

Reddic Carroll A IV  
Form 4  
May 20, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Reddic Carroll A IV

2. Issuer Name and Ticker or Trading Symbol  
Piedmont Office Realty Trust, Inc.  
[PDM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/18/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Exec VP- Real Estate Ops

11695 JOHNS CREEK PARKWAY, STE. 350

(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

JOHNS CREEK, GA 30097

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
|                                 |                                      |  |                                | Code  | V   | Amount   |                                   |
| Class A common stock            | 05/18/2010                           |  | A                              | 521 <sup>(1)</sup>  | A   | \$ 0   | 6,134 D                           |
| Class B-1 common stock          | 05/18/2010                           |  | A                              | 521 <sup>(1)</sup>  | A   | \$ 0   | 5,130 D                           |
| Class B-2 common stock          | 05/18/2010                           |  | A                              | 521 <sup>(1)</sup>  | A   | \$ 0   | 5,132 D                           |
| Class B-3                       | 05/18/2010                           |  | A                              | 521 <sup>(1)</sup>  | A   | \$ 0   | 5,132 D                           |

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common  
stock

|                            |            |   |                |   |             |       |   |
|----------------------------|------------|---|----------------|---|-------------|-------|---|
| Class A<br>common<br>stock | 05/18/2010 | F | 169 <u>(2)</u> | D | \$<br>18.67 | 6,134 | D |
|----------------------------|------------|---|----------------|---|-------------|-------|---|

|                              |            |   |                |   |             |       |   |
|------------------------------|------------|---|----------------|---|-------------|-------|---|
| Class B-1<br>common<br>stock | 05/18/2010 | F | 170 <u>(2)</u> | D | \$<br>18.67 | 5,130 | D |
|------------------------------|------------|---|----------------|---|-------------|-------|---|

|                              |            |   |                |   |             |       |   |
|------------------------------|------------|---|----------------|---|-------------|-------|---|
| Class B-2<br>common<br>stock | 05/18/2010 | F | 169 <u>(2)</u> | D | \$<br>18.67 | 5,132 | D |
|------------------------------|------------|---|----------------|---|-------------|-------|---|

|                              |            |   |                |   |             |       |   |
|------------------------------|------------|---|----------------|---|-------------|-------|---|
| Class B-3<br>common<br>stock | 05/18/2010 | F | 169 <u>(2)</u> | D | \$<br>18.67 | 5,132 | D |
|------------------------------|------------|---|----------------|---|-------------|-------|---|

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|--|---|---|---|---|--|---|---|--|
|   |  |   |   | Code                                    | V (A) (D)   | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares                                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                          |       |
|---|---------------|-----------|--------------------------|-------|
|   | Director      | 10% Owner | Officer                  | Other |
| Reddic Carroll A IV<br>11695 JOHNS CREEK PARKWAY<br>STE. 350<br>JOHNS CREEK, GA 30097 |               |           | Exec VP- Real Estate Ops |       |

## Signatures

Carroll A.  
Reddic, IV

05/20/2010

\_\_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).

- All amounts reported herein reflect the recapitalization of the Company's common stock and the related adjustment of outstanding stock awards, whereby each share of the Company's common stock was converted into 1/12th of a share each of the Company's Class A, B-1, B-2 and B-3 common stock.
- (1) In connection with the vesting of 2,084 shares of deferred stock on May 18, 2010, 677 shares were delivered to the Company to satisfy tax withholding obligations, in accordance with the Company's 2007 Omnibus 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.

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