

DERRICK JOHN M JR

Form 4

December 17, 2009

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
DERRICK JOHN M JR

2. Issuer Name **and** Ticker or Trading
Symbol
WASHINGTON REAL ESTATE
INVESTMENT TRUST [WRE]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
6110 EXECUTIVE BLVD., SUITE
800

3. Date of Earliest Transaction
(Month/Day/Year)
01/27/2009

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)
Trustee

(Street)
ROCKVILLE, MD 20852

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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. 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)
Common Stock	01/27/2009		G ⁽¹⁾	521 D \$ 0	17,764	D	
Common Stock	12/15/2009		A ⁽²⁾	2,061 A \$ 0	20,911	D	
Common Stock	12/17/2009		G ⁽³⁾	425 D \$ 0	20,486	D	
Common Stock	01/27/2009		G ⁽¹⁾	521 A \$ 0	4,046	I	by Trust
Common Stock	12/17/2009		G ⁽³⁾	425 A \$ 0	4,471	I	by Trust

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

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SEC 1474
(9-02)

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DERRICK JOHN M JR 6110 EXECUTIVE BLVD. SUITE 800 ROCKVILLE, MD 20852	Trustee

Signatures

By: Laura M. Franklin For: John M.
Derrick, Jr. 12/17/2009

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- (1) Voluntary early filing of Bona fide gift. Gift to an irrevocable trust. I am the trustee and my son is the sole beneficiary.
- (2) Granted pursuant to the Washington Real Estate Investment Trust 2007 Omnibus Long-Term Incentive Plan - based on closing price on 12/15/09 of \$26.69
- (3) Voluntary early filing of Bona fide gift. Gift to an irrevocable trust. My spouse and I are the co-trustees and our granddaughter is the sole beneficiary.

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

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