

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) May 01, 2024**

**Federal Realty Investment Trust**

**Federal Realty OP LP**

**(Exact name of registrant as specified in its charter)**

<b>Maryland (Federal Realty Investment Trust)</b>	<b>1-07533</b>	<b>87-3916363</b>
<b>Delaware (Federal Realty OP LP)</b>	<b>333-262016-01</b>	<b>52-0782497</b>
<b>(State or other jurisdiction of incorporation)</b>	<b>(Commission File Number)</b>	<b>(IRS Employer Identification No.)</b>

<b>909 Rose Avenue, North</b>	<b>20852</b>
<b>Suite 200 Bethesda, Maryland</b>	
<b>(Address of principal executive offices)</b>	<b>(Zip Code)</b>

**Registrant's telephone number including area code: 301/998-8100**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
- ☐

Securities registered pursuant to Section 12(b) of the Act:

**Federal Realty Investment Trust**

<b><u>Title of Each Class</u></b>	<b><u>Trading Symbol</u></b>	<b><u>Name of Each Exchange On Which Registered</u></b>
Common Shares of Beneficial Interest \$.01 par value per share, with associated Common Share Purchase Rights	FRT	New York Stock Exchange
Depository Shares, each representing 1/1000 of a share of 5.00% Series C Cumulative Redeemable Preferred Stock, \$.01 par value per share	FRT-C	New York Stock Exchange

**Federal Realty OP LP**

<b><u>Title of Each Class</u></b>	<b><u>Trading Symbol</u></b>	<b><u>Name of Each Exchange On Which Registered</u></b>
None	N/A	N/A

Indicate by check mark whether the registrant is an emerging growth company, as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.

Federal Realty Investment Trust Yes   Federal Realty OP LP Yes ☐ No ☒  
☐ No ☒

If an emerging growth company, indicate by checkmark if the registrant has elected not use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Federal Realty Investment Trust ☐   Federal Realty OP LP ☐

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**Item 5.07. Submission of Matters to a Vote of Security Holders.**

The annual meeting of shareholders of Federal Realty Investment Trust was held on May 1, 2024. The following table sets forth the matters presented for a vote by the shareholders and the voting results with respect to such matters:

<b>Matter</b>	<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
<b>Proposal 1: Election of Trustees</b>				
David W. Faeder	67,709,267	3,182,421	42,355	4,819,430
Elizabeth I. Holland	69,613,470	1,286,074	34,498	4,819,430
Nicole Y. Lamb-Hale	70,545,141	350,747	38,153	4,819,431
Thomas A. McEachin	70,609,585	285,524	38,993	4,819,431
Anthony P. Nader, III	69,823,251	1,071,899	38,893	4,819,429
Gail P. Steinell	67,781,484	3,111,032	41,525	4,819,432
Donald C. Wood	70,609,019	280,591	44,434	4,819,429
<b>Proposal 2: Advisory vote on the compensation of our named executive officers</b>	64,798,873	6,009,165	125,998	4,819,436
<b>Proposal 5: Ratification of the appointment of Grant Thornton LLP as the Trust's independent registered public accounting firm for the year ending December 31, 2024</b>	73,045,980	2,665,638	41,854	0

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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## **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

### **FEDERAL REALTY INVESTMENT TRUST FEDERAL REALTY OP LP**

Date: May 2, 2024

/s/ Dawn M. Becker

Dawn M. Becker  
Executive Vice President-General Counsel and  
Secretary