FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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	Check this box if no longer subject to Section 16. Form 4
	F F II

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

FEDERAL REALTY INVESTMENT TRUST [FRT] Check all applicables Director 10% Owner							UI SECIII	JII 30(II) 01 III	invesimen	it Comp	ally Act of	1540								
Clast) Clast Cla	1. Name and Address of Reporting Person* BECKER DAWN M														(Check all applicable)				10% Own	er
Street A.	(Last) (First) (Middle)						Date of Earliest Transaction (Month/Day/Year)									,			, ,	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Instr. 3) Table II - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Instr. 3) Table II - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Instr. 5) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) Table II - Non-Disposed of (D) (In	1626 EAST JEFFERSON STREET					02/07/20	02/07/2013													
City	(Street) ROCKVILLE MD 20852					4. If Amendment, Date of Original Filed (Month/Day/Year)									3(1 1)					
2. Transaction Date, (Month/Day/Year) (M	(City)	State)	(Zip	o)											Form filed by More than One Reporting Person					
Common shares of beneficial interest Date Conversion or Security (Instr. 3) Conversion or Security (Instr. 4) Code V And Code Code V Amount Code Cod	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Common shares of beneficial interest Code V Amount (A) or (D) Price (Instr. 3 and 4) (Instr. 4 and 4) (Instr.	, (, (,					Date Exec		ution Date,	3. Transact Code (Instr	3. Transaction 4. Secur Code (Instr. 8) 3, 4 and			ed Of (D) (Instr.	Beneficially Owned		ollowing Direct (Indirect Beneficial	
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 (Instr. 3) (Month/Day/Year) 3. Transaction Code (Instr. 4) (Month/Day/Year) 4. Transaction Code (Instr. 3) 5. Number of Derivative Security (Instr. 3 and 4) 5. Otate Exercisable and Expiration Date (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 6. Date Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) 6. Price of Derivative Security (Instr. 3 and 4) 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 3 and 4) 9. Number of Derivative Security (Instr. 3 and 4) 10. Ownership Cform: Direct (D) or Indirect Beneficially Ownership (Instr. 4) 11. Nature of Amount or Number of Shares 12. Ownership (Instr. 4) 13. Transaction Code (Instr. 4) 14. Transaction Code (Instr. 4) 15. Number of Derivative Security (Instr. 3 and 4) 15. Date Expiration Date (Month/Day/Year) 16. Date Expiration Date (Month/Day/Year) 17. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) 18. Price of Derivative Security (Instr. 3 and 4) 19. Number of Shares 10. Ownership (Instr. 4) 10. Ownership Com: Direct (D) or Indirect Beneficially Ownership (Instr. 4) 19. Number of Shares 10. Ownership (Instr. 4) 11. Nature of Expiration Date (Month/Day/Year) 12. Nature of Expiration Date (Month/Day/Year) 13. Nature of Expiration Date (Month/Day/Year) 14. Nature of Expiration Date (Month/Day/Year) 15. Number of Shares 16. Date Exercisable and Tritle and Month Indirect Expiration Date (Month/Day/Year) 18. Number of Shares 19. Number of Shares 19. Number of Shares 19. Number o					(WOITHIDAY	(Mon		Code	code V An		nount (A)		Price			(3)	(1150.1-4)			
(e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 2. Conversion of Exercise Point of Security (Instr. 4) 2. Conversion of Exercise Point of Security (Instr. 4) 2. Conversion of Exercise Point of Security (Instr. 5) 2. Conversion of Exercise Point of Security (Instr. 4) 2. Conversion of Exercise Point of Security (Instr. 4) 2. Conversion of Exercise Point of Security (Instr. 4) 2. Conversion of Exercise Point of Security (Instr. 4) 2. Conversion of Exercise Point of Security (Instr. 4) 3. Transaction Code (Instr. 4) 4. Transaction Code (Instr. 3) 5. Number of Derivative Security (Instr. 3 and 4) 7. Title and Amount of Securities Underlying Derivative Security (Instr. 5) 8. Price of Derivative Security (Instr. 6) 8. Price of Derivative	Common shares of beneficial interest						02/07/2013		A		9,),440 A		\$0		96,146			D	
Solution Date of Execution Date of Execution Date, description of Exercises Price of Derivative Security (Instr. 3 and 4) Code V (A) (D) Date Exercisable Date (Month/Day/Year) Expectation Date (Month/Day/Year) Derivative Security (Instr. 3 and 4) Securities Beneficially Ownership (Instr. 4) Ownership (Instr. 4) (Instr. 4) Ownership (Instr. 4) Ownership (Instr. 4) Ownership (Instr. 4) Amount or Number of Shares (Instr. 4) Ownership (Instr. 4) Owner					Table I									ed						
Code V (A) (D) Exercisable Date Expiration Date Number of Shares (Instr. 4)	1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative	Date	Execution Date, if any		ction Code	Securities A Disposed of	curities Acquired (A) or posed of (D) (Instr. 3, 4		Expiration Date		7. Title and A Derivative S	urities Underlyin and 4)	ng	Derivative Security (Instr.	derivative Securitie Beneficia Owned	e F sally (Form: Direct (D) or Indirect	Indirect Beneficial Ownership (Instr.	
					Code	V (4	(A)	A) (D)		Date Expiration Exercisable Date					hares		Reported		ĭ	

tion of Responses

Remarks:

** Signature of Reporting Person

02/11/2013

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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

Power of Attorney

Know all by these presents, that the undersigned hereby constitutes and appoints James M. Taylor, Jr. as her true and lawful attorney-in-fact to:

- 1. execute for and on behalf of the undersigned Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Form 3, 4 or 5 and
- 3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best :

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary (

The undersigned hereby revokes each and every prior power of attorney granted with respect to the actions listed above.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 1st day of February, 2013.

/s/ Dawn M. Becker

Signature

Dawn M. Becker

Print Name