## Edgar Filing: PENNSYLVANIA REAL ESTATE INVESTMENT TRUST - Form 4

PENNSYLVA	ANIA REAL EST	ΓΑΤΕ INVE	STME	ENT TRU	IST						
Form 4	2016										
February 25, 2	Л									PPROVAL	
	UNITEDS	Washington, D.C. 20549								3235-0287	
if no longe subject to Section 16 Form 4 or	er STATEM	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires: Estimated a burden hou response	•	
Form 5 obligations may contin <i>See</i> Instruct 1(b).	s Section 17(a	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 Ro	esponses)										
1. Name and Address of Reporting Person <u>*</u> McCadden Robert F			2. Issuer Name <b>and</b> Ticker or Trading Symbol PENNSYLVANIA REAL ESTATE					5. Relationship of Reporting Person(s) to Issuer			
		INVESTMENT TRUST [PEI]					(Check all applicable)				
(Last) C/O PENN. I INVESTME SOUTH BRO	(Me	<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>02/23/2016</li></ul>					Director 10% Owner X Officer (give title Other (specify below) below) EVP & Chief Financial Officer				
PHILADELE	(Street) PHIA, PA 19102	Filed(Mon			e Original			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)		Zip)	Tabla	I Non Do	minating S.			Person uired, Disposed of	f on Donoficial	ly Ormed	
1 Title of	2 Transaction Data	A Deemed					-	· -		•	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	saction Date 2A. Deemed /Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A)			Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect (I) (Instr. 4)			
Shares of Beneficial				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Interest, par value \$1.00 per share	02/23/2016			А	23,575	А	<u>(1)</u>	322,151 <u>(2)</u>	D		

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

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#### number.

# 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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	
Repo	rting O	wners		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
	Reporting	g Owner Name / Addı		Director	10% Owne		ionships			Other	

McCadden Robert F C/O PENN. REAL ESTATE INVESTMENT TRUST 200 SOUTH BROAD STREET PHILADELPHIA, PA 19102

EVP & Chief Financial Officer

## Signatures

/s/ Robert F. 02/25/2016 McCadden

<u>\*\*</u>Signature of Reporting Person

**Explanation of Responses:** 

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Date

- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Grant of restricted shares for no consideration.
- (2) Includes 12,109 total shares and 220,910 total shares held in two employee share purchase plans.

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.