

BioMed Realty Trust Inc
Form 424B5
January 11, 2007

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This filing is made pursuant to Rule 424(b)(5) of the Securities Act of 1933 in connection with Registration No. 333-137376.

A filing fee of \$24,610, calculated in accordance with Rules 456(b) and 457(r), has been transmitted to the SEC in connection with the offering of an aggregate offering price of \$230,000,000 of 7.375% Series A Cumulative Redeemable Preferred Stock by means of this prospectus supplement.

PROSPECTUS SUPPLEMENT

(To Prospectus dated September 15, 2006)

**8,000,000 Shares
BioMed Realty Trust, Inc.
7.375% Series A Cumulative Redeemable Preferred Stock
(Liquidation Preference \$25.00 Per Share)**

We are offering 8,000,000 shares of our 7.375% series A cumulative redeemable preferred stock, par value \$0.01 per share, to which we refer in this prospectus supplement as our series A preferred stock. We will pay cumulative dividends on our series A preferred stock from and including the date of original issuance at the rate of 7.375% per annum of the \$25.00 liquidation preference per share, which is equivalent to \$1.84375 per share per year. However, if following a change of control, the series A preferred stock is not listed on the New York Stock Exchange, the American Stock Exchange or NASDAQ, investors will be entitled to receive cumulative cash dividends from, but excluding, the first date on which both the change of control has occurred and the series A preferred stock is not so listed at the increased rate of 8.375% per annum of the \$25.00 liquidation preference per share, which is equivalent to \$2.09375 per share per year, for as long as the series A preferred stock is not so listed. Dividends on our series A preferred stock will be payable quarterly in arrears, beginning on April 16, 2007. Our series A preferred stock does not have a stated maturity date and is not subject to any sinking fund or mandatory redemption provisions. Our series A preferred stock will rank senior to our common stock, with respect to dividend rights and rights upon our liquidation, dissolution or winding up.

We are not allowed to redeem our series A preferred stock before January 18, 2012, except in limited circumstances to preserve our status as a real estate investment trust, or REIT, or in connection with a change of control. On and after January 18, 2012, we may, at our option, redeem our series A preferred stock, in whole or in part, at any time or from time to time, for cash at a redemption price of \$25.00 per share, plus all accrued and unpaid dividends on such series A preferred stock up to but excluding the redemption date. If at any time following a change of control, the series A preferred stock is not listed on the New York Stock Exchange, the American Stock Exchange or NASDAQ, we will have the option to redeem the series A preferred stock, in whole but not in part, within 90 days after the first date on which both the change of control has occurred and the series A preferred stock is not so listed, for cash at a redemption price of \$25.00 per share, plus all accrued and unpaid dividends up to but excluding the redemption date.

Holder of our series A preferred stock will generally have no voting rights except for limited voting rights if we fail to pay dividends for six or more quarterly periods (whether or not consecutive) and in certain other circumstances.

Our series A preferred stock will not be convertible into or exchangeable for any other property or securities of our company and will remain outstanding indefinitely unless redeemed by us or upon our liquidation, dissolution or winding up.

We intend to file an application to list our series A preferred stock on the New York Stock Exchange under the symbol BMRPrA. If the application is approved, trading of the series A preferred stock is expected to commence within 30 days after the initial delivery of the series A preferred stock.

We are organized and conduct our operations to qualify as a REIT for federal income tax purposes. To assist us in complying with certain federal income tax requirements applicable to REITs, our charter, including the articles supplementary creating the series A preferred stock, contains certain restrictions relating to the ownership and transfer of our stock, including an ownership limit of 9.8% on our series A preferred stock. See **Restrictions on Ownership and Transfer** beginning on page S-21 of this prospectus supplement and page 24 of the accompanying prospectus.

Investing in our series A preferred stock involves risks. See **Risk Factors beginning on page S-7 of this prospectus supplement, as well as those described in our Annual Report on Form 10-K for the year ended December 31, 2005 and in our subsequent filings with the Securities and Exchange Commission, before buying shares of our series A preferred stock.**

	Per Share	Total
Public offering price(1)	\$ 25.0000	\$ 200,000,000
Underwriting discount	\$ 0.7875	\$ 6,300,000
<u>Proceeds, before expenses</u> , to us(1)	\$ 24.2125	\$ 193,700,000

(1) Plus accrued dividends, if any, from January 18, 2007.

The underwriters may purchase up to an additional 1,200,000 shares of series A preferred stock from us at the public offering price, less the underwriting discount, within 30 days from the date of this prospectus supplement, to cover over-allotments.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined if this prospectus supplement or the accompanying prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

The shares of series A preferred stock will be ready for delivery in book-entry form through The Depository Trust Company on or about January 18, 2007.

Wachovia Securities

Morgan Stanley

Raymond James

KeyBanc Capital Markets

Robert W. Baird & Co.

Credit Suisse

Friedman Billings Ramsey

RBC Capital Markets

Stifel Nicolaus

The date of this prospectus supplement is January 10, 2007.

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