

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

1. Name and Address of Reporting Person* <u>Swope Jeffrey L.</u>  (Last) (First) (Middle) <u>5565 GLENRIDGE CONNECTOR</u> <u>STE. 450</u>  (Street) <u>ATLANTA GA 30342</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Piedmont Office Realty Trust, Inc. [ PDM ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/13/2020</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/13/2020		F		953 <sup>(1)</sup>	D	\$13.76	38,495.8128 <sup>(2)</sup>	D	
Common Stock	05/13/2020		P		7,185	A	\$13.96 <sup>(3)</sup>	49,917.9772 <sup>(2)</sup>	I	By Champion Operating Partnership II, Ltd.

**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)	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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Restricted Stock Units	\$0.0 <sup>(4)</sup>	05/13/2020		A		6,540		(5)	(5)	Common Stock	\$0	6,540	D	

**Explanation of Responses:**

- In connection with the vesting of 4,329 shares of deferred stock on May 13, 2020, (representing 100% of a grant made at the 2019 Annual Meeting of Stockholders on May 15, 2019), 953 shares were forfeited by the reporting person and delivered to the Company to satisfy tax withholding obligations.
- The balance includes shares obtained through the dividend reinvestment plan of Piedmont Office Realty Trust Inc. ("Piedmont") during the period in which the shares were obtained.
- The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$13.95 to \$13.97, inclusive. The reporting person undertakes to provide to Piedmont, any security holder of Piedmont, or the staff of the Securities and Exchange Commission upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.
- Each restricted stock unit represents a contingent right to receive one share of PDM common stock. Restricted stock units may be settled in cash or common stock at PDM's election.
- On May 13, 2020, at the 2020 Annual Meeting of Stockholders of Piedmont, the reporting person was granted 6,540 restricted stock units, which will vest on the earlier of the 2021 Annual Meeting of Stockholders, or the anniversary of the grant date in May 2021.

**Remarks:**

/s/ Laura P. Moon as Attorney-in-Fact for Jeffrey L. Swope 05/14/2020

\*\* 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.

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