FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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| OMB APPROVAL | | | | | | | | | | |
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hours per response:

0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* CRATE DARRELL W | | | | | | 2. Issuer Name and Ticker or Trading Symbol Easterly Government Properties, Inc. [DEA] | | | | | | | | S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | |
|---|---|--|----------|--|---------------------------------|--|--------------------|--|---|--|------------------------|--|------------------------------|--|--|--|-----------------------|--|
| INC. | STERLY G | (First) (Middle) RLY GOVERNMENT PROPERTIES, EET NW, SUITE 650 | | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/23/2018 | | | | | | | | X | Officer (below) | give title Chair | Other (specify below) | |
| (Street) WASHINGTON DC 20037 | | | _ 4. | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City) | (5 | State) | (Zip) | | | | | | | | | _ | | | | | | |
| Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transact Date (Month/Day) | | | | action | tion 2A. Deemed Execution Date, | | 3. 4. Securities A | | f, or Beneficially s Acquired (A) or of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities For Beneficially (D) | | orm: Direct Ir b) or Indirect B (Instr. 4) C | . Nature of ndirect seneficial ownership nstr. 4) | | | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Price | • | Transactio | n(s) d 4) | | (111511.4) |
| Common | Stock | | | 05/23 | 3/2018 | 8 | | | С | | 160,000 | 1) A | \$0.0 | | 205,0 | 000 | D | |
| Common | Stock | | | 05/23 | 3/2018 | 8 | | | S | | 118,172 | D | \$20 | | 86,8 | 28 | D | |
| Common | Stock | | | 05/24 | 4/2018 | 8 | | | S | | 41,828 | D | \$19 | .9 ⁽³⁾ | 45,0 | 00 | D | |
| Common | Stock | | | | | | | | | | | | | | 2,00 | 00 | I | Daughter's UTMA Account ⁽⁵⁾ |
| Common Stock | | | | | | | | | | | | | 625 | 5 | I | Daughter's UTMA Account ⁽⁵⁾ | | |
| Common Stock | | | | | | | | | | | | | 625 | | I | Daughter's UTMA Account ⁽⁵⁾ | | |
| Common Stock | | | | | | | | | | | | | 3,000 | | I | Son's UTMA Account ⁽⁵⁾ | | |
| Common Stock | | | | | | | | | | | | | 10,893 | | I | Easterly Holdings II LLC | | |
| | | | Table II | | | | | | | | oosed of, convertib | | | | wned | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | Exercise (Month/Day/Year) if any ce of (Month/Day/Year) (Month/Day/Yeative | | ed 4. Date, Tran Code | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amor of Securities Underlying Derivative Secur (Instr. 3 and 4) | | 8. Price of Derivative Security | | 9. Number derivative Securities Beneficially Owned Following Reported Transaction | Ownersh Form: Direct (D) or Indirect (I) (Instr. | Beneficial Ownership t (Instr. 4) | | |
| | | | | | Code | ode V | (A) | (D) | Date Exercis | sable | Expiration Date | Title | Amou or Numb of Sha | unt (Instr. 4 | | (Instr. 4) | 1(3) | |
| LTIP Units ⁽⁴⁾ | (4) | 05/23/2018 | | | C ⁽¹⁾⁽⁴⁾ | | | 160,000 | (4) | | (4) | Common Stock | 160,0 | 000 | \$0.00 | 345,840 | D | |

- 1. 160,000 LTIP units ("LTIP Units") in Easterly Government Properties LP (the "Operating Partnership"), of which the Issuer is the sole general partner, were exchanged for an equal number of common units of limited partnership interest in the Operating Partnership ("Common Units"), which were subsequently redeemed for an equal number of shares of the Issuer's common stock, par value \$0.01 per share ("Common Units"), which were subsequently redeemed for an equal number of shares of the Issuer's common stock, par value \$0.01 per share ("Common Units"), which were subsequently redeemed for an equal number of shares of the Issuer's common stock, par value \$0.01 per share ("Common Units"), which were subsequently redeemed for an equal number of shares of the Issuer's common stock, par value \$0.01 per share ("Common Units"), which were subsequently redeemed for an equal number of shares of the Issuer's common stock, par value \$0.01 per share ("Common Units"), which were subsequently redeemed for an equal number of shares of the Issuer's common stock, par value \$0.01 per share ("Common Units"), which were subsequently redeemed for an equal number of shares of the Issuer's common stock, par value \$0.01 per share ("Common Units"), which were subsequently redeemed for an equal number of shares of the Issuer's common stock, par value \$0.01 per share ("Common Units").
- 2. Represents the weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from \$19.95 to \$20.15 per share, inclusive. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- 3. Represents the weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from \$19.85 to \$20.09 per share, inclusive. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- 4. Represents LTIP Units granted as long-term incentive compensation pursuant to the Issuer's 2015 Equity Incentive Plan, as amended, subject to certain performance vesting hurdles based on the Issuer's performance through December 31, 2017, and which were earned upon determination that the performance vesting hurdles had been achieved. Conditioned upon minimum allocations to the capital accounts of the LTIP Units for federal income tax purposes, each vested LTIP Unit may be exchanged, at the election of either the holder or the Partnership, into a Common Unit. Each Common Unit may be presented for redemption, at the election of the holder, for cash equal to the fair market value of a share of the Issuer's Common Stock, except that the Issuer may elect to acquire each Common Unit so presented for one share of Common Stock. LTIP Units are generally not convertible without the consent of the Issuer until two years from the grant date. These redemption rights have no expiration date.
- 5. The reporting person disclaims beneficial ownership with respect to the shares of common stock, except to the extent of his pecuniary interest therein.

Remarks:

/s/ Alison M. Bernard,
Attorney-in-fact for Darrell W.
Crate

** Signature of Reporting Person

g Person Date

05/25/2018

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.