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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

	Name and Address of Reporting Person* (Last, First, Middle)	2.	Issuer Name and Ticker or Trading Symbol	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)			
	Slater, Robert J		First Industrial Realty Trust, Inc. (FR)	_				
	c/o First Industrial Realty Trust, Inc. 311 South Wacker Drive, Suite 4000 (Street)		Statement for (Month/Day/Year) 4/1/03	5.	If Amendment, Date of Original (Month/Day/			
			Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.	Individual or Joint/Group Filing (Check Applicable Line)			
	Chicago, IL 60606		☑ Director 0 10% Owner					
	(City) (State) (Zip)		Officer (give title below)		O Form filed by More than One Reporting Person			
			O Other (specify below)					

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).

Title of Security 2. (Instr. 3)	Transaction Date (Month/Day/Year)	2a. Deemed Execution Date, if any. (Month/Day/Year)	3. Transac (Instr. 8)		de 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	6.	Ownership 7. Form: Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficia Ownersh (Instr. 4)
			Code	v	Amount	(A) or (D)	Price					
Common Stock, par value \$.01 per share	4/1/03		A (1)		176	A	N/A		12,069		D	

$\begin{tabular}{ll} \textbf{Table II} $--$ Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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)		
									Code	v		(A)	(D)	
						Pa	ge 3							

	Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned — Continued (e.g., puts, calls, warrants, options, convertible securities)											
6.	Date Exercisable and Expiration Date (Month/Day/Year)	7.	Title and Amou of Underlying Securities (Instr. 3 and 4)	nt 8	Price of Derivative Security (Instr. 5)	9.	Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10.	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11.	Nature of Indirect Beneficial Ownership (Instr. 4)	
	Date Expirat Exercisable Date		Nu	ount or mber of hares								
_												
	planation of Respons	05*										
			1 EDI 1007	C. 1.	d Di C	1 1	. 1 24 2012					
1) .	Represents shares gran	ited un	der FR's 1997	Stock Ince	entive Plan. Si	uch si	nares vest on January 31, 2013.					
			/s/	Robert J. :	Slater		4	1/1/03				
			**Signatu	re of Repo	orting Person			Date				
	** Intentional miss	 stateme	ents or omission	ns of facts	constitute Fe	deral	Criminal Violations. See 18 U.S	S.C. 1001	1 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.