

FIRST INDUSTRIAL REALTY TRUST INC  
 Form 4  
 November 05, 2008

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden 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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SHIDLER JAY H**

2. Issuer Name and Ticker or Trading Symbol  
**FIRST INDUSTRIAL REALTY TRUST INC [FR]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 311 SOUTH WACKER DRIVE, SUITE 4000  
 (Street)  
 CHICAGO, IL 60606  
 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/03/2008

Director  10% Owner  
 Officer (give title below)  Other (specify below)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3)         | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
|   |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock, par value \$.01 per share | 11/04/2008                           |  | P                              |   | 9,474   | A  | \$ 10.33  |
|   |                                      |  |                                |   | 1,063,911 <sup>(1)</sup>  | D  |   |
| Common Stock, par value \$.01 per share | 11/04/2008                           |  | P                              |   | 9,848   | A  | \$ 10.34  |
|   |                                      |  |                                |   | 1,063,911 <sup>(1)</sup>  | D  |   |
| Common Stock, par value \$.01           | 11/04/2008                           |  | P                              |   | 400   | A  | \$ 10.345   |
|   |                                      |  |                                |   | 1,063,911 <sup>(1)</sup>  | D  |   |

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|   |            |   |        |   |           |                      |   |
|---|------------|---|--------|---|-----------|----------------------|---|
| per share                               |            |   |        |   |           |                      |   |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 12,020 | A | \$ 10.35  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 200    | A | \$ 10.355 | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 3,100  | A | \$ 10.36  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 200    | A | \$ 10.365 | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 6,995  | A | \$ 10.37  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 3,050  | A | \$ 10.375 | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 5,420  | A | \$ 10.38  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 250    | A | \$ 10.385 | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 9,685  | A | \$ 10.39  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 3,745  | A | \$ 10.395 | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 4,900  | A | \$ 10.4   | 1,063,911 <u>(1)</u> | D |

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|   |            |   |        |   |           |                      |   |
|---|------------|---|--------|---|-----------|----------------------|---|
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 4,300  | A | \$ 10.41  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 4,200  | A | \$ 10.42  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 252    | A | \$ 10.425 | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 7,110  | A | \$ 10.43  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 5,214  | A | \$ 10.44  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 9,600  | A | \$ 10.45  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 5,300  | A | \$ 10.46  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 200    | A | \$ 10.465 | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 2,000  | A | \$ 10.47  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 3,900  | A | \$ 10.48  | 1,063,911 <u>(1)</u> | D |
| Common Stock, par value \$.01 per share | 11/04/2008 | P | 2,700  | A | \$ 10.49  | 1,063,911 <u>(1)</u> | D |
|   | 11/04/2008 | P | 13,500 | A | \$ 10.5   | 1,063,911 <u>(1)</u> | D |

Common  
Stock, par  
value \$.01  
per share

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 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 Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| SHIDLER JAY H<br>311 SOUTH WACKER DRIVE<br>SUITE 4000<br>CHICAGO, IL 60606 | X             |           |         |       |

## Signatures

/s/ Jay Shidler 11/04/2008

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
- (1) Does not include 910,660 shares held indirectly by the reporting person through Shidler Equities, L.P. Also does not include 20,000 shares held indirectly by the reporting person through his spouse.

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