PRICING SUPPLEMENT NO. 2 DATED MARCH 6, 1998 (TO PROSPECTUS DATED NOVEMBER 7, 1995 AND PROSPECTUS SUPPLEMENT DATED APRIL 17, 1997)

\$200,000,000

## FEDERAL REALTY INVESTMENT TRUST

## MEDIUM-TERM NOTES

Principal amount: \$13,000,000 Interest Rate (if fixed rate): 6.74% Stated Maturity: March 10, 2004 Specified Currency: U.S.\$ Applicable Exchange Rate (if any): U.S.\$1.00 = N/AIssue price (as a percentage of principal amount): 100% Selling Agent's commission (%): 0.55% Purchasing Agent's discount

or commission (%): N/A Net proceeds to the Company (%): 99.45%

Settlement date (original

issue date): March 10, 1998

Trade Date: March 5, 1998 Redemption Commencement Date (if any): N/A

Optional Repayment: N/A

Floating Rate Notes: N/A Interest rate basis: N/A Commercial Paper Rate

Prime Rate LIB0R

Treasury Rate CD Rate

Federal Funds Rate

Other:

Index Maturity: N/A

Spread: N/A

Spread Multiplier: N/A Maximum Rate: N/A Minimum Rate: N/A

Initial Interest Rate: N/A Interest Reset Date(s): N/A

Interest Determination Date(s): N/A

Calculation Date(s): N/A

Interest Payment Dates: March 30, September 30

Regular Record Date(s): N/A

Agent acting in the capacity as indicated below:

[\_] As Agent [X] As Principal

Redemption prices (if any): The Redemption Price shall initially be % of the principal amount of such Notes to be redeemed and shall decline (but not below par) on each anniversary of the Redemption Commencement Date by % of the principal amount to be redeemed until the Redemption Price is 100% of such principal amount.

If such Notes are denominated in other than U.S. dollars, the applicable Foreign Currency Supplement is attached hereto.

Additional terms: N/A

As of the date of this Pricing Supplement, the aggregate initial public offering price (or its equivalent in other currencies) of the Debt Securities (as defined in the Prospectus) which have been sold (including the Notes to which this Pricing Supplement relates) is \$169,500,000.

"N/A" as used herein means "Not Applicable." "A/S" as used herein means "As stated in the Prospectus Supplement referred to above."

GOLDMAN, SACHS & CO.

PRICING SUPPLEMENT NO. 2 DATED MARCH 6, 1998 (TO PROSPECTUS DATED NOVEMBER 7, 1995 AND PROSPECTUS SUPPLEMENT DATED APRIL 17, 1997)

\$200,000,000

#### FEDERAL REALTY INVESTMENT TRUST

#### MEDIUM-TERM NOTES

Principal amount: \$8,000,000 Interest Rate (if fixed rate): 6.74% Stated Maturity: March 10, 2004 Specified Currency: U.S.\$ Applicable Exchange Rate (if any): U.S.\$1.00 = N/AIssue price (as a percentage of principal amount): 100% Selling Agent's commission (%): 0.55% Purchasing Agent's discount

or commission (%): N/A Net proceeds to the Company (%): 99.45% Settlement date (original

issue date): March 10, 1998 Trade Date: March 5, 1998

Redemption Commencement Date (if any): N/A

Optional Repayment: N/A

Floating Rate Notes: N/A Interest rate basis: N/A

Commercial Paper Rate

Prime Rate I TBOR Treasury Rate CD Rate

Federal Funds Rate

Other: Index Maturity: N/A

Spread: N/A

Spread Multiplier: N/A Maximum Rate: N/A Minimum Rate: N/A

Initial Interest Rate: N/A Interest Reset Date(s): N/A

Interest Determination Date(s): N/A

Calculation Date(s): N/A

Interest Payment Dates: March 30, September 30

Regular Record Date(s): N/A

Agent acting in the capacity as indicated below:

[\_] As Agent [X] As Principal

Redemption prices (if any): The Redemption Price shall initially be % of the principal amount of such Notes to be redeemed and shall decline (but not below par) on each anniversary of the Redemption Commencement Date by N/A % of the principal amount to be redeemed until the Redemption Price is 100% of such principal amount.

If such Notes are denominated in other than U.S. dollars, the applicable Foreign Currency Supplement is attached hereto.

Additional terms: N/A

As of the date of this Pricing Supplement, the aggregate initial public offering price (or its equivalent in other currencies) of the Debt Securities (as defined in the Prospectus) which have been sold (including the Notes to which this Pricing Supplement relates) is \$169,500,000.

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FIRST UNION CAPITAL MARKETS CORP.

PRICING SUPPLEMENT NO. 2 DATED MARCH 6, 1998 (TO PROSPECTUS DATED NOVEMBER 7, 1995 AND PROSPECTUS SUPPLEMENT DATED APRIL 17, 1997)

\$200,000,000

# FEDERAL REALTY INVESTMENT TRUST

#### MEDIUM-TERM NOTES

Principal amount: \$5,000,000 Interest Rate (if fixed rate): 6.74% Stated Maturity: March 10, 2004 Specified Currency: U.S.\$ Applicable Exchange Rate (if any): U.S.\$1.00 = N/AIssue price (as a percentage of

principal amount): 100% Selling Agent's commission (%): 0.55% Purchasing Agent's discount

or commission (%): N/A Net proceeds to the Company (%): 99.45%

Settlement date (original issue date): March 10, 1998

Trade Date: March 5, 1998 Redemption Commencement

Date (if any): N/A

Optional Repayment: N/A

Floating Rate Notes: N/A Interest rate basis: N/A

Commercial Paper Rate

Prime Rate I TBOR

Treasury Rate CD Rate

Federal Funds Rate

Other:

Index Maturity: N/A

Spread: N/A

Spread Multiplier: N/A Maximum Rate: N/A Minimum Rate: N/A

Initial Interest Rate: N/A Interest Reset Date(s): N/A

Interest Determination Date(s): N/A

Calculation Date(s): N/A

Interest Payment Dates: March 30,

September 30

Regular Record Date(s): N/A

Agent acting in the capacity as indicated below:

[\_] As Agent [X] As Principal

Redemption prices (if any): The Redemption Price shall initially be % of the principal amount of such Notes to be redeemed and shall decline (but not below par) on each anniversary of the Redemption Commencement Date by N/A % of the principal amount to be redeemed until the Redemption Price is 100% of such principal amount.

If such Notes are denominated in other than U.S. dollars, the applicable Foreign Currency Supplement is attached hereto.

Additional terms: N/A

As of the date of this Pricing Supplement, the aggregate initial public offering price (or its equivalent in other currencies) of the Debt Securities (as defined in the Prospectus) which have been sold (including the Notes to which this Pricing Supplement relates) is \$169,500,000.

"N/A" as used herein means "Not Applicable." "A/S" as used herein means "As stated in the Prospectus Supplement referred to above."

J.P. MORGAN & CO.

PRICING SUPPLEMENT NO. 2
DATED MARCH 6, 1998
(TO PROSPECTUS DATED NOVEMBER 7, 1995 AND
PROSPECTUS SUPPLEMENT DATED APRIL 17, 1997)

\$200,000,000

## FEDERAL REALTY INVESTMENT TRUST

#### MEDIUM-TERM NOTES

Interest Rate (if fixed rate): 6.74% Stated Maturity: March 10, 2004 Specified Currency: U.S.\$ Applicable Exchange Rate (if any): U.S.\$1.00 = N/AIssue price (as a percentage of principal amount): 100% Selling Agent's commission (%): 0.55% Purchasing Agent's discount or commission (%): N/A Net proceeds to the Company (%): 99.45% Settlement date (original issue date): March 10, 1998 Trade Date: March 5, 1998 Redemption Commencement Date (if any): N/A Optional Repayment: N/A

Principal amount: \$8,000,000

Floating Rate Notes: N/A Interest rate basis: N/A Commercial Paper Rate Prime Rate I TBOR Treasury Rate CD Rate Federal Funds Rate Other: Index Maturity: N/A Spread: N/A Spread Multiplier: N/A Maximum Rate: N/A Minimum Rate: N/A Initial Interest Rate: N/A Interest Reset Date(s): N/A Interest Determination Date(s): N/A Calculation Date(s): N/A Interest Payment Dates: March 30, September 30

Regular Record Date(s): N/A

Agent acting in the capacity as indicated below:

[X] As Agent
[\_] As Principal

Redemption prices (if any): The Redemption Price shall initially be N/A % of the principal amount of such Notes to be redeemed and shall decline (but not below par) on each anniversary of the Redemption Commencement Date by N/A % of the principal amount to be redeemed until the Redemption Price is 100% of such principal amount.

If such Notes are denominated in other than U.S. dollars, the applicable Foreign Currency Supplement is attached hereto.

Additional terms: N/A

As of the date of this Pricing Supplement, the aggregate initial public offering price (or its equivalent in other currencies) of the Debt Securities (as defined in the Prospectus) which have been sold (including the Notes to which this Pricing Supplement relates) is \$169,500,000.

J.P. MORGAN & CO.

PRICING SUPPLEMENT NO. 2
DATED MARCH 6, 1998
(TO PROSPECTUS DATED NOVEMBER 7, 1995 AND
PROSPECTUS SUPPLEMENT DATED APRIL 17, 1997)

\$200,000,000

## FEDERAL REALTY INVESTMENT TRUST

#### MEDIUM-TERM NOTES

or commission (%): N/A
Net proceeds to the Company (%): 99.45%
Settlement data (original

Settlement date (original

issue date): March 10, 1998

Floating Rate Notes: N/A Interest rate basis: N/A Commercial Paper Rate

Commercial Paper Ra
Prime Rate
ITBOR

Treasury Rate CD Rate

Federal Funds Rate

Other:

Index Maturity: N/A
Spread: N/A

Spread Multiplier: N/A

Maximum Rate: N/A Minimum Rate: N/A

Initial Interest Rate: N/A
Interest Reset Date(s): N/A

Interest Determination Date(s): N/A

Calculation Date(s): N/A

Interest Payment Dates: March 30,

September 30

Regular Record Date(s): N/A

Agent acting in the capacity as indicated below:

[\_] As Agent
[X] As Principal

Redemption prices (if any): The Redemption Price shall initially be N/A % of the principal amount of such Notes to be redeemed and shall decline (but not below par) on each anniversary of the Redemption Commencement Date by N/A % of the principal amount to be redeemed until the Redemption Price is 100% of such principal amount.

If such Notes are denominated in other than U.S. dollars, the applicable Foreign Currency Supplement is attached hereto.

Additional terms: N/A

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MERRILL LYNCH & CO.