

BRANCH BARRINGTON H  
Form 5  
February 14, 2008

# FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**BRANCH BARRINGTON H**  
  
(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

**554 ARDEN OAK COURT, NW**  
  
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2007**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting  
  
(check applicable line)

**ATLANTA, GA 30305**

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock                    | 12/11/2006                           | Â  | S4                             | 1,938 D   | \$ 43.004  | 20,537 D   | Â   |
| Common Stock                    | 12/31/2007 <sup>(1)</sup>            | Â  | P4                             | 1,598 A   | \$ <sup>(1)</sup>  | 22,135 D   | Â   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 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) | 8. (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------|----------------------------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable   | Expiration Date   | Title               | Amount or Number of Shares |
| Employee Stock Options - Right to Buy      | \$ 19.4261   | Â                                    | Â  | Â                              | Â Â Â (2)   | 01/25/2010   | 01/25/2010  | Common Stock        | 2,573                      |
| Employee Stock Options - Right to Buy      | \$ 24.2632   | Â                                    | Â  | Â                              | Â Â Â (3)   | 01/31/2011   | 01/31/2011  | Common Stock        | 2,573                      |
| Employee Stock Options - Right to Buy      | \$ 22.6799   | Â                                    | Â  | Â                              | Â Â Â (4)   | 01/30/2012   | 01/30/2012  | Common Stock        | 2,573                      |
| Employee Stock Options - Right to Buy      | \$ 24.1854   | Â                                    | Â  | Â                              | Â Â Â (5)   | 01/29/2013   | 01/29/2013  | Common Stock        | 2,573                      |
| Employee Stock Options - Right to Buy      | \$ 31.5771   | Â                                    | Â  | Â                              | Â Â Â (6)   | 01/28/2014   | 01/28/2014  | Common Stock        | 2,573                      |
| Phantom Stock Units                        | Â  | Â                                    | Â  | Â                              | Â Â Â (7)   | Â (7)  | Â (7)   | Common Stock        | 16,171                     |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BRANCH BARRINGTON H  
554 ARDEN OAK COURT, NW    X              
ATLANTA, GA 30305

## Signatures

By: Tracy Swearingen for Barrington H. Branch per POA prev.  
filed

02/14/2008

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).

- (1) Represents various transactions not previously reported.
- (2) The Stock Options vested annually at a rate of 20% per year and were fully vested on 1/25/2005.
- (3) The Stock Options vested annually at a rate of 20% per year and were fully vested on 1/31/2006.
- (4) The Stock Options vested annually at a rate of 20% per year and were fully vested on 1/30/2007.
- (5) The Stock Options vested annually at a rate of 20% per year and were fully vested on 1/29/2008.
- (6) The Stock Options vest annually at a rate of 20% per year and will be fully vested on 1/28/2009.

- Represents phantom stock units accrued under the Directors' Deferred Compensation Plan of Duke Realty Corporation. The units are
- (7) valued on a one to one basis to the Company's common stock and are to be settled in cash and stock upon the Reporting Person's termination as a director of the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.