

FIRST INDUSTRIAL REALTY TRUST INC  
Form 8-K  
May 27, 2004

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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 18, 2004  
Date of Report (Date of earliest event reported)

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

|   |                             |   |
|---|-----------------------------|---|
| Maryland  | 1-13102                     | 36-3935116                              |
| (State or other jurisdiction of<br>incorporation or organization) | (Commission<br>file number) | (I.R.S. Employer<br>Identification No.) |

311 S. Wacker Drive, Suite 4000  
Chicago, Illinois 60606  
(Address of principal executive offices, zip code)

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

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Item 7. Financial Statements and Exhibits

(c) Exhibits

| Number | Description   |
|--------|---|
| -----  | -----   |
| 1.1    | Underwriting Agreement, dated May 18, 2004, relating to 50,000 depository shares, each representing 1/100 of a share of the Series F Flexible Cumulative Redeemable Preferred Stock (Five-Year Initial Fixed Rate Period), and 25,000 depository shares, each representing 1/100 of a share of the Series G Flexible Cumulative Redeemable Preferred Stock (Ten-Year Initial Fixed Rate Period), by and among Lehman Brothers Inc., Credit Suisse First Boston LLC, Wachovia Capital Markets, LLC and BB&T Capital Markets, a division of Scott & Stringfellow, Inc., First Industrial Realty |

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Trust, Inc. (the "Company") and First Industrial, L.P. (the "Operating Partnership").

- 1.2 Remarketing Agreement, dated May 27, 2004, relating to 50,000 depository shares, each representing 1/100 of a share of the Series F Flexible Cumulative Redeemable Preferred Stock (Five-Year Initial Fixed Rate Period), by and among Lehman Brothers Inc., the Company and the Operating Partnership.
- 1.3 Remarketing Agreement, dated May 27, 2004, relating to 25,000 depository shares, each representing 1/100 of a share of the Series G Flexible Cumulative Redeemable Preferred Stock (Ten-Year Initial Fixed Rate Period), by and among Lehman Brothers Inc., the Company and the Operating Partnership.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FIRST INDUSTRIAL REALTY TRUST, INC.

By: /s/ Scott A. Musil

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Name: Scott A. Musil  
Title: Senior Vice President and  
Controller

Date: May 27, 2004