Edgar Filing: FEDERAL REALTY INVESTMENT TRUST - Form 4

FEDERAL I Form 4 May 13, 201	REALTY INVE	STMENT	TRUST								
FORM										OMB AF	PROVAL
-	UNITEL) STATES				ND EXC D.C. 205		IGE CO	OMMISSION	OMB Number:	3235-0287
Check th if no long	ger									Expires:	January 31, 2005
subject to Section 16. Form 4 or				CHANGES IN BENEFICIAL OWNE SECURITIES						Estimated average burden hours per response	
obligatio may cont See Instr 1(b).	ns tinue. Section 17	(a) of the		ility Ho	oldi	ing Com	pany	Act of	Act of 1934, 1935 or Section)	I	
(Print or Type I	Responses)										
1. Name and A WOOD DO	Address of Reporting	g Person <u>*</u>	2. Issuer Symbol FEDER			Гіскег or T TY	Trading	>	5. Relationship of I Issuer		
			INVEST	ſMENT	T	RUST [F	FRT]		(Check	all applicable)
(Last) 1626 EAST	(First)	(Middle)	3. Date of (Month/D 05/12/20	ay/Year)	Tra	nsaction			_X_ Director _X_ Officer (give below) Trustee F		Owner r (specify
	(Street)		4. If Ame Filed(Mon			e Original			6. Individual or Joi Applicable Line) _X_ Form filed by O	nt/Group Filin	g(Check
ROCKVILI	LE, MD 20852								Form filed by M Person		
(City)	(State)	(Zip)	Tabl	e I - Non	-De	erivative S	ecurit	ies Acqu	ired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	 Execution any 	med on Date, if Day/Year)	Code (Instr. 8	tion)	4. Securiti n(A) or Dis (Instr. 3, 4	posed and 5 (A) or	of (D)	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)
Common				Code	V	Amount	(D)	Price	(insu: 5 und 1)		
shares of beneficial interest	05/12/2010			M <u>(1)</u>		44,950	A	\$ 19.8	356,691 <u>(2)</u>	D	
Common shares of beneficial interest	05/12/2010			S <u>(1)</u>		100	D	\$ 78.45	356,591 <u>(2)</u>	D	
Common shares of beneficial interest	05/12/2010			S <u>(1)</u>		100	D	\$ 78.49	356,491 <u>(2)</u>	D	

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Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	100	D	\$ 78.5	356,391 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	700	D	\$ 78.52	355,691 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	600	D	\$ 78.53	355,091 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	300	D	\$ 78.54	354,791 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	250	D	\$ 78.55	354,541 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	400	D	\$ 78.56	354,141 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	506	D	\$ 78.57	353,635 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	794	D	\$ 78.58	352,841 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	1,795	D	\$ 78.59	351,046 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	1,600	D	\$ 78.6	349,446 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	3,205	D	\$ 78.61	346,241 <u>(2)</u>	D
	05/12/2010	S <u>(1)</u>	3,100	D		343,141 (2)	D

Common shares of beneficial interest					\$ 78.62		
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	1,900	D	\$ 78.63	341,241 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	800	D	\$ 78.64	340,441 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	2,400	D	\$ 78.65	338,041 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	1,300	D	\$ 78.66	336,741 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	700	D	\$ 78.67	336,041 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	2,000	D	\$ 78.68	334,041 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	1,200	D	\$ 78.69	332,841 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	3,900	D	\$ 78.7	328,941 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	1,719	D	\$ 78.71	327,222 <u>(2)</u>	D
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	2,800	D	\$ 78.72	324,422 <u>(2)</u>	D
	05/12/2010	S <u>(1)</u>	1,881	D		322,541 <u>(2)</u>	D

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Common shares of beneficial interest					\$ 78.73	
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	1,400	D	\$ 321,141 (<u>2)</u> D	
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	3,500	D	\$ 317,641 (2) D	
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	1,300	D	\$ 316,341 (2) D	
Common shares of beneficial interest	05/12/2010	S <u>(1)</u>	600	D	\$ 315,741 (2) D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	rivative Expiration Date curities (Month/Day/Year) quired (A) Disposed of) str. 3, 4,		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Employee stock option	\$ 19.8	05/12/2010		M <u>(1)</u>	44,950	02/28/2003 <u>(3)</u>	02/28/2011	Common shares of beneficial interest	44,9

Reporting Owners

Reporting Owner Name / Address	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 attorney	05/13/2	2010						
**Signature of Reporting Person	Date							
Evaloretion of Deerer								

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 one of two Form 4s being filed to report one transaction that occurred on May 12, 2010 because the transaction would not fit on one Form 4.
- (2) Shares owned indirectly by wife: 9,437.
- (3) 16,667 of the options vested on 2/28/03 and 28,283 of the options vested on 2/28/04.
- (4) Mr. Wood currently holds a total of 322,996 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.