

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
WASHINGTON REAL ESTATE INVESTMENT TRUST		53-0261100	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
	301-984-9400	INFO@WRIT.COM	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
6110 EXECUTIVE BOULEVARD, SUITE 800		ROCKVILLE, MD 20852-3927	
8 Date of action		9 Classification and description	
DECEMBER 31, 2011		STOCK	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
939653101		WRE	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ Washington Real Estate Investment Trust made cash distributions on March 31, 2011, June 30, 2011, September 30, 2011 and December 30, 2011 to each of its common stock shareholders of record on March 14, 2011, June 15, 2011, September 15, 2011 and December 15, 2011, respectively.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ A portion of each cash distribution made by Washington Real Estate Investment Trust during the calendar year 2011 is not taxable as a dividend under Section 301(c)(1), but is applied against basis under Section 301(c)(2) ("return of capital"). The return of capital on a per share basis is as follows:

Distribution Date	Amount per Share
March 31, 2011	\$0.07229
June 30, 2011	\$0.07229
September 30, 2011	\$0.07229
December 30, 2011	\$0.07229

As such, each shareholder's tax basis in the common stock of Washington Real Estate Investment Trust is decreased by the lesser of the amount of the shareholder's share of the return of capital distributions or the shareholder's tax basis in such common stock.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ The change in basis was determined by comparing the cash distributions made by Washington Real Estate Investment Trust during calendar year 2011 to the amount of Washington Real Estate Investment Trust's 2011 current earnings and profits determined under Sections 312 and 316. Total cash distributions to the common shares made during the calendar year were \$114,501,206 and the 2011 current earnings and profits were \$95,417,926 resulting in a total return of capital for the tax year 2011 attributable to all shareholders of the common stock in the amount of \$19,083,280. Accordingly, the return of capital percentage is 16.666% (\$19,083,280 / \$114,501,206).

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ Sections 301, 312 and 316.

18 Can any resulting loss be recognized? ▶ No loss can be recognized as a result of the cash distributions to the common shareholders.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The reporting tax year is the 2011 calendar year.

Sign Here
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.
Signature ▶ *Laura Franklin* Date ▶ 1/18/12
Print your name ▶ **LAURA FRANKLIN** Title ▶ **EXECUTIVE VP ACCOUNTING**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	SCOTT RIDDELL	<u><i>Scott Ridell</i></u>	1/18/12		P00642363
	Firm's name ▶ ERNST & YOUNG U.S. LLP	Firm's EIN ▶ 34-6565596		Phone no. 703-747-1000	
	Firm's address ▶ 8484 WESTPARK DRIVE, McLEAN, VA 22102				