

Denien Mark A  
Form 4  
June 08, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
Denien Mark A

2. Issuer Name and Ticker or Trading Symbol  
DUKE REALTY CORP [DRE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
600 E 96TH ST, #100  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
06/07/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chief Accounting Officer

INDIANAPOLIS, IN 46240

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

(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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	06/07/2010		A		6,741	A	\$ 0 (1)
Series K Nonconvertible Preferred Stock							20,343 (2)
Series M Nonconvertible Preferred Stock							4,000
							885
Common Stock							8,177 (3)
							I
							By 401(k) Plan

Edgar Filing: Denien Mark A - Form 4

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 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Options-Right to Buy	\$ 32.7426	06/07/2010		D	5,116	<u>(4)</u> 07/27/2015	Common Stock	5,116
Employee Stock Options-Right to Buy	\$ 34.13	06/07/2010		D	2,241	<u>(5)</u> 02/10/2016	Common Stock	2,241
Employee Stock Options-Right to Buy	\$ 47.88	06/07/2010		D	2,827	<u>(6)</u> 02/10/2017	Common Stock	2,827
Employee Stock Options-Right to Buy	\$ 25.01	06/07/2010		D	7,791	<u>(7)</u> 12/14/2017	Common Stock	7,791
Employee Stock Options-Right to Buy	\$ 23.34	06/07/2010		D	8,407	<u>(8)</u> 02/10/2018	Common Stock	8,407

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Denien Mark A  
600 E 96TH ST, #100  
INDIANAPOLIS, IN 46240

Chief Accounting Officer

## Signatures

Tracy Swearingen for Mark A. Denien per POA prev.  
filed.

06/08/2010

\_\_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).

On June 7, 2010, the issuer canceled, pursuant to the issuer's option exchange program, options granted to the reporting person on: July (1) 27, 2005, February 10, 2006, February 10, 2007, December 14, 2007 and February 10, 2008 . In exchange for the options, the reporting person received 6,741 restricted stock units as reported in Table I.

(2) Between February 12, 2010 and June 8, 2010, the Reporting Person acquired 395 shares of DRE common stock through dividend reinvestment.

(3) Between February 12, 2010 and June 8, 2010, the Reporting Person acquired 235 shares of DRE's common stock under the Company's 401(k) plan.

(4) The canceled Stock Options vested annually at a rate of 20% per year beginning on July 27, 2006.

(5) The canceled Stock Options vested annually at a rate of 20% per year beginning on February 10, 2007.

(6) The canceled Stock Options vested annually at a rate of 20% per year beginning on February 10, 2008.

(7) The canceled Stock Options vested annually at a rate of 20% per year beginning on December 14, 2008.

(8) The canceled Stock Options vested annually at a rate of 20% per year beginning on February 10, 2009.

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.