

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>BECKER DAWN M</u> (Last) (First) (Middle) 1626 EAST JEFFERSON STREET (Street) ROCKVILLE MD 20852 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>FEDERAL REALTY INVESTMENT TRUST [FRT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Exec. VP-General Counsel & Sec.
	3. Date of Earliest Transaction (Month/Day/Year) 12/01/2011	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	12/01/2011 ⁽¹⁾		M		10,000	A	\$28.01	87,751	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		100	D	\$88.26	87,651	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		1,102	D	\$88.24	86,549	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		200	D	\$88.21	86,349	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		200	D	\$88.2	86,149	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		98	D	\$88.17	86,051	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		201	D	\$88.14	85,850	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		1	D	\$88.12	85,849	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		98	D	\$88.11	85,751	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		103	D	\$88.02	85,648	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		497	D	\$88	85,151	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		600	D	\$87.99	84,551	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		100	D	\$87.95	84,451	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		100	D	\$87.94	84,351	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		1	D	\$87.93	84,350	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		100	D	\$87.92	84,250	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		400	D	\$87.91	83,850	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		363	D	\$87.88	83,487	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		236	D	\$87.87	83,251	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		200	D	\$87.82	83,051	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		100	D	\$87.71	82,951	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		24	D	\$87.68	82,927	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		76	D	\$87.65	82,851	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		100	D	\$87.63	82,751	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		100	D	\$87.56	82,651	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		100	D	\$87.53	82,551	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		300	D	\$87.5	82,251	D	
Common shares of beneficial interest	12/01/2011 ⁽¹⁾		S		100	D	\$87.42	82,151	D	

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

--

