

INVESTORS REAL ESTATE TRUST

Form DEFA14A

August 08, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934

Filed by the Registrant
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

Investors Real Estate Trust

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

1) Title of each class of securities to which transaction applies:

2) Aggregate number of securities to which transaction applies:

3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

5) Total Fee Paid:

- o Fee paid previously with preliminary materials.
-

o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1) Amount Previously Paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

*** Exercise Your Right to Vote ***

IMPORTANT NOTICE Regarding the Availability of Proxy Materials for the
Shareholder Meeting to Be Held on September 20, 2011

Meeting Information

INVESTORS REAL ESTATE TRUST

Meeting Type: Annual
For holders as of: July 22, 2011
Date: September 20, 2011 Time: 7:00
p.m., CDT
Location: Grand International
1505 North Broadway
Minot, ND 58703

INVESTORS REAL ESTATE TRUST
1400 31st Ave SW, Suite 60
PO Box 1988
MINOT, ND 58701-1988

You are receiving this communication
because you hold shares in the above
named company.

This is not a ballot. You cannot use this
notice to vote these shares. This
communication presents only an overview
of the more complete proxy materials that
are available to you on the Internet. You
may view the proxy materials online
at www.proxyvote.com or easily request a
paper copy (see reverse side).

We encourage you to access and review all
of the important information contained in
the proxy materials before voting.

See the reverse side of this notice to obtain
proxy materials and voting instructions.

Before You Vote
How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

1. Annual Report
2. Notice & Proxy Statement

How to View Online:

Have the information that is printed in the box marked by the arrow è XXXX XXXX XXXX (located on the following page) and visit: www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) BY INTERNET: www.proxyvote.com
- 2) BY TELEPHONE: 1-800-579-1639
- 3) BY E-MAIL*: sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow è XXXX XXXX XXXX (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before September 06, 2011 to facilitate timely delivery.

How To Vote
Please Choose One of the Following Voting Methods

Vote In Person: Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow è XXXX XXXX XXXX available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting Items

The Board of trustees recommends a vote
FOR all nominees:

1. ELECTION OF TRUSTEES

NOMINEES :

01) — Timothy P. Mihalick 02) — Jeffrey L. Miller 03) — John T. Reed 04) — W. David Scott 05) — Stephen L. Stenehjem
06) — John D. Stewart 07) — Thomas A. Wentz, Jr. 08) — Jeffrey K. Woodbury

The Board of Trustees recommends a vote FOR the following proposal:

2. TO APPROVE , ON AN ADVISORY BASIS, THE COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.

The Board of Trustees recommends a vote 1 YEAR the following proposal:

3. TO APPROVE, ON AN ADVISORY BASIS, THE FREQUENCY OF HOLDING A FUTURE ADVISORY VOTE ON EXECUTIVE COMPENSATION.

The Board of Trustees recommends a vote FOR the following proposal:

4. RATIFICATION OF SELECTION OF DELOITTE & TOUCHE LLP AS THE COMPANY'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING APRIL 30, 2011.

