STOKX EDWARD A Form 4

March 30, 2005

FORM 4

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

OMB Number:

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

obligations

may continue.

Check this box

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * STOKX EDWARD A

2. Issuer Name and Ticker or Trading

Symbol

PS BUSINESS PARKS INC/CA

[PSB]

3. Date of Earliest Transaction (Last) (First) (Middle)

> (Month/Day/Year) 03/28/2005

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

OMB APPROVAL

Expires:

response...

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Director 10% Owner X_ Officer (give title Other (specify

> below) Chief Financial Officer

> > Form: Direct

Indirect (I)

(Instr. 4)

(D) or

Indirect

Beneficial

Ownership

(Instr. 4)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

GLENDALE, CA 91201-2349

701 WESTERN AVENUE

(City) (State) (Zip) 3.

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 6. Ownership 7. Nature of

1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities (Instr. 3) Code Disposed of (D) Beneficially (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) Owned

Following Reported Transaction(s)

or (Instr. 3 and 4) Code V Amount (D) Price

(A)

Common 03/28/2005 A 3,000 Α (1) $3,000^{(1)}$ D Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

Edgar Filing: STOKX EDWARD A - Form 4

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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	7. Title and A Underlying S (Instr. 3 and	Securities	8. Prio Deriv Secur (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy) (2)	\$ 40.3					12/15/2004	12/15/2013	Common Stock	9,000	
Stock Option (right to buy) (2)	\$ 40.3					12/15/2005	12/15/2013	Common Stock	9,000	
Stock Option (right to buy) (2)	\$ 40.3					12/15/2006	12/15/2013	Common Stock	9,000	
Stock Option (right to buy) (2)	\$ 40.3					12/15/2007	12/15/2013	Common Stock	9,000	
Stock Option (right to buy) (2)	\$ 40.3					12/15/2008	12/15/2013	Common Stock	9,000	

Reporting Owners

Reporting Owner Name / Address	Relationships							
• 0	Director	10% Owner	Officer	Other				
STOKX EDWARD A 701 WESTERN AVENUE GLENDALE, CA 91201-2349			Chief Financial Officer					
Signatures								
/s/ David Goldberg, Attorney in Fact	03/30/2003	5						

Reporting Owners 2 **Signature of Reporting Person

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) Restricted stock units granted on the transaction date which vest 20% on each of the 2nd, 3rd, 4th, 5th, and 6th anniversaries.
- (2) Stock options granted pursuant to the 2003 Stock Option and Incentive Plan.

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.

Signatures 3