

Education Realty Trust, Inc.  
Form 8-K  
September 11, 2012

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT PURSUANT TO**

**SECTION 13 OR 15(d) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): September 11, 2012

Education Realty Trust, Inc.

(Exact Name of Registrant as Specified in Its Charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| Maryland  | 001-32417                   | 20-1352180                           |
| (State or Other Jurisdiction<br>of Incorporation) | (Commission File<br>Number) | (IRS Employer<br>Identification No.) |

**999 South Shady Grove Road, Suite 600**

|  |              |
|--|--------------|
| Memphis, Tennessee                       | <b>38120</b> |
| (Address of Principal Executive Offices) | (Zip Code)   |

**901-259-2500**

(Registrant's Telephone Number, Including Area Code)

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Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01. Regulation FD Disclosure.**

On behalf of Education Realty Trust, Inc. (“EdR”), Randall H. Brown, Executive Vice President and Chief Financial Officer, will present an overview of EdR to prospective stockholders (the “Investor Presentation”) at one-on-one investor meetings at the Westin Times Square Hotel in New York, NY on September 12, 2012 for the Bank of America Merrill Lynch 2012 Global Real Estate Conference. A copy of the Investor Presentation is furnished herewith as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

In accordance with General Instructions B.2 and B.6 of Form 8-K, the information included in this Current Report on Form 8-K (including Exhibit 99.1 hereto), shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any filing made by EdR under the Exchange Act or Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.* The following exhibits are being furnished herewith to this Current Report on Form 8-K.

| Exhibit No. | Description           |
|-------------|-----------------------|
| 99.1        | Investor Presentation |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**EDUCATION REALTY TRUST, INC.**

Date: September 11, 2012 By: /s/ Randall H. Brown  
Randall H. Brown

*Executive Vice President, Chief Financial Officer,  
Treasurer and Secretary*

**INDEX TO EXHIBITS**

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