Compensation and Human Capital Management Committee Charter
Federal Realty Investment Trust

Purpose:

The purpose of the Compensation and Human Capital Management Committee ("Committee") of Federal Realty Investment Trust ("Trust") is to discharge certain responsibilities of the Board of Trustees of the Trust ("Board") relating to: (a) determining the compensation of the officers of the Trust; (b) implementing and administering the Trust's incentive-compensation and equity-based plans; (c) making equity-based awards; (d) overseeing the Trust's key human resources policies and practices; and (e) fulfilling the duties set forth below and such other responsibilities as may be delegated to the Committee by the Board from time to time. Annually, the Committee will prepare a report on executive compensation for inclusion in the Trust's proxy statement.

Composition:

The Committee shall be composed of two or more trustees who are independent as such term is defined from time to time with respect to the Committee in the Securities Exchange Act of 1934 (the "Exchange Act"), the New York Stock Exchange's Listed Company Manual (the "NYSE Manual") and other laws and regulations applicable to the Trust and the Committee. Prior to approving a trustee's appointment to the Committee, the Board (upon advice of the Nominating and Corporate Governance Committee) shall have determined that such trustee satisfies the foregoing independence requirements as well as any additional independence requirements established from time to time by the Board in the Trust's Corporate Governance Guidelines ("Governance Guidelines").

The Nominating Committee, after consultation with the Chief Executive Officer of the Trust ("CEO"), shall recommend to the full Board for its approval: (a) which trustees should serve on the Committee; (b) who shall serve as chair of the Committee; (c) whether additional trustees should be appointed to the Committee; and (d) whether any trustees should be removed from the Committee. In making those recommendations, the Committee shall take into account those factors identified in the Trust's Governance Guidelines, including, without limitation, Section 4(b) thereof.

Compensation:

The Chair of the Committee and each member of the Committee shall be entitled to compensation for being the Chair or member of the Committee, as applicable, and for meeting attendance as such fees are established from time to time by the Board in accordance with the Governance Guidelines. Each member of the Committee shall be entitled to be reimbursed for reasonable out-of-pocket expenses incurred by such member in attending meetings of the Committee and in performing his/her duties as a member of the Committee. No member of the Committee shall receive from the Trust any compensation other than his or her fees for serving as a trustee and a member of the Committee or any other committee of the Board.

Meetings:

The Committee shall meet at least one (1) time per year, during the first quarter of the fiscal year, and at such other times as determined by the Chair of the Committee to be necessary or appropriate for the Committee to carry out its duties and responsibilities. Meetings of the Committee shall be called by the Secretary of the Trust upon the request of the Chair of the Committee, the CEO or a majority of the members of the Committee. Except for the regular annual meeting of the Committee, notice of any meeting of the Committee shall be given in the manner provided for in the Bylaws of the Trust for meetings of the Board and its committees.

The provisions set forth in the Trust's Bylaws for meetings of the Board and its committees shall govern the quorum and voting requirements for all meetings of the Committee.

The Committee shall be required to keep a record of its actions and proceedings and shall report to the Board at the next meeting of the Board following the Committee meeting with such report to include recommendations for Board actions when appropriate.

Duties, Powers and Responsibilities:

The duties, powers and responsibilities of the Committee shall include the following:

(a) Creating and reviewing the Trust's officer compensation programs to ensure the attraction, retention and appropriate reward of officers, to motivate their performance in the achievement of the Trust's business objectives, and to align the interests of officers with the long-term interests of the Trust's shareholders.

(b) Reviewing and approving the Trust's goals and objectives relevant to CEO compensation, evaluating CEO performance in light of those goals and objectives, and establishing the CEO's compensation based on that evaluation; and in determining the long-term incentive component of CEO compensation, considering the Trust's performance and relative shareholder return, the value of similar incentive awards to CEOs at comparable companies, and the awards given to the Trust's CEO in past years.

(c) Reviewing the performance, and approving the salaries, benefits and other compensation, of the senior vice presidents and above of the Trust.

(d) Adopting, administering and making recommendations to the Board with respect to the Trust's incentive-compensation and equity-based plans.

(e) Making equity-based awards under the Trust's plans.

(f) Establishing the performance goals for all performance-based plans and awards, reviewing the results to determine whether performance goals have been met, and approving the payments required upon attainment of the goals.

(g) Reviewing and discussing amongst itself and with management, on an annual basis: (1) the Trust's compensation discussion and analysis, and recommending to the Board whether such analysis should be included in the Trust's proxy statement and Form 10K, as required; (2) the Trust's annual pay ratio disclosure; (3) the Trust's annual pay for performance disclosure; and (4) the Trust's annual compensation risk assessment and disclosure.

(h) Preparing on an annual basis a report on executive compensation for inclusion in the Trust's proxy statement in accordance with applicable rules and regulations.

(i) Reviewing and making recommendations to the Board on compensation related proposals to be included in the proxy statement.

(j) Appointing, retaining, compensating, overseeing and terminating, as the Committee deems necessary in its sole discretion, one or more compensation consultants, independent legal counsel or other advisers (each an "Adviser") provided the Committee evaluates the independence of any Adviser prior to the Committee's engaging or receiving advice from such Adviser. The Committee's independence evaluation shall take into consideration the factors or requirements set forth from time to time in the Exchange Act, the NYSE Manual and other laws and regulations applicable to the Trust and the Committee. Independence assessments shall be conducted annually thereafter. All fees and expenses of any Adviser shall be paid by the Trust and the Trust shall make funds available for the payment of such fees and expenses.

(k) Providing to the Board a report on the Committee's activities at the next Board meeting following each meeting of the Committee.

(l) Oversee the Trust's strategies and policies related to key human resources policies and practices including with respect to matters such as diversity and inclusion, workplace environment and culture and talent development and retention.

(m) Performing such other duties and responsibilities as may be delegated to the Committee by the Board from time to time.

Delegation of Authority:

The Committee shall have the authority to delegate its responsibilities as it deems appropriate from time to time provided that such delegation is not prohibited under the Exchange Act, the NYSE Manual or any other laws or regulations applicable to the Trust or the Committee.

Annual Performance Evaluation:

The Committee shall conduct an evaluation of its performance on an annual basis.

Disclosure of Charter:

This charter will be made available on the Trust's website at www.federalrealty.com.

Initially Adopted:	***February 12, 2003***
Revised:	***February 16, 2006***
	February 12, 2007
	February 9, 2012
	July 31, 2013
	February 5, 2015
	February 7, 2018
	February 10, 2021
Readopted:	***December 2, 2021 (with UPREIT conversion)***
Revised:	***February 7, 2023***
	August 5, 2026