

FEDERAL REALTY INVESTMENT TRUST  
Form 4  
March 22, 2007

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
WOOD DONALD C

2. Issuer Name and Ticker or Trading Symbol  
FEDERAL REALTY INVESTMENT TRUST [FRT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
1626 EAST JEFFERSON STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/21/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Trustee, President & CEO

ROCKVILLE, MD 20852

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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 shares of beneficial interest	03/21/2007		S <sup>(2)</sup>		400	D	\$ 89.33	247,080	D <sup>(1)</sup>
Common shares of beneficial interest	03/21/2007		S <sup>(2)</sup>		500	D	\$ 89.42	246,580	D <sup>(1)</sup>
Common shares of beneficial interest	03/21/2007		S <sup>(2)</sup>		100	D	\$ 89.69	246,480	D <sup>(1)</sup>

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Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 89.71	246,380	D (1)
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	200	D	\$ 89.85	246,180	D (1)
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.27	246,080	D (1)
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	200	D	\$ 90.36	245,880	D (1)
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.38	245,780	D (1)
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.39	245,680	D (1)
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	400	D	\$ 90.43	245,280	D (1)
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.44	245,180	D (1)
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.45	245,080	D (1)
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.46	244,980	D (1)
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.58	244,880	D (1)
	03/21/2007	<u>S</u> (2)	100	D		244,780	D (1)

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Common shares of beneficial interest					\$ 90.62		
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.66	244,680	D <u>(1)</u>
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	200	D	\$ 90.7	244,480	D <u>(1)</u>
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.72	244,380	D <u>(1)</u>
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.77	244,280	D <u>(1)</u>
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	200	D	\$ 90.8	244,080	D <u>(1)</u>
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	200	D	\$ 90.82	243,880	D <u>(1)</u>
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.85	243,780	D <u>(1)</u>
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	200	D	\$ 90.87	243,580	D <u>(1)</u>
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.9	243,480	D <u>(1)</u>
Common shares of beneficial interest	03/21/2007	<u>S</u> (2)	100	D	\$ 90.91	243,380	D <u>(1)</u>
	03/21/2007	<u>S</u> (2)	100	D		243,280	D <u>(1)</u>

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Common shares of beneficial interest					\$ 90.94		
Common shares of beneficial interest	03/21/2007	S <sup>(2)</sup>	100	D	\$ 90.96	243,180	D <sup>(1)</sup>
Common shares of beneficial interest	03/21/2007	S <sup>(2)</sup>	100	D	\$ 90.98	243,080	D <sup>(1)</sup>
Common shares of beneficial interest	03/21/2007	S <sup>(2)</sup>	600	D	\$ 90.99	242,480	D <sup>(1)</sup>
Common shares of beneficial interest	03/21/2007	S <sup>(2)</sup>	100	D	\$ 91	242,380	D <sup>(1)</sup>

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

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SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

