

RAU JOHN  
Form 4  
May 03, 2005

**FORM 4**

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

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

## OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
RAU JOHN

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/02/2005

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

(Street)  
CHICAGO, IL 60606

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

(City) (State) (Zip)

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

| 1. Title of Security<br>(Instr. 3)      | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year) | 3. Transaction Code<br>(Instr. 8) | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |        |                     | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|-----------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|----------------------------------------------------------------------|--------|---------------------|--------------------------------------------------------------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------|
|                                         |                                         |                                                       | Code                              | V                                                                    | Amount | (A) or (D)<br>Price |                                                                                                  |                                                             |                                                          |
| Common Stock, par value \$.01 per share | 05/02/2005                              |                                                       | M                                 |                                                                      | 600    | A \$ 27.6875        | 6,316                                                                                            | D                                                           |                                                          |
| Common Stock, par value \$.01 per share | 05/02/2005                              |                                                       | S                                 |                                                                      | 600    | D \$ 37.35          | 6,316                                                                                            | D                                                           |                                                          |
| Common Stock, par value \$.01           | 05/02/2005                              |                                                       | M                                 |                                                                      | 800    | A \$ 27.6875        | 6,316                                                                                            | D                                                           |                                                          |

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per share

Common  
Stock, par  
value \$.01  
per share

05/02/2005

S

800

D

\$ 37.34

6,316

D

Common  
Stock, par  
value \$.01  
per share

05/02/2005

M

900

A

\$  
27.6875

6,316

D

Common  
Stock, par  
value \$.01  
per share

05/02/2005

S

900

D

\$ 37.32

6,316

D

Common  
Stock, par  
value \$.01  
per share

05/02/2005

M

1,000

A

\$  
27.6875

6,316

D

Common  
Stock, par  
value \$.01  
per share

05/02/2005

S

1,000

D

\$ 37.31

6,316

D

Common  
Stock, par  
value \$.01  
per share

05/02/2005

M

500

A

\$  
27.6875

6,316

D

Common  
Stock, par  
value \$.01  
per share

05/02/2005

S

500

D

\$ 37.3

6,316

D

Common  
Stock, par  
value \$.01  
per share

05/02/2005

M

900

A

\$  
27.6875

6,316

D

Common  
Stock, par  
value \$.01  
per share

05/02/2005

S

900

D

\$ 37.29

6,316

D

Common  
Stock, par  
value \$.01  
per share

05/02/2005

M

400

A

\$  
27.6875

6,316

D

Common  
Stock, par  
value \$.01  
per share

05/02/2005

S

400

D

\$ 37.28

6,316

D

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|                                                  |            |   |     |   |               |       |   |
|--------------------------------------------------|------------|---|-----|---|---------------|-------|---|
| Common<br>Stock, par<br>value \$.01<br>per share | 05/02/2005 | M | 300 | A | \$<br>27.6875 | 6,316 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 05/02/2005 | S | 300 | D | \$ 37.26      | 6,316 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 05/02/2005 | M | 200 | A | \$<br>27.6875 | 6,316 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 05/02/2005 | S | 200 | D | \$ 37.25      | 6,316 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 05/02/2005 | M | 800 | A | \$<br>27.6875 | 6,316 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 05/02/2005 | S | 800 | D | \$ 37.24      | 6,316 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 05/02/2005 | M | 600 | A | \$<br>27.6875 | 6,316 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 05/02/2005 | S | 600 | D | \$ 37.23      | 6,316 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 05/02/2005 | M | 100 | A | \$<br>27.6875 | 6,316 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 05/02/2005 | S | 100 | D | \$ 37.22      | 6,316 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 05/02/2005 | M | 700 | A | \$<br>27.6875 | 6,316 | D |
|                                                  | 05/02/2005 | S | 700 | D | \$ 37.21      | 6,316 | D |

Common  
Stock, par  
value \$.01  
per share

Common  
Stock, par  
value \$.01  
per share

Common  
Stock, par  
value \$.01  
per share

Common  
Stock, par  
value \$.01  
per share

Common  
Stock, par  
value \$.01  
per share

05/02/2005

M

500

A

\$  
27.6875

6,316

D

05/02/2005

S

500

D

\$ 37.2

6,316

D

05/02/2005

M

200

A

\$  
27.6875

6,316

D

05/02/2005

S

200

D

\$ 37.19

6,316

D

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

**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 control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reportable<br>Transaction<br>(Instr. 6) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                                       |

## Reporting Owners

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

## Signatures

/s/ John Rau                      05/03/2005

\_\_\_\_\_  
Signature of                      Date  
Reporting Person

## 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).

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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