

FIRST INDUSTRIAL REALTY TRUST INC  
 Form 424B2  
 August 06, 2010

**Filed pursuant to Rule 424(b)(2)  
 Registration No. 333-157771**

**Prospectus supplement**

(To the prospectus dated September 18, 2009 and prospectus supplement dated May 4, 2010)

**548,704 shares  
 Common stock**

Pursuant to the Distribution Agreement entered into with First Industrial, L.P., a Delaware limited partnership and our operating partnership, and J.P. Morgan Securities Inc., which was filed as an exhibit to our current report on Form 8-K filed with the Securities and Exchange Commission on May 4, 2010 and is incorporated by reference herein, we sold 548,704 shares of our common stock, \$0.01 par value per share, in open market transactions on the NYSE between May 4, 2010 and June 30, 2010 through J.P. Morgan Securities Inc. acting as our agent, at a weighted average sales price of \$8.1284 per share. We received net proceeds of approximately \$4,370,808 from these sales, after payment of compensation of approximately \$89,201 to J.P. Morgan Securities Inc. and SEC filing fees, wire fees and other fees.

Our common stock is listed on the NYSE under the symbol FR. The last reported sale price of our common stock as reported on the NYSE on August 5, 2010 was \$5.24 per share.

**Investing in our common stock involves risks that are described in the Risk factors section beginning on page S-3 of the prospectus supplement dated May 4, 2010, and beginning on page 9 of our Annual Report on Form 10-K for the year ended December 31, 2009.**

**This prospectus supplement should be read in conjunction with, and may not be delivered or utilized without, the prospectus dated September 18, 2009 and the prospectus supplement dated May 4, 2010.**

**Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or passed upon the adequacy or accuracy of this prospectus supplement. Any representation to the contrary is a criminal offense.**

The date of this prospectus supplement is August 6, 2010

valign="top" style="border:none" width="50%">\_\_\_\_ 10% Owner\_\_X\_\_ Officer (give title below)\_\_\_\_ Other (specify below)Vice Pres. & Gen. Tax Counsel

(Last)

(First)

(Middle)

C/O EXXON MOBIL CORPORATION, 5959 LAS COLINAS BOULEVARD 3. Date of Earliest Transaction

(Month/Day/Year)

11/23/2010

(Street)

IRVING, TX 75039-2298 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 (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	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Ownership
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	Code	V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	A		24,800	A	\$ 0 (1)	97,330	D	
Common Stock						7,963.9612	I	By Savings Plan

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 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 Beneficially Owned (Instr. 3 and 4)
				Code	V	(A) (D)	Title	Amount or Number of Shares	

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

Spellings James M Jr  
C/O EXXON MOBIL CORPORATION  
5959 LAS COLINAS BOULEVARD  
IRVING, TX 75039-2298

Vice Pres. & Gen. Tax Counsel

## Signatures

/s/ Jerry D. Miller by Power of Attorney

11/26/2010

\*\*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) Restricted stock grant.

### Remarks:

List of exhibits: Exhibit 24 - Power of Attorney

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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