#### Edgar Filing: FEDERAL REALTY INVESTMENT TRUST - Form 4

FEDERAL REALTY INVESTMENT TRUST Form 4 February 23, 2017 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading WOOD DONALD C Issuer Symbol FEDERAL REALTY (Check all applicable) **INVESTMENT TRUST [FRT]** (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_\_ Director 10% Owner X\_Officer (give title Other (specify (Month/Day/Year) below) below) **1626 EAST JEFFERSON STREET** 02/21/2017 Trustee, President and CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting ROCKVILLE, MD 20852 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Owned Direct (D) Ownership (Instr. 8) Following or Indirect (Instr. 4) Reported (T)(A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price Common shares of 02/21/2017 Μ \$ 73.03 353,921 (1) D 20,000 Α beneficial interest Common shares of 02/21/2017 S 10.914 D \$ 142.4 343,007 <sup>(1)</sup> D beneficial interest Common shares of S 342,807 (1) 02/21/2017 200 D D 142.41 beneficial

interest

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Common shares of beneficial interest	02/21/2017	S	200	D	\$ 142.42	342,607 <u>(1)</u>	D
Common shares of beneficial interest	02/21/2017	S	800	D	\$ 142.43	341,807 <u>(1)</u>	D
Common shares of beneficial interest	02/21/2017	S	300	D	\$ 142.44	341,507 <u>(1)</u>	D
Common shares of beneficial interest	02/21/2017	S	100	D	\$ 142.49	341,407 <u>(1)</u>	D
Common shares of beneficial interest	02/21/2017	S	1,626	D	\$ 142.5	339,781 <u>(1)</u>	D
Common shares of beneficial interest	02/21/2017	S	179	D	\$ 142.51	339,602 <u>(1)</u>	D
Common shares of beneficial interest	02/21/2017	S	200	D	\$ 142.52	339,402 <u>(1)</u>	D
Common shares of beneficial interest	02/21/2017	S	300	D	\$ 142.53	339,102 <u>(1)</u>	D
Common shares of beneficial interest	02/21/2017	S	627	D	\$ 142.54	338,475 <u>(1)</u>	D
Common shares of beneficial interest	02/21/2017	S	400	D	\$ 142.55	338,075 <u>(1)</u>	D
Common shares of beneficial interest	02/21/2017	S	120	D	\$ 142.57	337,955 <u>(1)</u>	D
	02/21/2017	S	800	D		337,155 <u>(1)</u>	D

Common shares of beneficial interest					\$ 142.58
Common shares of beneficial interest	02/21/2017	S	100	D	\$ 337,055 <u>(1)</u> D
Common shares of beneficial interest	02/21/2017	S	422	D	\$ 142.6 336,633 <u>(1)</u> D
Common shares of beneficial interest	02/21/2017	S	500	D	\$ 336,133 <u>(1)</u> D
Common shares of beneficial interest	02/21/2017	S	200	D	\$ 335,933 <u>(1)</u> D
Common shares of beneficial interest	02/21/2017	S	200	D	\$ 335,733 <u>(1)</u> D
Common shares of beneficial interest	02/21/2017	S	498	D	\$ 335,235 <u>(1)</u> D
Common shares of beneficial interest	02/21/2017	S	300	D	\$ 334,935 <u>(1)</u> D
Common shares of beneficial interest	02/21/2017	S	514	D	\$ 334,421 <u>(1)</u> D
Common shares of beneficial interest	02/21/2017	S	400	D	\$ 334,021 ( <u>1</u> ) D
Common shares of beneficial interest	02/21/2017	S	100	D	\$ 333,921 <u>(1)</u> D

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

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 control number.

# 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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and 4	ecurities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Employee stock option	\$ 73.03	02/21/2017		М	20,000	02/10/2009	02/10/2018	Common shares of beneficial interest	20,000

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	10% Owner	Officer	Other		
WOOD DONALD C 1626 EAST JEFFERSON STREET ROCKVILLE, MD 20852	Х		Trustee, President and CEO			
Signatures						

Dawn M. Becker, by power of 02/23/2017 attorney

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* 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).
- (1) Shares owned indirectly by wife: 53,879.
- (2) Mr. Wood currently owns a total of 209,295 options.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.