

Physicians Realty Trust
Form 424B3
November 13, 2014
[Table of Contents](#)

Filed pursuant to Rule 424(b)(3)

Registration No. 333-198400

PROSPECTUS

DIVIDEND REINVESTMENT AND SHARE PURCHASE PLAN

1,500,000 Common Shares, \$0.01 Par Value Per Share

With this prospectus, we are offering you the opportunity to participate in our Dividend Reinvestment and Share Purchase Plan (the "Plan"). The Plan allows our existing shareholders to increase their holdings of our common shares of beneficial interest, \$0.01 par value per share, or common shares, and gives new investors an opportunity to make an initial investment in our common shares.

PLAN HIGHLIGHTS

- If you are an existing shareholder, you may purchase additional common shares by reinvesting all or a portion of the dividends paid on your common shares and by making optional cash payments of not less than \$50 up to a maximum of \$10,000 per month.
- If you are a new investor, you may join the Plan by making an initial investment of not less than \$1,000 up to a maximum of \$10,000.
- Once you enroll in the Plan, you may authorize electronic deductions from your bank account for optional cash payments.

Edgar Filing: Physicians Realty Trust - Form 424B3

Your participation in the Plan is voluntary and you may terminate your account at any time. If you elect not to participate in the dividend reinvestment portion of the Plan, you will receive dividends, if and when authorized by our board of trustees and declared by us, by check or automatic deposit to a bank account that you designate.

You should read this document and any prospectus supplement or amendment carefully before you invest in our securities. Our common shares are listed on the New York Stock Exchange, or the NYSE, under the symbol DOC. On November 13, 2014, the closing price for our common shares, as reported on the NYSE, was \$15.69 per share. Our principal executive offices are located at 735 N. Water Street, Suite 1000, Milwaukee, Wisconsin 53202.

We are a Maryland real estate investment trust, and elected to be taxed as a real estate investment trust, or REIT, for U.S. federal income tax purposes beginning with our short taxable year ending December 31, 2013. Our common shares are subject to restrictions on ownership and transfer that are intended, among other purposes, to assist us in qualifying and maintaining our qualification as a REIT. Our declaration of trust, subject to certain exceptions, limits ownership to no more than 9.8% in value or number of shares, whichever is more restrictive, of the outstanding shares of any class or series of our shares of beneficial interest.

We are an emerging growth company under the federal securities laws and have reduced public company reporting requirements. Investing in our securities involves a high degree of risk. You should review carefully the risks and uncertainties described under the heading Risk Factors contained in this prospectus beginning on page 4 and any applicable prospectus supplement, and under similar headings in the other documents that are incorporated by reference into this prospectus.

NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THESE SECURITIES OR DETERMINED IF THIS PROSPECTUS IS ACCURATE, TRUTHFUL OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

The date of this prospectus is November 13, 2014.

Table of Contents

TABLE OF CONTENTS

<u>ABOUT THIS PROSPECTUS</u>	1
<u>CAUTIONARY STATEMENT CONCERNING FORWARD-LOOKING STATEMENTS</u>	2
<u>ABOUT OUR COMPANY</u>	3
<u>RISK FACTORS</u>	4