy(4)	\$24.9800				1/31/02		Common Stock	2,500	2,500	D	
Employee Stock Options-Right to Buy ⁽⁵⁾	\$23.3500				1/30/03	1/30/12	Common Stock	2,500	2,500	D	
Employee Stock Options-Right to Buy(6)	\$24.9000				1/29/04		Common Stock	2,500	2,500	D	

Explanation of Responses:

- (1) Represents a payment from the issuer's Directors' Stock Payment Plan.
- (2) The Stock Options were fully vested on the grant date.
- (3) The Stock Options vest annually at a rate of 20% per year and will be fully vested on 1/25/05.
- (4) The Stock Options vest annually at a rate of 20% per year and will be fully vested on 1/31/06.
- (5) The Stock Options vest annually at a rate of 20% per year and will be fully vested on 1/30/07.
- (6) The Stock Options vest annually at a rate of 20% per year and will be fully vested on 1/29/08.

By: /s/ James R. Windmiller
Wm. Cavanaugh, III by J. R. Windmiller per POA

prev. filed

**Signature of Reporting Person

April 2, 2003
Date

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).