

Thompson Tommy G
Form 4
March 06, 2018

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

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

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 *
Thompson Tommy G

(Last) (First) (Middle)

309 N. WATER STREET,, SUITE 500

(Street)

MILWAUKEE, WI 53202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Physicians Realty Trust [DOC]

3. Date of Earliest Transaction
(Month/Day/Year)
03/02/2018

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common shares, \$0.01 par value	03/03/2018		A		4,244	A	\$ 14.94
							64,851 ⁽¹⁾
Common shares, \$0.01 par value	03/03/2018		A		3,788	A	\$ 14.94
							68,639
Common shares, \$0.01 par value	03/06/2018		P		13,650	A	\$ 14.71
							82,289

Common shares, \$0.01 par value	10,449 ⁽²⁾	I	Represents shares held by Thompson Family Investments, LLC
---------------------------------	-----------------------	---	--

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 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. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
2018 Restricted Share Unit Grant	<u>(3)</u>	03/02/2018		A	10,149	<u>(3)</u>	<u>(3)</u>	Common shares, \$0.01 par value 10,149

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Thompson Tommy G 309 N. WATER STREET, SUITE 500 MILWAUKEE, WI 53202	X			

Signatures

/s/ Christopher M. Bartoli, as attorney-in-fact 03/06/2018

 **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).

- Reduced by 7,576 previously reported 2017 Restricted Share Unit Grant reported on March 7, 2017. Shares issued for the vesting on March 3, 2018 are reported in Table I and the remaining shares to be issued upon vesting on March 3, 2019 will be reported in a subsequent Form 4. Further, the amount includes a transfer of 14,400 shares that were previously indirectly owned by Thompson Family Investments, LLC.
- (1)
- (2) Reduced by 14,400 shares that have been transferred to direct ownership.
- March 2, 2018 grant of restricted stock units under the Issuer's 2013 Equity Incentive Plan, which will vest in two equal annual installments on March 2, 2019 and March 2, 2020, subject to the terms of the grant. Each restricted stock unit represents the right to receive one share of the Issuer's common shares.
- (3)

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.