

FIRST INDUSTRIAL REALTY TRUST INC

Form 424B2

May 09, 2012

Filed pursuant to Rule 424(b)(2)

Registration No. 333-179831

**Prospectus supplement**

**(To the prospectus dated March 1, 2012 and**

**prospectus supplement dated March 1, 2012)**

**1,532,598 shares**

**Common stock**

Pursuant to the distribution agreements entered into with First Industrial, L.P., a Delaware limited partnership and our operating partnership, and each of Wells Fargo Securities, LLC, Merrill Lynch, Pierce, Fenner & Smith Incorporated, Morgan Keegan & Company, Inc., Lazard Capital Markets LLC, UBS Securities LLC, Piper Jaffray & Co. and Macquarie Capital (USA) Inc., a form of which was filed as an exhibit to our current report on Form 8-K filed with the Securities and Exchange Commission on March 2, 2012, we sold a total of 1,532,598 shares of our common stock, \$0.01 par value per share, in open market transactions on the NYSE between March 1, 2012 and March 31, 2012 through Wells Fargo Securities, LLC and Piper Jaffray & Co. acting as our agents. Of these shares, 718,131 shares were sold through Wells Fargo Securities, LLC and 814,467 shares were sold through Piper Jaffray & Co. The weighted average sale price for these transactions was \$12.03 per share. We received net proceeds of approximately \$18,062,899 from these sales, after payment of SEC filing fees, wire fees and other fees and payment of compensation of approximately \$368,634 to Wells Fargo Securities, LLC and Piper Jaffray & Co.

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 May 8, 2012 was \$12.29 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 March 1, 2012, beginning on page 8 of our Annual Report on Form 10-K for the year ended December 31, 2011.**

**This prospectus supplement should be read in conjunction with, and may not be delivered or utilized without, the prospectus dated March 1, 2012 and the prospectus supplement dated March 1, 2012.**

**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. Any representation to the contrary is a criminal offense.**

The date of this prospectus supplement is May 9, 2012