

Education Realty Trust, Inc.
Form 8-K
September 15, 2005

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**United States
Securities And Exchange Commission
Washington, DC 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 15, 2005

Education Realty Trust, Inc.

(Exact Name of Registrant as Specified in Its Charter)

| | | |
|---|---|---|
| Maryland (State or Other Jurisdiction of Incorporation or organization) | 001-32417 (Commission File Number) | 20-1869228 (I.R.S. Employer Identification No.) |
| 530 Oak Court Drive, Suite 300, Memphis, Tennessee (Address of Principal Executive Offices) | (901) 259-2500 (Registrant's telephone number, including area code) | 38117 (Zip Code) |

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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Item 7.01. Regulation FD Disclosure.

On September 15, 2005, the Company provided presentation materials regarding the execution of a Contribution Agreement with Place Properties, L.P. on September 14, 2005. The presentation materials are attached as Exhibit 99.1 and are incorporated herein by this reference.

Pursuant to General Instruction B.2 of Form 8-K, the presentation materials attached as Exhibit 99.1 are furnished and not filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act). This information shall not be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

99.1 Presentation Materials dated September 15, 2005.

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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, thereunto duly authorized.

Education Realty Trust, Inc.

By: /s/ Paul O. Bower
Paul O. Bower
Chairman, Chief Executive Officer and
President

Dated: September 15, 2005

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EXHIBIT INDEX

| Exhibit Number | Description |
|---------------------------|--|
| 99.1 | Presentation Materials dated September 15, 2005. |