

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

FORM 8-K

**Current Report
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934
May 4, 2022
Date of Report (Date of earliest event reported)**

**FIRST INDUSTRIAL REALTY TRUST, INC.
FIRST INDUSTRIAL, L.P.
(Exact name of registrant as specified in its charter)**

**First Industrial Realty Trust, Inc.
First Industrial, L.P.**

**Maryland
Delaware
(State or other jurisdiction of
incorporation or organization)**

**1-13102
333-21873
(Commission
File Number)**

**36-3935116
36-3924586
(I.R.S. Employer
Identification No.)**

**1 North Wacker Drive, Suite 4200
Chicago, Illinois 60606
(Address of principal executive offices, zip code)**

**(312) 344-4300
(Registrant's telephone number, including area code)**

**Not Applicable
(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, par value \$.01 per share	FR	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07: Submission of Matters to vote of Security Holders.

The Company held its Annual Meeting on May 4, 2022. Of the 131,781,172 shares of common stock outstanding and entitled to vote on the March 9, 2022 record date for the Annual Meeting, a total of 117,276,141 shares of common stock were represented in person or by proxy. Results of votes with respect to proposals submitted at the Annual Meeting are as follows:

- a. To elect the seven directors listed below to the Board of Directors to serve until the 2023 annual meeting of stockholders and until their successors are duly elected and qualified. The company's stockholders voted to elect the seven nominees to serve as directors. Votes recorded, by nominee, were as follows:

NOMINEE	For	Against	Abstain
Peter E. Baccile	108,765,935	815,749	45,445
Teresa B. Bazemore	109,063,500	517,290	46,339
Matthew S. Dominski	105,634,908	3,585,027	407,194
H. Patrick Hackett, Jr.	106,006,049	3,575,470	45,610
Denise A. Olsen	107,895,538	1,679,140	52,451
John E. Rau	104,115,333	5,465,262	46,534
Marcus L. Smith	107,944,549	1,628,926	53,654

There were 7,649,012 broker non-votes with respect to each nominee.

- b. To approve, on an advisory (i.e. non-binding) basis, the compensation of the company's named executive officers as disclosed in the proxy statement for the Annual Meeting. The stockholders voted to approve this proposal with 102,945,109 votes "For" and 6,560,158 votes "Against". There were 121,862 abstentions and 7,649,012 broker non-votes with respect to such proposal.
- c. To ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2022. The Company's stockholders voted to approve this proposal with 113,917,028 votes "For" and 3,288,662 votes "Against". There were 70,451 abstentions and no broker non-votes with respect to such proposal.
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