Instruction 1(b).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | $D \subset$ | 20549 | |
|--------------|-------------|-------|--|
| vasilligion, | D.C. | 20349 | |

| Check this box if no longer subject | S |
|-------------------------------------|---|
| to Section 16. Form 4 or Form 5 | |
| obligations may continue. See | |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* Smith Christopher Brent | | | | | 2. Issuer Name and Ticker or Trading Symbol Piedmont Office Realty Trust, Inc. [PDM] | | | | | | | | | ck all app | ctor | | 10% Owner | | |
|---|--|--|------------------|---------------------------------|---|---|---|--|---|-------|--------------------------------|-------------------------|------------------------------------|---|---|---|---|--|--|
| (Last) 5565 GL STE. 450 | | st) (N | Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/01/2023 | | | | | | | | X | below | er (give title w) esident & Chief | | Other (specify below) f Exec. Off | |
| (Street) ATLAN (City) | | ate) (Z | 0342 Zip) | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Ch Line) X Form filed by One Reporting Form filed by More than One Person | | | | | | | | | orting Pers | on | | | | |
| | | | I - No | | | Secu | rities | Acq | uired | , Dis | posed of | - | | | ly Own | ed | | | |
| Date | | | | 2. Transac Date (Month/Da | Executy/Year) if any | | Deemed cution Date, ly nth/Day/Year) | | 3. 4. Securities Disposed O Code (Instr. 8) | | | | | 5. Amo Securit Benefic Owned Report | ties cially I Following | Form: | : Direct Indirect str. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | Code | v | Amount | (A) or Pr | | rice | Transa | Transaction(s) (Instr. 3 and 4) | | | (30. 4) | | | |
| Common Stock | | | | | 2023 | | | | A | | 30,223(1) | A : | | \$ <mark>0</mark> | 247,332 | | | D | |
| Common Stock 02 | | | | 02/01/2 | 2023 | | | | F | | 15,062(2) | 15,062 ⁽²⁾ D | | 10.48 | 8 232,270 | | | D | |
| | 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) | Execut if any | cution Date, Transaction of | | | uired or osed) r. 3, 4 | Expiration Date (Month/Day/Year) Amount o Securities Underlyin Derivative Security (1 3 and 4) | | | | | str. | . Price of Perivative Security Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | y C | LO. Dwnership Form: Direct (D) or Indirect I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | Code | | Code | v | (A) | (D) | | | Expiration Date | Title | Amo or Num of Shar | ber | | | | | | | |

Explanation of Responses:

- 1. Such shares were granted without restriction pursuant to the performance share component of the 2020-2022 Long Term Incentive Compensation plan.
- 2. In connection with the grant of the unrestricted stock award (30,223 shares) on February 1, 2023, 15,062 shares were forfeited by the employee and delivered to the Company to satisfy tax withholding obligations.

Remarks:

/s/ Laura P. Moon as Attorney-

02/03/2023 in-Fact for Christopher Brent

Smith

** Signature of Reporting Person Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.