

PS BUSINESS PARKS INC/CA
Form 8-A12B
March 07, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

PS Business Parks, Inc.

(Exact name of registrant as specified in its charter)

California
(State of incorporation

or organization)

701 Western Avenue, Glendale, California

95-4300881
(IRS Employer

Identification No.)

91201-2397

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(Address of principal executive offices)

(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class	Name of each exchange on which
<p data-bbox="363 373 528 401">to be so registered</p> <p data-bbox="140 401 751 428">Depositary Shares Each Representing 1/1,000 of a Share of</p> <p data-bbox="161 464 730 520">5.70% Cumulative Preferred Stock, Series V, par value \$.01 per share</p>	<p data-bbox="1018 373 1276 401">each class is to be registered</p> <p data-bbox="983 401 1311 428">New York Stock Exchange, Inc.</p>

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this Form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates: 333-180058 (if applicable)

Securities to be registered pursuant to Section 12(g) of the Act:

N/A

(Title of class)

ITEM 1. Description of Registrant's Securities to be Registered.

A description of the Depositary Shares Each Representing 1/1,000 of a Share of 5.70% Cumulative Preferred Stock, Series V, par value \$.01 per share, of PS Business Parks, Inc. is included on the cover page and under the section entitled "Description of Preferred Stock and Depositary Shares" beginning on page S-5 of the prospectus supplement dated March 5, 2013 to the prospectus dated March 13, 2012 (relating to Registrant's Registration Statement on Form S-3 (No. 333-180058), as amended) that was filed by Registrant with the Securities and Exchange Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended (the "Prospectus Supplement"), which Prospectus Supplement shall be deemed to be incorporated herein by reference.

ITEM 2. Exhibits.

The following exhibits are being filed with the copies of this Form 8-A Registration Statement filed with the New York Stock Exchange, Inc. and the Securities and Exchange Commission:

1. Deposit Agreement dated as of March 5, 2013 among PS Business Parks, Inc., American Stock Transfer & Trust Company, as depositary, and the holders of the depositary receipts issued thereunder, filed as Exhibit 4.1 to the Company's Current Report on Form 8-K filed March 7, 2013 and incorporated by reference herein.
2. Certificate of Determination for the 5.70% Cumulative Preferred Stock, Series V, filed as Exhibit 3.1 to the Company's Current Report on Form 8-K filed March 7, 2013 and incorporated by reference herein.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereto duly authorized.

PS BUSINESS PARKS, INC.

By: /s/ Edward A. Stokx
Name: Edward A. Stokx
Title: Executive Vice President
Date: March 6, 2013