

WASHINGTON REAL ESTATE INVESTMENT TRUST  
Form 8-K/A  
January 22, 2014

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

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FORM 8-K/A  
Amendment No. 1

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CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): November 21, 2013

WASHINGTON REAL ESTATE  
INVESTMENT TRUST

(Exact name of registrant as specified in its charter)

MARYLAND

1-6622

53-0261100

(State of incorporation)

(Commission File Number)

(IRS Employer Identification Number)

6110 EXECUTIVE BOULEVARD, SUITE 800, ROCKVILLE, MARYLAND 20852

(Address of principal executive office) (Zip code)

Registrant's telephone number, including area code: (301) 984-9400

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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:

- 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))
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This Current Report on Form 8-K/A (this "Amendment") updates information originally provided in a Current Report on Form 8-K, filed on November 26, 2013 (the "Original Filing"), in which Washington Real Estate Investment Trust ("WRIT") reported closing on the first two out of four separate purchase and sale agreements to effectuate the sale of WRIT's entire medical office portfolio and two office assets. Except for the following, this Amendment does not modify or update any other disclosure contained in the Original Filing, and this Amendment should be read in conjunction with the Original Filing and WRIT's Current Report on Form 8-K, filed on October 3, 2013.

Item 2.01 Completion of Acquisition or Disposition of Assets.

On January 21, 2014, WRIT closed on the second two of the four purchase and sale agreements. The sales prices under these two agreements aggregate to \$193.6 million.

The properties, sales prices and closing dates under each of the purchase and sale agreements are as follows:

Purchase and Sale Agreement #1 (\$303,354,090; closed on November 21, 2013, except Woodholme Medical Office Building, which closed on November 22, 2013):

1. 2440 M Street
2. Alexandria Professional Center
3. 8301 Arlington Boulevard
4. 6565 Arlington Boulevard
5. Ashburn Farm Office Park I
6. Ashburn Farm Office Park II
7. Ashburn Farm Office Park III
8. CentreMed I and II
9. Sterling Medical Office Building
10. 19500 at Riverside Office Park (formerly Lansdowne Medical Office Building)
11. Shady Grove Medical Village II
12. 9707 Medical Center Drive
13. 15001 Shady Grove Road
14. 15005 Shady Grove Road
15. Woodholme Center
16. Woodholme Medical Office Building

Purchase and Sale Agreement #2 (\$3,835,348; closed on November 21, 2013):

1. 4661 Kenmore Avenue (undeveloped land)

Purchase and Sale Agreement #3 (\$78,998,212; closed on January 21, 2014):

1. Woodburn Medical Park I
2. Woodburn Medical Park II

Purchase and Sale Agreement #4 (\$114,562,350; closed on January 21, 2014):

1. Prosperity Medical Center I & II
2. Prosperity Medical Center III

The foregoing description of the purchase and sale agreements does not purport to be complete and is qualified in its entirety by reference to the purchase and sale agreements, copies of which were filed as Exhibits to the Current Report on Form 8-K filed on October 3, 2013.

ITEM 9.01. Financial Statements and Exhibits.

(b) Pro Forma Financial Information.

The following pro forma financial statements reflecting the disposition of the properties included in all four of the purchase and sale agreements listed above were filed as Exhibit 99.1 to the Original Filing:

1. WRIT Unaudited Pro Forma Consolidated Balance Sheet as of September 30, 2013.

2. WRIT Unaudited Pro Forma Condensed Consolidated Statements of Income for the years ended December 31, 2012, 2011 and 2010.

(d) Exhibits

Exhibit Number Description

99.1	Unaudited pro forma condensed consolidated financial statements of Washington Real Estate Investment Trust <sup>(1)</sup>
99.2	Press release issued November 25, 2013 regarding the completion of the sale of the first phase of the medical office portfolio <sup>(1)</sup>
99.3	Press release issued January 22, 2014 regarding the completion of the sale of the final phase of the medical office portfolio <sup>(2)</sup>

<sup>(1)</sup> Filed as an exhibit to the Current Report on Form 8-K filed on November 26, 2013.

<sup>(2)</sup> Filed with this Current Report on Form 8-K.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WASHINGTON REAL ESTATE INVESTMENT  
TRUST  
(Registrant)

By: /s/ Laura M. Franklin  
(Signature)

Laura M. Franklin  
Executive Vice President  
Accounting, Administration and Corporate  
Secretary

January 22, 2014  
(Date)

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<sup>(1)</sup> Filed as an exhibit to the Current Report on Form 8-K filed on November 26, 2013.

<sup>(2)</sup> Filed with this Current Report on Form 8-K.