FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES I	N BENEFICIAL	OWNERSHIP

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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 ar		f Reporting Person [*]							er or Trading ment Pro		Inc. [DI	A (Ch	elationship of eck all applic	cable) or	g Persor	10% Ow Other (s	ner
C/O EASTERLY GOVERNMENT PROPERTIES,				3. Date of Earliest Transaction (Month/Day/Year) 01/17/2024							below)	r (give title r) /P - Dev & Acc		below)	pecity		
INC. 2001 K STREET NW, SUITE 775 NORTH				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)						Line	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
(Street) WASHIN	NGTON D	С	20006										Form fi Person	led by More	e than O	ne Report	ting
(City)	(S	itate)	(Zip)		Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.												
		Tab	le I - Non	-Deriv	ative	e Sec	curities	Ac	quired, Di	sposed	of, or Be	neficial	y Owned				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)				Execution D		Date,	3. Transaction Code (Inst	n Dispose			Beneficia	es ally following	6. Owner Form: D (D) or Ir (I) (Instr	Direct condirect E	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Code V	Amoun	(A) o	r Price	Transact (Instr. 3	ion(s)				
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
Derivative Conversion Date		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date if any (Month/Day/Yea		Code (Instr.		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	S F Illy D O (I	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
LTIP Units ⁽¹⁾	(2)	01/17/2024			Α		19,800		(2)(3)	(2)	Common Stock	19,800	\$0	19,800	(3)	D	

Explanation of Responses:

- 1. Represents LTIP Units in Easterly Government Properties LP (the "Operating Partnership"), of which the Issuer is the general partner, that were granted as long-term incentive compensation pursuant to the Issuer's 2015 Equity Incentive Plan, subject to certain performance vesting hurdles based on the Issuer's performance from January 4, 2021 through December 31, 2023 ("LTIP Unit Award"), and a portion of which were earned upon the determination by the Issuer's compensation committee that the performance vesting hurdles had been achieved.
- 2. Conditioned upon minimum allocations to the capital accounts of the LTIP Units for federal income tax purposes, each vested LTIP Unit may be converted, at the election of the holder, into a common unit of limited partnership interest in the Operating Partnership (a "Common Unit"). Each Common Unit acquired upon conversion of an LTIP Unit may be presented for redemption, at the election of the holder, for eash equal to the fair market value of a share of the Issuer's Common Stock, except that the Issuer may, at its election, 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 date of the grant. The rights to convert vested LTIP Units into Common Units and redeem Common Units do not have expiration dates.
- 3. The total number of derivative securities represents the aggregate of all LTIP Units earned by the reporting person pursuant to the LTIP Unit Award. LTIP Units vested when earned.

/s/ Franklin V. Logan, Attorney-in-fact for Michael P. 01/19/2024 <u>Ibe</u>

** Signature of Reporting Person Date

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.