Edgar Filing: FIRST INDUSTRIAL REALTY TRUST INC - Form 4

FIRST INDUSTRIAL REALTY TRUST INC Form 4 January 05, 2017 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Schultz Peter Issuer Symbol FIRST INDUSTRIAL REALTY (Check all applicable) TRUST INC [FR] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_Officer (give title Other (specify (Month/Day/Year) below) below) 311 S. WACKER DRIVE, SUITE 01/03/2017 EVP - East Region 3900 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting CHICAGO, IL 60606 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 6. Ownership 7. Nature of 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership (Instr. 4) Following (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common S **F**⁽¹⁾ 01/03/2017 D 6,416 110,308 D Stock 28.07

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and <i>A</i> Underlying S (Instr. 3 and	Secu			
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or Nu of			
Performance Units	<u>(2)</u>	01/03/2017		А	16,922	12/31/2019 <u>(3)</u>	12/31/2019	Common Stock	10			
Poporting Owners												

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Schultz Peter 311 S. WACKER DRIVE SUITE 3900 CHICAGO, IL 60606			EVP - East Region				
Signatures							
/s/ Daniel J. Hemmer, attorney-in-fact		01/05/20	17				

<u>**</u>Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Transaction resulting from tax withholding in connection with the vesting of restricted stock.

Performance Units ("2017 Units") granted under First Industrial's 2014 Stock Incentive Plan on January 3, 2017. Each 2017 Unit represents the right to receive, upon vesting, one share of First Industrial common stock plus dividend equivalents representing any

- (2) represents the right to receive, upon vesting, one share of thist industrial common stock plus dividend equivalents representing any dividends that have accrued with respect to such share after the issuance of the 2017 Units and prior to the date of vesting. Vested shares will be delivered to the reporting person promptly after vesting.
- (3) The 2017 Units vest on December 31, 2019 based upon the relative total shareholder return of First Industrial's common stock as compared to the MSCI U.S. REIT Index and the NAREIT Industrial Index over the performance measurement period.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.