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

FORM 8-K/A

Amendment No. 1

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
(State of incorporation)

1-6622
(Commission File Number)

53-0261100
(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**

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 ⁽¹⁾
99.2	Press release issued November 25, 2013 regarding the completion of the sale of the first phase of the medical office portfolio ⁽¹⁾
99.3	Press release issued January 22, 2014 regarding the completion of the sale of the final phase of the medical office portfolio ⁽²⁾

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

⁽²⁾ Filed with this Current Report on Form 8-K.

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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⁽²⁾ Filed with this Current Report on Form 8-K.

NEWS RELEASE

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January 22, 2014**WASHINGTON REAL ESTATE INVESTMENT TRUST COMPLETES SALES OF
FINAL PHASE OF MEDICAL OFFICE PORTFOLIO FOR \$193.6 MILLION**

Washington Real Estate Investment Trust (WRIT) (NYSE: WRE), a leading owner of commercial and multifamily properties in the Washington, DC area, has completed the final two separate sale transactions of its medical office portfolio by closing on the sale of Woodburn I & II and Prosperity I, II and III for an aggregate sales price of \$193.6 million, or \$453 per square foot.

As previously announced, WRIT completed the first two medical office portfolio transactions in November 2013 for \$307.2 million. The aggregate sale proceeds for the entire medical office portfolio are \$500.8 million. The sole buyer in these transactions is Harrison Street Real Estate Capital, LLC.

"We are pleased to announce the completion of the medical office portfolio disposition, the largest transaction in our company's 53-year history. The smooth completion of this transaction is a credit to our organization and the many individuals who worked diligently on this transaction for nearly ten months. With the sale completed we look forward to strategically repositioning the portfolio even further," said Paul T. McDermott, President and Chief Executive Officer of WRIT.

About WRIT

WRIT is a self-administered, self-managed, equity real estate investment trust investing in income-producing properties in the greater Washington metro region. WRIT owns a diversified portfolio of 51 properties totaling approximately 7 million square feet of commercial space and 2,675 multifamily units, and land held for development. These 51 properties consist of 23 office properties, 16 retail centers and 12 multifamily properties. WRIT shares are publicly traded on the New York Stock Exchange (NYSE:WRE).

Certain statements in our earnings release and on our conference call are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements involve known and unknown risks, uncertainties, and other factors that may cause actual results to differ materially. Such risks, uncertainties and other factors include, but are not limited to, the potential for federal government budget reductions, changes in general and local economic and real estate market conditions, the timing and pricing of lease transactions, the availability and cost of capital, fluctuations in interest rates, tenants' financial conditions, levels of competition, the effect of government regulation, the impact of newly adopted accounting principles, and other risks and uncertainties detailed from time to time in our filings with the SEC, including our 2012 Form 10-K and third quarter 2013 Form 10-Q. We assume no obligation to update or supplement forward-looking statements that become untrue because of subsequent events.