

BioMed Realty Trust Inc
Form 8-K
February 17, 2005

Table of Contents

**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): **February 14, 2005**

BioMed Realty Trust, Inc.

(Exact name of registrant as specified in its charter)

Maryland

1-32261

20-1142292

(State or Other Jurisdiction of
Incorporation)

(Commission File No.)

(I.R.S. Employer
Identification No.)

**17140 Bernardo Center Drive, Suite 222
San Diego, California 92128**

(Address of principal executive offices, including 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 (see General Instruction A.2. below):

- 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))

TABLE OF CONTENTS

Item 1.01 Entry into a Material Definitive Agreement

Item 2.02 Results of Operations and Financial Condition

Item 9.01 Financial Statements and Exhibits

SIGNATURES

EXHIBIT 99.1

EXHIBIT 99.2

Table of Contents**Item 1.01 Entry into a Material Definitive Agreement.**

On February 14, 2005, the Compensation Committee of the Board of Directors of BioMed Realty Trust, Inc. increased the annual base salaries of BioMed's executive officers for 2005, in accordance with the terms and conditions of their respective employment agreements, and granted restricted stock awards to the executive officers. These salaries and grants, and the executive officers' 2004 cash bonuses, are summarized in the following table:

| Name and Position | 2005 Base Salary | Restricted Stock Awards (1) | 2004 Cash Bonus (2) |
|---|-------------------------|------------------------------------|----------------------------|
| Alan D. Gold Chairman, President and Chief Executive Officer | \$ 400,000 | 10,000 | \$ 70,565 |
| Gary A. Kreitzer Executive Vice President, General Counsel and Secretary | \$ 275,000 | 6,000 | \$ 50,403 |
| John F. Wilson, II Chief Financial Officer | \$ 275,000 | 6,000 | \$ 50,403 |
| Matthew G. McDevitt Vice President, Acquisitions | \$ 242,000 | 6,000 | \$ 44,355 |

- (1) The restricted stock awards will vest 100% on January 1, 2006.
- (2) Bonus amounts are equal to 50% of base salary for the period from the initial trading of BioMed's common stock on August 6, 2004 through December 31, 2004, in accordance with the terms of the executive officers' employment agreements.

Item 2.02 Results of Operations and Financial Condition.

On February 17, 2005, BioMed issued a press release regarding its financial results for the fourth quarter and year ended December 31, 2004, which referred to certain supplemental information that is available on BioMed's website at www.biomedrealty.com. Copies of the press release and supplemental information are attached hereto as Exhibits 99.1 and 99.2, respectively, and are incorporated by reference herein.

The information contained in Item 2.02 of this Current Report, including the exhibits referenced herein, is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. Such information shall not be incorporated by reference into any filing of BioMed, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

Item 9.01 Financial Statements and Exhibits.

- (c) The following exhibits are furnished herewith:

| Exhibit Number | Description of Exhibit |
|----------------|---|
| 99.1 | Press release issued by BioMed Realty Trust, Inc. on February 17, 2005. |

99.2 BioMed Realty Trust, Inc. Supplemental Operating and Financial Data for the quarter ended December 31, 2004.

Table of Contents

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 17, 2005

BIOMED REALTY TRUST, INC.

By: /s/ GARY A. KREITZER

Name: Gary A. Kreitzer

Title: Executive Vice President