

BioMed Realty Trust Inc
Form 8-K
August 31, 2011

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 31, 2011

BioMed Realty Trust, Inc.

BioMed Realty, L.P.

(Exact name of registrant as specified in its charter)

Maryland

(State or other Jurisdiction of
Incorporation)

1-32261 (BioMed Realty Trust, Inc.)

000-54089 (BioMed Realty, L.P.)

(Commission File Number)

**20-1142292 (BioMed Realty Trust,
Inc.)**

20-1320636 (BioMed Realty, L.P.)

(IRS Employer Identification No.)

17190 Bernardo Center Drive

San Diego, California

(Address of Principal Executive Offices)

92128

(Zip Code)

Registrant's telephone number, including area code: **(858) 485-9840**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events

On August 31, 2011, BioMed Realty Trust, Inc., which we refer to as we or us, announced that BioMed Realty, L.P., which we refer to as our operating partnership, is offering to repurchase, at the option of each holder, any and all of its outstanding 4.50% Exchangeable Senior Notes due 2026, or the Notes, as required by the terms of the Indenture, dated as of September 25, 2006, among us, our operating partnership and U.S. Bank National Association, as trustee and paying agent, or the Indenture. In connection with the repurchase offer, on August 31, 2011, we distributed an Issuer Repurchase Notice to the holders of the Notes and filed a Schedule TO with the Securities and Exchange Commission. The repurchase offer will expire at 5:00 p.m., New York City time, on September 29, 2011.

On August 31, 2011, we also announced that our operating partnership intends to redeem all of the outstanding Notes, pursuant to its option under the Indenture, on October 6, 2011. In connection with the redemption, on August 31, 2011, we distributed a Notice of Redemption to the holders of the Notes.

In connection with the redemption, holders of the Notes have the right to exchange their Notes prior to 5:00 p.m., New York City time, on October 4, 2011. Notes not surrendered pursuant to the repurchase offer prior to 5:00 p.m., New York City time, on September 29, 2011, or for exchange prior to 5:00 p.m., New York City time, on October 4, 2011, will be redeemed by our operating partnership on October 6, 2011.

The foregoing description of the repurchase offer and the redemption is only a summary and is qualified in its entirety by reference to the Issuer Repurchase Notice, a copy of which is attached hereto as Exhibit 99.1, the Notice of Redemption, a copy of which is attached hereto as Exhibit 99.2, and the press release announcing the repurchase offer and the redemption, a copy of which is attached hereto as Exhibit 99.3, each of which is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) The following exhibits are filed herewith:

| Exhibit Number | Description of Exhibit |
|-----------------------|--|
| 99.1 | Issuer Repurchase Notice, dated August 31, 2011.(1) |
| 99.2 | Notice of Redemption, dated August 31, 2011. |
| 99.3 | Press Release, dated August 31, 2011.(2) |
| (1) | Incorporated herein by reference to Exhibit 99(a)(1)(A) to BioMed Realty Trust, Inc.'s and BioMed Realty, L.P.'s Schedule TO filed with the Securities and Exchange Commission on August 31, 2011. |
| (2) | Incorporated herein by reference to Exhibit 99(a)(5)(A) to BioMed Realty Trust, Inc.'s and BioMed Realty, L.P.'s Schedule TO filed with the Securities and Exchange Commission on August 31, 2011. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

Date: August 31, 2011

BIOMED REALTY TRUST, INC.

By: /s/ GREG N. LUBUSHKIN

Name: Greg N. Lubushkin

Title: Chief Financial Officer

BIOMED REALTY, L.P.

By: BioMed Realty Trust, Inc.
its General Partner

By: /s/ GREG N. LUBUSHKIN

Name: Greg N. Lubushkin

Title: Chief Financial Officer

EXHIBITS

| Exhibit Number | Description of Exhibit |
|-----------------------|--|
| 99.1 | Issuer Repurchase Notice, dated August 31, 2011.(1) |
| 99.2 | Notice of Redemption, dated August 31, 2011. |
| 99.3 | Press Release, dated August 31, 2011.(2) |
| (1) | Incorporated herein by reference to Exhibit 99(a)(1)(A) to BioMed Realty Trust, Inc.'s and BioMed Realty, L.P.'s Schedule TO filed with the Securities and Exchange Commission on August 31, 2011. |
| (2) | Incorporated herein by reference to Exhibit 99(a)(5)(A) to BioMed Realty Trust, Inc.'s and BioMed Realty, L.P.'s Schedule TO filed with the Securities and Exchange Commission on August 31, 2011. |