FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | | |
|----------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | | |
| Estimated average bu | ırden | | | | | | | | | |

0.5

hours per response:

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | | _ | | | | | | | | | - | | | | | | |
|--|--|--|--|--|--|--|--|--|-----------------------------|---|--|--|--|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person * $\underline{YAP\ JOHANNSON\ L}$ | | | | | | | 2. Issuer Name and Ticker or Trading Symbol FIRST INDUSTRIAL REALTY TRUST INC [FR] | | | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify) | | | | |
| (Last) (First) (Middle) 311 S. WACKER DRIVE SUITE 3900 | | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 11/30/2012 | | | | | | | | | X Officer (give title Officer Specify below) Chief Investment Officer | | | |
| (Street) CHICAGO IL 60606 (City) (State) (Zip) | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | | | | | |
| | Tab | le I - No | n-Deriv | /ative | Se | curitie | es Acc | quired, | Dis | posed o | f, or | Ben | efici | ally (| Dwne | ed | | | |
| Date | | | | | | Execution ay/Year) if any | | Transaction [| | | | | | 4 and Secur Bene Owne | | ities icially d Following | 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 | . | Transa | action(s) | | (11301.4) | | | |
| Stock | | 0/2012 | 2012 11/30/2012 | | S | | 2,000 | | D | \$13.32 | | 324,222 | | D | | | | | |
| Stock | | | | | | | | | | | | 3 | 2,074 | I | By 401(k) Plan | | | | |
| | Т | | | | | | | | | | | | | y Ov | ned | | | | |
| rative Conversion Date Execution Date, Tr rity or Exercise (Month/Day/Year) if any Co | | | | | of Deriv Secu Acqu (A) o Disp of (D | Expiration Date | | | Amoun | | | Derivativ Security (Instr. 5) | | derivative Securities Beneficially Owned Following Reported | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | (Fi ACKER DI 900 GO IL (St Security (Inst Stock | (First) (ACKER DRIVE 900) GO IL (State) Tab Security (Instr. 3) Stock T. 2. Conversion or Exercise Price of Derivative (Month/Day/Year) | (First) (Middle) ACKER DRIVE 900 GO IL 60606 (State) (Zip) Table I - No Security (Instr. 3) Stock Table II - (Conversion or Exercise Price of Derivative (Month/Day/Year) Stock (Month/Day/Year) | (First) (Middle) ACKER DRIVE 900 GO IL 60606 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Trans Date (Month/) Stock Table II - Derivat (e.g., p Conversion or Exercise Price of Derivative (Month/) [Month/Day/Year] 2. (Month/Day/Year) | Conversion or Exercise Price of Derivative o | Conversion or Exercise Price of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security (Instr. 3) Conversion (Instr. 3) | Conversion of Exercise Price of Derivative Security Security | Conversion or Exercise Price of Derivative Securities Acquired Security (Month/Day/Year) Conversion or Exercise Price of Derivative Securities Acquired Securities Of Derivative Securities Acquired Securities Acquired Securities Acquired | FIRST INDUSTRIAL INC FR | FIRST INDUSTRIAL REALINC [FR] (First) (Middle) ACKER DRIVE 900 Table I - Non-Derivative Securities Acquired, Disponate (Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities Acquired, Disponate (Month/Day/Year) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4) | FIRST INDUSTRIAL REALTY TINC [FR] (First) (Middle) ACKER DRIVE 900 Table I - Non-Derivative Securities Acquired, Disposed of Nonth/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of Nonth/Day/Year (Month/Day/Year) FIRST INDUSTRIAL REALTY TINC [FR] 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) FIRST INDUSTRIAL REALTY TINC [FR] 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) Security (Instr. 3) 2. Transaction Date, if any (Month/Day/Year) (Month/Day/Year) 2. Code V Amount Stock Table II - Derivative Securities Acquired, Disposed of, (e.g., puts, calls, warrants, options, convertibed Securities Acquired (A) or Disposed of (D) (Instr. 3, 4) [Stock | FIRST INDUSTRIAL REALTY TRU INC [FR] 3. Date of Earliest Transaction (Month/Day/Year) 11/30/2012 4. If Amendment, Date of Original Filed (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of (Disposed Of (| First (Middle) (First) (Middle) (Middle) | FIRST INDUSTRIAL REALTY TRUST INC FR | Check Conversion of Exercise Conversion Conversion of Exercise Conversion Code (Instr. Securities Conversion of Exercise Conversion Code (Instr. Securities Code Conversion Code (Instr. Securities Code Cod | Check all applied Chec | FIRST INDUSTRIAL REALTY TRUST INC [FR] 3. Date of Earliest Transaction (Month/Day/Year) 11/30/2012 4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Form filed by Month (A) or Exercise (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and Code (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and Code (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transaction(S) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transaction (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transaction (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transaction (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transaction (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Securities S | FIRST INDUSTRIAL REALTY TRUST (Check all applicable) So It 60606 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) Table II - Non-Derivative Securities Acquired, Disposed of (b) (Instr. 3) 2. Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Stock 11/30/2012 11/30/2012 11/30/2012 11/30/2012 11/30/2012 3. Amount of Disposed of (b) (Instr. 3, 4 and Securities Acquired (A) or Transaction (B) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Stock 11/30/2012 11/30/2012 11/30/2012 11/30/2012 11/30/2012 11/30/2012 11/30/2012 11/30/2012 3. Transaction (b) (Transaction (b) (Instr. 3, 4 and Securities Acquired (A) or Transaction (b) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible Securities Corde v Amount (A) or Price (Instr. 3) 3. Transaction (b) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible Securities Derivative Securities Disposed of (D) (Instr. 3) Amount of Securities Derivative Securities Derivative Securities Derivative Securities Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible Securities Derivative Securities Derivative Securities Disposed of (D) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Amount of Securities Derivative Securities Derivative Securities Derivative Securities (Instr. 5) Transaction (Instr. 4) Transaction (Instr. | |

Explanation of Responses:

Remarks:

/s/John W. Lee, attorney-in-fact 11/30/2012

** 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).
- ** 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.