





Item 8.01. Other Events.

Investors Real Estate Trust (the "Company") has had an ongoing offering of its common shares of beneficial interest, no par value (the "common shares") pursuant to its Distribution Reinvestment and Share Purchase Plan (the "Plan"), under a shelf registration statement on Form S-3 (File No. 333-182165), filed on June 15, 2012. On June 27, 2013, the Company filed a shelf registration statement on Form S-3 (File No. 333-189637) (the "Registration Statement"), to register an indeterminate number of the Company's common shares, preferred shares and debt securities which may be offered from time to time. On July 18, 2013, the Company filed a prospectus supplement to the Registration Statement to register the issuance and sale of up to 10,000,000 of the Company's common shares issuable in the future to participants in the Plan.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit

| <u>No.</u> | <u>Description</u>  |
|------------|---|
| 5.1        | Opinion of Leonard, Street and Deinard Professional Association with respect to the legality of the common shares |
| 8.1        | Opinion of Hunton & Williams LLP with respect to certain federal income tax matters.                              |
| 23.1       | Consent of Leonard, Street and Deinard Professional Association (included in Exhibit 5.1).                        |
| 23.2       | Consent of Hunton & Williams LLP (included in Exhibit 8.1).   |

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SIGNATURE

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.

INVESTORS REAL ESTATE TRUST

By: /s/ Timothy P. Mihalick

Timothy P. Mihalick

Date: July 18, 2013  
President & Chief Executive Officer

EXHIBIT INDEX

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