

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-11** | Period of Report: **2013-01-10**  
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### REPORTING OWNER

**Thomas James A**

CIK: **1300144**

Type: **4** | Act: **34** | File No.: **000-50854** | Film No.: **13526368**

Mailing Address  
C/O THOMAS PROPERTIES  
GROUP INC  
515 SOUTH FLOWER  
STREET 6TH FLOOR  
LOS ANGELES CA 90071

### ISSUER

**THOMAS PROPERTIES GROUP INC**

CIK: **1283709** | IRS No.: **200852352** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **6500** Real estate

Mailing Address  
515 SOUTH FLOWER  
STREET 6TH FLOOR  
LOS ANGELES CA 90071

Business Address  
515 SOUTH FLOWER  
STREET 6TH FLOOR  
LOS ANGELES CA 90071  
2136131900

# FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### 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, 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 <b>Thomas James A</b>			2. Issuer Name and Ticker or Trading Symbol <b>THOMAS PROPERTIES GROUP INC</b> [TPGI]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chairman, President &amp; CEO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/10/2013</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
C/O THOMAS PROPERTIES GROUP, INC., 515 SOUTH FLOWER STREET, SIXTH FLOOR			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>LOS ANGELES, CA 90071</b>								
(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 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								308,507	D	
Common Stock								10,193	I	By Trust <sup>(1)</sup>
Common Stock								10,386	I	By Trust <sup>(1)</sup>
Common Stock								518,070	I	By Trust <sup>(2) (3)</sup>
Common Stock								110	I	By Trust <sup>(1)</sup>
Common Stock								220	I	By Trust <sup>(1)</sup>
Common Stock	01/10/2013	01/15/2013	P		43,400	A	\$5.2763	2,814,800	I	By Partnership <sup>(4)</sup>
Common Stock								550	I	By Trust <sup>(1)</sup>
Common Stock								200	I	By Trust <sup>(1)</sup>

**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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Such shares are held in trust for the benefit of an immediate family member of the reporting person. The reporting person is trustee of such trust. The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- Shares are held in the Lumbee Clan Trust for which the reporting person serves as trustee and has investment authority and discretion with respect to such shares.
- Includes transfer of vested shares to the Lumbee Clan Trust for which the reporting person serves as trustee and has investment authority and discretion with respect to such shares.
- Shares are held by a partnership controlled by Mr. Thomas.

**Signatures**

James A. Thomas

\*\* Signature of Reporting Person

01/11/2013

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.**