

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:**

<b>Title of each class to be so registered</b>	<b>Name of each exchange on which each class is to be registered</b>
<b>Depository Shares Each Representing 1/1,000 of a Share of  5.70% Cumulative Preferred Stock, Series V, par value \$.01 per share</b>	<b>New York Stock Exchange, Inc.</b>

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