

Piedmont Office Realty Trust, Inc.  
Form SC 14D9/A  
March 02, 2010

# **SECURITIES AND EXCHANGE COMMISSION**

**Washington, DC 20549**

## **Schedule 14D-9**

**(Rule 14d-101)**

### **SOLICITATION/RECOMMENDATION STATEMENT**

**PURSUANT TO SECTION 14(d)(4) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**

**(Amendment No. 1)**

**PIEDMONT OFFICE REALTY TRUST, INC.**

**(Name of Subject Company)**

**PIEDMONT OFFICE REALTY TRUST, INC.**

**(Name of Person Filing Statement)**

**Class A Common Stock, Par Value \$0.01 Per Share**

**Class B-1 Common Stock, Par Value \$0.01 Per Share**

**Class B-2 Common Stock, Par Value \$0.01 Per Share**

**Class B-3 Common Stock, Par Value \$0.01 Per Share**

**(Title of Class of Securities)**

**720190 206**

**720190 305**

**720190 404**

**720190 503**

**(CUSIP Number of Class of Securities)**

**Donald A. Miller, CFA**

**Chief Executive Officer**

**Piedmont Office Realty Trust, Inc.**

**11695 Johns Creek Parkway, Suite 350**

**Johns Creek, Georgia 30097**

**(770) 418-8800**

**(Name, Address and Telephone Number of Person Authorized to Receive**

**Notice and Communications on Behalf of the Person Filing Statement)**

*Copies to:*

**John J. Kelley III**

**King & Spalding LLP**

**1180 Peachtree Street, N.E.**

**Atlanta, GA 30309-3521**

**(404) 572-4600**

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“ Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

## INTRODUCTION

This Amendment No. 1 to Schedule 14D-9 amends and supplements the Solicitation / Recommendation Statement on Schedule 14D-9 (the Statement ) originally filed by Piedmont Office Realty Trust, Inc. with the Securities and Exchange Commission on February 22, 2010. Except as specifically noted herein, the information set forth in the Statement remains unchanged.

### **Item 9. Exhibits**

Item 9 of the Statement is hereby amended and supplemented by adding the following exhibit:

(a)(2) Press Release of Piedmont Office Realty Trust, Inc. dated March 2, 2010

**SIGNATURE**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Schedule 14D-9 is true, complete and correct.

PIEDMONT OFFICE REALTY TRUST, INC.

By: /s/ ROBERT E. BOWERS

Date: March 2, 2010