

FIRST INDUSTRIAL REALTY TRUST INC
 Form 4
 November 05, 2008

FORM 4

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

OMB APPROVAL

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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	11/03/2008		P		400	A	\$ 9.85
					1,063,911	(1)	D
Common Stock, par value \$.01 per share	11/03/2008		P		200	A	\$ 9.87
					1,063,911	(1)	D
Common Stock, par value \$.01	11/03/2008		P		300	A	\$ 9.88
					1,063,911	(1)	D

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per share

Common
Stock, par
value \$.01 11/03/2008 P 100 A \$ 9.91 1,063,911 ⁽¹⁾ D
per share

Common
Stock, par
value \$.01 11/03/2008 P 1,200 A \$ 9.92 1,063,911 ⁽¹⁾ D
per share

Common
Stock, par
value \$.01 11/03/2008 P 3,000 A \$ 9.93 1,063,911 ⁽¹⁾ D
per share

Common
Stock, par
value \$.01 11/03/2008 P 3,100 A \$ 9.94 1,063,911 ⁽¹⁾ D
per share

Common
Stock, par
value \$.01 11/03/2008 P 3,500 A \$ 9.95 1,063,911 ⁽¹⁾ D
per share

Common
Stock, par
value \$.01 11/03/2008 P 2,400 A \$ 9.96 1,063,911 ⁽¹⁾ D
per share

Common
Stock, par
value \$.01 11/03/2008 P 5,400 A \$ 9.97 1,063,911 ⁽¹⁾ D
per share

Common
Stock, par
value \$.01 11/03/2008 P 1,700 A \$ 9.98 1,063,911 ⁽¹⁾ D
per share

Common
Stock, par
value \$.01 11/03/2008 P 10,000 A \$ 9.99 1,063,911 ⁽¹⁾ D
per share

Common
Stock, par
value \$.01 11/03/2008 P 256,561 A \$ 10 1,063,911 ⁽¹⁾ D
per share

Common
Stock, par
value \$.01 11/03/2008 P 204,636 A \$ 10.01 1,063,911 ⁽¹⁾ D
per share

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Common Stock, par value \$.01 per share	11/03/2008	P	41,176	A	\$ 10.02	1,063,911 ⁽¹⁾	D
Common Stock, par value \$.01 per share	11/03/2008	P	1,061	A	\$ 10.03	1,063,911 ⁽¹⁾	D
Common Stock, par value \$.01 per share	11/03/2008	P	12,239	A	\$ 10.04	1,063,911 ⁽¹⁾	D
Common Stock, par value \$.01 per share	11/03/2008	P	8,451	A	\$ 10.05	1,063,911 ⁽¹⁾	D
Common Stock, par value \$.01 per share	11/03/2008	P	300	A	\$ 10.06	1,063,911 ⁽¹⁾	D
Common Stock, par value \$.01 per share	11/03/2008	P	3,700	A	\$ 10.07	1,063,911 ⁽¹⁾	D
Common Stock, par value \$.01 per share	11/03/2008	P	2,000	A	\$ 10.08	1,063,911 ⁽¹⁾	D
Common Stock, par value \$.01 per share	11/03/2008	P	3,700	A	\$ 10.09	1,063,911 ⁽¹⁾	D
Common Stock, par value \$.01 per share	11/03/2008	P	4,700	A	\$ 10.1	1,063,911 ⁽¹⁾	D
Common Stock, par value \$.01 per share	11/03/2008	P	100	A	\$ 10.12	1,063,911 ⁽¹⁾	D
Common Stock, par value \$.01 per share	11/04/2008	P	400	A	\$ 10.07	1,063,911 ⁽¹⁾	D
	11/04/2008	P	2,600	A	\$ 10.08	1,063,911 ⁽¹⁾	D

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Common Stock, par value \$.01 per share								
Common Stock, par value \$.01 per share	11/04/2008	P	20,164	A	\$ 10.09	1,063,911 ⁽¹⁾	D	
Common Stock, par value \$.01 per share	11/04/2008	P	39,318	A	\$ 10.1	1,063,911 ⁽¹⁾	D	
Common Stock, par value \$.01 per share	11/04/2008	P	6,300	A	\$ 10.105	1,063,911 ⁽¹⁾	D	
Common Stock, par value \$.01 per share	11/04/2008	P	47,967	A	\$ 10.11	1,063,911	D	

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

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(9-02)

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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

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

Signatures

/s/ Jay Shidler	11/04/2008
<u> </u> 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.

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