WOOD DONALD C

Form 4

September 08, 2017

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: January 31, 2005

Form 4 or Form 5 obligations SECURITIES

Estimated average burden hours per response... 0.5

obligations may continue.

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

See Instruction 30(n) of the Investment Com

1(b).

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

FEDE

FEDERAL REALTY
INVESTMENT TRUST [FRT]

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

__X__ Director ______ 10% Owner __X__ Officer (give title _____ Other (speci

1626 EAST JEFFERSON STREET

(Street)

(Month/Day/Year) 09/07/2017

Officer (give title _____ Other (specify below)

Trustee, President and CEO

EKSON STREET 09/07/2017

6. Individual or Joint/Group Filing(Check

below)

4. If Amendment, Date Original

Applicable Line)

Filed (Month/Day/Year)

X Form filed by One Reporting Person ____ Form filed by More than One Reporting

Person

ROCKVILLE, MD 20852

| (City) | (State) (| Zip) Table | e I - Non-D | D erivative | Secui | ities Acqu | ired, Disposed of | , or Beneficiall | y Owned |
|---|--------------------------------------|---|--|--------------------------------|--------|-----------------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | 4. Securion(A) or D (Instr. 3, | ispose | d of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common shares of beneficial interest | 09/07/2017 | | Code V S(1) | Amount 360 | (D) | Price \$ 130.97 | (Instr. 3 and 4) 354,903 (2) | D | |
| Common shares of beneficial interest | 09/07/2017 | | S <u>(1)</u> | 300 | D | \$ 130.96 | 354,603 <u>(2)</u> | D | |
| Common shares of beneficial interest | 09/07/2017 | | S <u>(1)</u> | 1,155 | D | \$ 130.95 | 353,448 (2) | D | |

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| Common shares of beneficial interest | 09/07/2017 | S(1) | 100 | D | \$ 130.92 | 353,348 (2) | D |
|---|------------|--------------|-------|---|--------------|--------------------|---|
| Common shares of beneficial interest | 09/07/2017 | S <u>(1)</u> | 667 | D | \$ 130.91 | 352,681 <u>(2)</u> | D |
| Common shares of beneficial interest | 09/07/2017 | S(1) | 1,211 | D | \$ 130.9 | 351,470 (2) | D |
| Common shares of beneficial interest | 09/07/2017 | S <u>(1)</u> | 1,822 | D | \$ 130.89 | 349,648 (2) | D |
| Common shares of beneficial interest | 09/07/2017 | S <u>(1)</u> | 2,418 | D | \$ 130.88 | 347,230 (2) | D |
| Common shares of beneficial interest | 09/07/2017 | S <u>(1)</u> | 263 | D | \$ 130.87 | 346,967 <u>(2)</u> | D |
| Common shares of beneficial interest | 09/07/2017 | S(1) | 800 | D | \$ 130.86 | 346,167 (2) | D |
| Common shares of beneficial interest | 09/07/2017 | S(1) | 1,471 | D | \$ 130.85 | 344,696 (2) | D |
| Common shares of beneficial interest | 09/07/2017 | S <u>(1)</u> | 3,999 | D | \$ 130.84 | 340,697 (2) | D |
| Common shares of beneficial interest | 09/07/2017 | S <u>(1)</u> | 1,600 | D | \$ 130.83 | 339,097 (2) | D |
| Common shares of beneficial interest | 09/07/2017 | S(1) | 3,139 | D | \$ 130.82 | 335,958 (2) | D |
| | 09/07/2017 | S(1) | 460 | D | | 335,498 (2) | D |

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| Common shares of beneficial interest | | | | | \$ 130.81 | | |
|---|------------|--------------|-----|---|--------------|-------------|---|
| Common shares of beneficial interest | 09/07/2017 | S(1) | 900 | D | \$ 130.8 | 334,598 (2) | D |
| Common shares of beneficial interest | 09/07/2017 | S <u>(1)</u> | 477 | D | \$ 130.78 | 334,121 (2) | D |
| Common shares of beneficial interest | 09/07/2017 | S <u>(1)</u> | 200 | D | \$ 130.76 | 333,921 (2) | D |

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

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SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5 | 5. | 6. Date Exerc | cisable and | 7. Titl | le and | 8. Price of |
|-------------|-------------|---------------------|--------------------|---------|-------|----------------|---------------|-------------|---------|----------|-------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transa | ction | Number | Expiration D | ate | Amou | ınt of | Derivative |
| Security | or Exercise | | any | Code | O | of | (Month/Day/ | Year) | Under | rlying | Security |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. | 8) I | Derivative | e | | Secur | ities | (Instr. 5) |
| | Derivative | | | | S | Securities | | | (Instr. | 3 and 4) | |
| | Security | | | | A | Acquired | | | | | |
| | | | | | (. | A) or | | | | | |
| | | | | | Ι | Disposed | | | | | |
| | | | | | O | of (D) | | | | | |
| | | | | | (| Instr. 3, | | | | | |
| | | | | | 4 | 1, and 5) | | | | | |
| | | | | | | | | | | Amount | |
| | | | | | | | | | | or | |
| | | | | | | | Date | Expiration | Title | Number | |
| | | | | | | | Exercisable | Date | Title | of | |
| | | | | Code | V (| (A) (D) | | | | Shares | |
| | | | | Code | ٧ (| (\mathbf{A}) | | | | Shares | |

Reporting Owners

| Reporting Owner Name / Address | | isnips | | |
|--------------------------------|----------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| WOOD DONALD C | X | | Trustee, | |
| 1626 EAST JEFFERSON STREET | | | President and | |

Reporting Owners 3

ROCKVILLE, MD 20852

CEO

Signatures

Dawn M. Becker, by power of attorney

09/08/2017

**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) This is two of two Form 4s being filed to report one transaction that occurred on September 7, 2017 because the transaction would not fit on one Form 4.
- (2) Shares owned indirectly by wife: 53,879.

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.

Signatures 4