

The following pro forma financial statements for a substantial majority of the assets acquired are filed as an exhibit hereto:

1. WRIT Unaudited Pro Forma Condensed Consolidated Balance Sheet as of June 30, 1997 and the Condensed and Consolidated Statement of Operations for the year ended December 31, 1996 and the six months ended June 30, 1997.

(c) Exhibits

23. Consent of Auditors

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 thereunto duly authorized.

WASHINGTON REAL ESTATE INVESTMENT TRUST

(Registrant)

By: _____

(Signature)

Laura M. Franklin
Vice President &
Chief Accounting Officer

October 31, 1997

(Date)

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 thereunto duly authorized.

WASHINGTON REAL ESTATE INVESTMENT TRUST

(Registrant)

By: /s/ Laura M. Franklin _____

(Signature)

Laura M. Franklin
Vice President &
Chief Accounting Officer

October 31, 1997

(Date)

WASHINGTON REAL ESTATE INVESTMENT TRUST
PRO FORMA CONDENSED CONSOLIDATED BALANCE SHEET AND
CONDENSED AND CONSOLIDATED STATEMENT OF OPERATIONS

The pro forma balance sheet as of June 30, 1997 presents combined financial information as if the acquisition of 1600 Wilson Boulevard had taken place on June 30, 1997. The pro forma statements of operations for the year ended

December 31, 1996 and the six months ended June 30, 1997 present combined financial information as if the acquisition of 1600 Wilson Boulevard had taken place as of January 1, 1996. WRIT purchased 1600 Wilson Boulevard on October 17, 1997.

The pro forma statements of operations show earnings in the amount of \$31,984 and \$15,941 for the year ended December 31, 1996 and the six months ended June 30, 1997, respectively, after giving effect to certain pro forma adjustments required to reflect the operating results as if the Property had been acquired by WRIT as of the beginning of 1996.

PRO FORMA BALANCE SHEET
JUNE 30, 1997
(IN THOUSANDS, EXCEPT PER SHARE DATA)

<TABLE>
<CAPTION>

PRO FORMA	REGISTRANT		PRO FORMA ADJ'S	
	-----		-----	-----
<S>	<C>		<C>	<C>
Assets				
Real estate at cost.....	\$ 372,962		(1) \$ 23,300	\$
396,262				
Accumulated depreciation.....	(51,377)		--	
(51,377)				
	-----		-----	-----
	321,585		23,300	
344,885				
Mortgage note receivable.....	797		--	
797				
	-----		-----	-----
Total Investment in Real Estate.....	322,382		23,300	
345,682				
Cash and temporary investments, receivables, prepaid expenses and other assets.....	12,436	(1) (2) (3)	23,856	
36,292				
	-----		-----	-----
	\$ 334,818		\$ 47,156	\$
381,974				
	-----		-----	-----
Liabilities				
Senior notes payable.....	\$ 100,000		--	\$
100,000				
Mortgage note payable.....	7,527		--	
7,527				
Lines of credit payable.....	23,000	(3)	(13,732)	
9,268				
Accounts payable and other liabilities.....	8,259		--	
8,259				
Tenant security deposits.....	2,738		--	
2,738				
	-----		-----	-----
	141,524		(13,732)	
127,792				
	-----		-----	-----
Shareholders' Equity				
Shares of beneficial interest, \$0.01 par value, 100,000,000 authorized, 31,827,844 issued and outstanding at June 30, 1997 and 35,577,844 issued and outstanding as adjusted.....	318	(2)	38	
356				
Additional paid-in capital.....	192,976	(2)	60,850	
253,826				
	-----		-----	-----
	193,294		60,888	
254,182				
	-----		-----	-----
	\$ 334,818		\$ 47,156	\$
381,974				
	-----		-----	-----

</TABLE>

- (1) Adjustment to reflect contract purchase price of \$23,300 funded from the proceeds of the August 1, 1997 equity offering .
- (2) Adjustment to reflect proceeds of \$60,888 from the August 1, 1997 equity offering.
- (3) Adjustment to reflect repayment of short term line of credit from proceeds of the August 1, 1997 equity offering.

WASHINGTON REAL ESTATE INVESTMENT TRUST
 PRO FORMA CONDENSED AND CONSOLIDATED STATEMENT OF OPERATIONS
 FOR THE YEAR ENDED DECEMBER 31, 1996
 (IN THOUSANDS, EXCEPT PER SHARE AMOUNTS)

<TABLE>
<CAPTION>

	REGISTRANT	1600 WILSON BOULEVARD	PRO FORMA ADJ'S	PRO FORMA
Real estate revenue.....	\$ 65,541	\$ 3,723	\$ --	\$ 69,264
Real estate expenses.....	(21,932)	(1,153)	(1) (111)	(23,196)
	43,609	2,570	(111)	
Depreciation.....	(7,784)	--	(2) (544)	(8,328)
Income from real estate.....	35,825	2,570	(655)	37,740
Other income (expense)				
Investment income.....	708	--	(3) 2,105	2,813
Interest expense.....	(5,474)	--	--	
General and administrative.....	(3,095)	--	--	
Net income.....	\$ 27,964	\$ 2,570	\$ 1,450	\$ 31,984
Net income per share.....	\$0.88			\$0.90
Weighted average number of shares.....	31,761,896		(4) 3,750,000	35,511,896

- (1) Property management fees based on rate schedule paid by Registrant.
- (2) Depreciation over 30 years, based upon the portion of the purchase price allocated to building and improvements.
- (3) Investment income generated from the investment of the proceeds of the August 1, 1997 equity offering.
- (4) Represents the number of shares issued in connection with the August 1, 1997 equity offering.

WASHINGTON REAL ESTATE INVESTMENT TRUST
 PRO FORMA CONDENSED AND CONSOLIDATED STATEMENT OF OPERATIONS
 FOR THE SIX MONTHS ENDED JUNE 30, 1997
 (IN THOUSANDS, EXCEPT PER SHARE AMOUNTS)

<TABLE>
<CAPTION>

	REGISTRANT	1600 WILSON BOULEVARD	PRO FORMA ADJ'S	PRO FORMA
Real estate revenue.....	\$ 37,602	\$ 1,642	\$ --	\$ 39,244
Real estate expenses.....	(12,132)	(635)	(1) (49)	(12,816)

Depreciation.....	25,470 (4,987)	1,007 --	(49) (2)	26,428 (5,259)
Income from real estate.....	20,483	1,007	(321)	21,169
Other income (expense)				
Investment income.....	227	--	(3)	1,023
Interest expense.....	(4,586)	--	(4)	(4,295)
General and administrative.....	(1,956)	--	--	(1,956)
Net income.....	\$ 14,168	\$ 1,007	\$ 766	\$ 15,941
Net income per share.....	\$ 0.45			\$ 0.45
Weighted average number of shares.....	31,824,782		(5) 3,750,000	35,574,782

- (1) Property management fees based on rate schedule paid by Registrant.
- (2) Depreciation over 30 years, based upon the portion of the purchase price allocated to building and improvements.
- (3) Investment income generated from the investment of the proceeds of the August 1, 1997 equity offering.
- (4) Reduction in interest expense that would have occurred had the funds from the August 1, 1997 equity offering been available at the time of the purchase of two properties in February 1997 that are immaterial individually and in the aggregate to WRIT's financial statements.
- (5) Represents the number of shares issued in connection with the August 1, 1997 equity offering.

1600 WILSON BOULEVARD

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Independent Auditors' Report

To the Board of Trustees of
Washington Real Estate Investment Trust

We have audited the accompanying Historical Summary of Gross Income and Direct Operating Expenses of 1600 Wilson Boulevard ("Historical Summary") for the year ended December 31, 1996. This Historical Summary is the responsibility of the Building's management. Our responsibility is to express an opinion on the Historical Summary based on our audit.

We conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Historical Summary is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the Historical Summary. An audit also includes assessing the

accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the Historical Summary. We believe that our audit provides a reasonable basis for our opinion.

The accompanying Historical Summary was prepared for the purpose of complying with the rules and regulations of the Securities and Exchange Commission as described in Note 2, and is not intended to be a complete presentation of the Building's revenue and expenses.

In our opinion, the Historical Summary referred to above presents fairly, in all material respects, the gross income and direct operating expenses described in Note 2 of 1600 Wilson Boulevard for the year ended December 31, 1996, in conformity with generally accepted accounting principles.

STOY, MALONE & COMPANY, P.C.

Bethesda, Maryland
October 17, 1997

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1600 WILSON BOULEVARD

HISTORICAL SUMMARY OF GROSS INCOME AND
DIRECT OPERATING EXPENSES

Year Ended December 31, 1996

<TABLE>		<C>
<S>		
Gross income:		
Base rents.....		\$3,267,422
Parking.....		329,407
Operating expense recoveries.....		116,963
Other.....		9,458

Total gross income.....		\$3,723,250

Direct operating expenses:		
Utilities.....	\$	383,372
Repairs and maintenance.....		341,015
Real estate taxes.....		224,046
Cleaning.....		136,501
Security.....		32,602
Insurance.....		19,259
Taxes--other.....		15,773

Total direct operating expenses.....		\$1,152,568

</TABLE>

The Notes to Historical Summary of Gross Income and Direct Operating Expenses are an integral part of this summary.

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1600 WILSON BOULEVARD

NOTES TO HISTORICAL SUMMARY OF GROSS INCOME AND
DIRECT OPERATING EXPENSES

NOTE 1 - NATURE OF BUSINESS:

1600 Wilson Boulevard is an office building located in Arlington, Virginia containing approximately 165,000 rentable square feet.

The operations of 1600 Wilson Boulevard consist of leasing commercial office space to various tenants. All of the leases provide for operating expense recoveries. Only a few leases provide for adjustments to rent based on increases in the consumer price index ("CPI"). There were no significant rent

adjustments based on increases in the CPI for 1996.

All leases are classified as operating leases and expire at various dates prior to 2005. The following is a schedule by years of future minimum rents receivable on noncancelable operating leases in effect as of December 31, 1996.

<TABLE>	<C>
<S>	
1997	\$2,787,032
1998	2,318,088
1999	2,128,772
2000	1,903,938
2001	1,544,840
Thereafter	2,030,535

</TABLE>

During the year ended December 31, 1996, one tenant accounted for approximately 15% of the base rents.

NOTE 2 - BASIS OF PRESENTATION:

Washington Real Estate Investment Trust purchased 1600 Wilson Boulevard on October 17, 1997. The Historical Summary has been prepared for the purpose of complying with Regulation S-X, Rule 3-14 of the Securities and Exchange Commission ("SEC"), which requires certain information with respect to real estate operations acquired to be included with certain filings with the SEC. This Historical Summary includes the historical gross income and direct operating expenses of 1600 Wilson Boulevard, exclusive of the following expenses which may not be comparable to the proposed future operations:

- (a) Interest expense on existing mortgages and borrowings
- (b) Depreciation of property and equipment
- (c) Management and leasing fees
- (d) Certain corporate expenses
- (e) Provisions for income taxes

INDEPENDENT AUDITORS' CONSENT

We consent to the use in this Form 8-K of Washington Real Estate Investment Trust ("WRIT") of our report dated October 17, 1997, relating to the audited historical summary of gross income and direct operating expenses of 1600 Wilson Boulevard, for the year ended December 31, 1996. We also consent to the incorporation by reference of our report in WRIT's Form S-3 Number 333-23157 dated March 12, 1997 and in WRIT's Form S-8 Number 33-63671 dated October 25, 1995, post effectively amended July 25, 1996.

STOY, MALONE & COMPANY, P.C.

Bethesda, Maryland
October 31, 1997