FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| ashington, | D.C. | 20549 | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| OMB APPROVAL | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | |
| Estimated average burden | | | | | | | | |
| hours per response: | 0.5 | | | | | | | |

| | | | | | or s | sectio | n 30(n) | of the | Investmer | it Co | mpany Act | OT 18 | 940 | | | | | | |
|---|--|----------------|----------------|--|---|-------------------|--|--------|---|-------------------|--------------------|---|---|--|---|---|------------|----------------|------------|
| 1. Name and Address of Reporting Person* <u>BAZEMORE TERESA BRYCE</u> | | | | 2. Issuer Name and Ticker or Trading Symbol FIRST INDUSTRIAL REALTY TRUST | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
| | | | | $1_{\rm IN}$ | INC FR | | | | | | | | X Direct | or | | 10% Ov | vner | | |
| (Last) (First) (Middle) ONE N. WACKER DRIVE SUITE 4200 | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/03/2023 | | | | | | | 1 | | Officer (give title below) | | Other (s below) | specify | | |
| ONE N. WACKER DRIVE SUITE 4200 | | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. lı | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | | |
| (Ott) | | | | | "" | | , | | · · · · · · · · · · · · · · · · · | | (| , | , | Line | e) | | | , (| |
| (Street) | GO II | | 60606 | | | | | | | | | | | | | • | | orting Persor | |
| ——— | JO IL | , | | | | | | | | | | | | Form filed by More than One Reporting Person | | | | | |
| (City) | (S | tate) (| (Zip) | | Rule 10b5-1(c) Transaction Indication | | | | | | | | | | | | | | |
| | Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to | | | | | | | | | | d to | | | | | | | | |
| | | | | | $ \sqcup $ | satisfy | the affir | mative | defense co | nditio | ons of Rule | 10b5- | 1(c). See | Instruction | on 10. | on or written | ı pıarı u | nat is intende | u to |
| | | Tabl | la I. Naw | Davis | | C | | - A | | Dia | | | - Pan | afiaiai | h. Ourse | | | | |
| | | | ie i - Nor | | | _ | | | | DIS | 1 | | | | ly Owne | | | | |
| 1. Title of Security (Instr. 3) 2. Transa Date (Month/D | | | Day/Year) if a | | 2A. Deemed Execution Date if any (Month/Day/Yea | | e, Transaction Disposed Code (Instr. 5) | | ities Acquired (A) d Of (D) (Instr. 3, 4 | | | Securiti Benefic | 5. Amount of Securities Beneficially Owned Following | | : Direct or Indirect I | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | Code | v | Amount | Amount (A) or (D) | | Price | Reported Transaction(s) (Instr. 3 and 4) | | (1) | | (Instr. 4) | | |
| | | Т | able II - I | | | | | | uired, D s, option | | | | | | Owned | | • | | |
| 1. Title of | 2. | 3. Transaction | 3A. Deeme | d | 4. | | 5. Num | | 6. Date Ex | ercis | able and | 7. Ti | itle and | itics | 8. Price of | 9. Numbe | | 10. | 11. Nature |
| Derivative Security (Instr. 3) | rity or Exercise (Month/Day/Year) if any | | | Transaction Code (Instr. B) Beriva Securi Acquii (A) or Disposof (D) (Instr. and 5) | | ties ed sed | | | r) Amount of Securities Underlying Derivative Sect (Instr. 3 and 4) | | | Derivative Security (Instr. 5) | derivative Securities Beneficially Owned Following Reported Transaction((Instr. 4) | illy | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | | | |
| | | | | | Code | v | (A) | (D) | Date Exercisab | | Expiration Date | Title | 1 | Amount or Number of Shares | | | | | |

Explanation of Responses:

(1)

1. Represents units of limited partnership interest ("LP Units") in First Industrial L.P., of which the Company is the general partner, granted under the Company's 2014 Stock Incentive Plan. An LP Unit that has vested and received certain allocations will automatically convert into a common unit of limited partnership interest in First Industrial, L.P. on a one-for-one basis, which common unit may in turn be converted into a share of Common Stock of the Company on a one-for-one basis.

(2)

(3)

2. Not applicable. The LP Units vest upon the earlier of (i) the first anniversary of grant or (ii) the Company's next annual stockholder meeting following the date of grant where directors are elected.

2,272

3. Not applicable.

Remarks:

LP Units

/s/ Jennifer Matthews Rice, 05/05/2023

2,272

\$0.00

6,943

D

** Signature of Reporting Person Date

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

 * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

05/03/2023

** 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.

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 Number.