BECKER DAWN M

Form 4

September 08, 2017

FORM 4 UNITE

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 SECURITIES

Expires: January 31, 2005
Estimated average

0.5

Form 4 or Form 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

burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name **and** Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

BECKER DAWN M

Symbol FEDERAL REALTY

issuci

(Last)

(First) (Middle)

INVESTMENT TRUST [FRT]

3. Date of Earliest Transaction

(Check all applicable)
ector _____ 10% Owner

(Month/Day/Year)

____ Director ____ 10% Owner __X_ Officer (give title ____ Other (specify below)

6. Individual or Joint/Group Filing(Check

1626 EAST JEFFERSON STREET

09/07/2017

EVP-General Counsel & Sec

(Street) 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

(0	City)	(State)	(Zip) Tabl	e I - Non-D	Derivative S	Securi	ties Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title Securi (Instr.	ty	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	Fransactionor Disposed of (D) Code (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)
Comi share benef	s of ficial	09/07/2017		Code V M(1)	Amount 24,346	(D)	Price \$ 73.03	145,809	D	
Comishare benefintere	s of ficial	09/07/2017		S <u>(1)</u>	814	D	\$ 131.25	144,995	D	
Share benef	s of ficial	09/07/2017		S <u>(1)</u>	200	D	\$ 131.12	144,795	D	

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Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	300	D	\$ 131.07	144,495	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	1,486	D	\$ 131.06	143,009	D
Common shares of beneficial interest	09/07/2017	S(1)	4	D	\$ 131.05	143,005	D
Common shares of beneficial interest	09/07/2017	S(1)	376	D	\$ 131.04	142,629	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	796	D	\$ 131.03	141,833	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	100	D	\$ 131.02	141,733	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	1,424	D	\$ 131.01	140,309	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	500	D	\$ 131	139,809	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	800	D	\$ 130.97	139,009	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	1,700	D	\$ 130.95	137,309	D
Common shares of beneficial interest	09/07/2017	S(1)	57	D	\$ 130.93	137,252	D
	09/07/2017	S <u>(1)</u>	100	D		137,152	D

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Common shares of beneficial interest					\$ 130.92		
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	700	D	\$ 130.91	136,452	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	700	D	\$ 130.9	135,752	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	100	D	\$ 130.89	135,652	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	500	D	\$ 130.88	135,152	D
Common shares of beneficial interest	09/07/2017	S(1)	100	D	\$ 130.86	135,052	D
Common shares of beneficial interest	09/07/2017	S(1)	2,980	D	\$ 130.85	132,072	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	2,120	D	\$ 130.84	129,952	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	878	D	\$ 130.83	129,074	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	800	D	\$ 130.82	128,274	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	2,446	D	\$ 130.81	125,828	D
	09/07/2017	S(1)	700	D	\$ 130.8	125,128	D

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Common shares of beneficial interest							
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	343	D	\$ 130.79	124,785	D
Common shares of beneficial interest	09/07/2017	S <u>(1)</u>	352	D	\$ 130.78	124,433	D
Common shares of beneficial interest	09/07/2017	S(1)	438	D	\$ 130.77	123,995	D

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

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(9-02)

interest

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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)	Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Sh
Employee stock option	\$ 73.03	09/07/2017		M	24,346	02/10/2011(2)	02/10/2018	Common shares of beneficial interest	24,3

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				

Reporting Owners

EVP-General Counsel & Sec

BECKER DAWN M 1626 EAST JEFFERSON STREET ROCKVILLE, MD 20852

Signatures

Dawn M. 09/08/2017 Becker

**Signature of Date
Reporting Person

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 September 7, 2017 because the transaction would not fit on one Form 4.
- 2,157 shares were exercisable on 2/10/2011; 8,875 shares were exercisable on 2/10/2012 and 13,314 shares were exercisable on 2/10/2013.

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 5