

PS BUSINESS PARKS INC/CA  
Form 4  
October 14, 2008

**FORM 4**

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

OMB APPROVAL

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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 \*  
HAVNER RONALD L JR

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
10/10/2008

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman of the Board

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

(Street)

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

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

GLENDALE, CA 91201-2349

(City) (State) (Zip)

**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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)<br>Code V Amount (D) Price                             |   |  |   |
| Common Stock                    |                                      |  |                                |   | 68,548  | I  | By Family Trust <sup>(1)</sup>                        |
| Common Stock                    |                                      |  |                                |   | 10,000  | I  | By Foundation <sup>(2)</sup>                          |
| Common Stock                    |                                      |  |                                |   | 500   | I  | By IRA <sup>(3)</sup>                                 |
| Common Stock                    |                                      |  |                                |   | 500   | I  | By IRA <sup>(4)</sup>                                 |
|                                 | 10/14/2008                           |  | P                              | 4,726 A   | \$ 14.5 6,801   | I  |   |

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|  |            |   |       |   |             |        |   |                                   |
|--|------------|---|-------|---|-------------|--------|---|-----------------------------------|
| Depository<br>Shares<br>Representing<br>Series H<br>Preferred<br>Stock |            |   |       |   |             |        |   | By Family<br>Trust <sup>(1)</sup> |
| Depository<br>Shares<br>Representing<br>Series H<br>Preferred<br>Stock | 10/10/2008 | P | 5,000 | A | \$<br>12.47 | 5,401  | I | By IRA <sup>(3)</sup>             |
| Depository<br>Shares<br>Representing<br>Series H<br>Preferred<br>Stock | 10/10/2008 | P | 5,000 | A | \$<br>12.75 | 14,083 | I | By IRA <sup>(4)</sup>             |
| Depository<br>Shares<br>Representing<br>Series H<br>Preferred<br>Stock | 10/14/2008 | P | 5,000 | A | \$ 14.5     | 19,083 | I | By IRA <sup>(4)</sup>             |
| Depository<br>Shares<br>Representing<br>Series H<br>Preferred<br>Stock | 10/13/2008 | P | 24    | A | \$<br>13.03 | 14,107 | I | By IRA <sup>(4)</sup>             |
| Depository<br>Shares<br>Representing<br>Series I<br>Preferred<br>Stock | 10/10/2008 | P | 5,000 | A | \$ 12.3     | 7,300  | I | By IRA <sup>(4)</sup>             |
| Depository<br>Shares<br>Representing<br>Series M<br>Preferred<br>Stock | 10/10/2008 | P | 1,800 | A | \$<br>13.25 | 1,800  | I | By Family<br>Trust <sup>(1)</sup> |
| Depository<br>Shares<br>Representing<br>Series O<br>Preferred          |            |   |       |   |             | 2,625  | I | By IRA <sup>(4)</sup>             |

Stock

Depository

Shares

Representing

Series O

Preferred

Stock

600

I

By IRA <sup>(3)</sup>

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

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**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 Acquired (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. Price or Derivative Security (Instr. 3) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |
| Stock Option (right to buy) <sup>(6)</sup> | \$ 57.79   |                                      |  |                                |   | 05/05/2009   | 05/05/2018  | Common Stock                               | 2,000                      |
| Stock Option (right to buy) <sup>(6)</sup> | \$ 68.9  |                                      |  |                                |   | 04/30/2008   | 04/30/2017  | Common Stock                               | 10,000                     |
| Stock Option (right to buy) <sup>(5)</sup> | \$ 27.48   |                                      |  |                                |   | 03/13/2002   | 03/13/2011  | Common Stock                               | 50,000                     |
| Stock Option (right to buy) <sup>(5)</sup> | \$ 26.125  |                                      |  |                                |   | 08/04/2001   | 08/04/2010  | Common Stock                               | 75,036                     |

