YAP JOHANNSON L Form 5 February 05, 2003

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

- O Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- O Form 3 Holdings Reported
- O Form 4 Transactions Reported

Name and Address of Reporting Person*	2.	Issuer Name and Ticker or Trading Symbol	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
Yap, Johannson L.		First Industrial Realty Trust, Inc. (FR)	_	
(Last) (First) (Middle)			•	
c/o First Industrial Realty Trust, Inc. 311 South Wacker Drive, Suite 4000	4.	Statement for Month/Year 2002	5.	If Amendment, Date of Original (Month/Year)
(Street)	6.	Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.	Individual or Joint/Group Reporting (Check Applicable Line)
Chicago, IL 60606		O Director O 10% Owner		x Form filed by On Reporting Person
(City) (State) (Zip)		X Officer (give title below)		0

Chief Investment Officer

Other (specify below)

Form filed by More than One Reporting Person

* If the form is filed by more than one reporting person, see instruction 4(b)(v).

_		Tal	ole I	Non-Derivative S	Sec	urities Acq	uired, Dispose	d of, or	Be	neficially Ov	wne	d		
1.	Title of 2. Security (Instr. 3)	Transaction Date (Month/Day/Year)	2A.	Deemed Execution Date, if any (Month/Day/Year)	3.	Transactio Code (Instr. 8)	nSecurities Acqu (A) or Disposed of ((Instr. 3, 4 and 5	D)	5.	Amount of Securities Beneficially Owned at the End of Issuer's Fiscal Year (Instr. 3 and 4)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
							(A) or Amount (D)	Price						
						Pag	ge 2							

			Table II Deriva (e.g., pu	tive ıts, c	Securities Acquir alls, warrants, op	ed, I otion	Disposed of, or Ben s, convertible secu	efic ritie	cially Owned																		
1. Title of Derivative Security (Instr. 3)			2.	2.	2.	2.	2.	2.	2.	2.	2.	2.	2.	2.	2.	2.	2.	Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)	3A.	Deemed Execution Date, if any (Month/Day/Year)	4.	Transaction Code (Instr. 8)	5.	Number of I Securities Acquired (A (D) (Instr. 3, 4 ar) or Disposed of
											(A)	(D)															
	Employee Stock Option (right to buy)		\$30.53		1/16/02				A		70,000																
						Page	e 3																				

	1 abie 11	Derivative Securities (e.g., puts, calls,		sposed of, or Beneficia tions, convertible secui		<u> </u>
5.	Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	3. Price of 9. Derivative Security (Instr. 5)	Number of Derivative 1 Securities Beneficially Owned at End of Year (Instr. 4)	0. Ownership of 1 Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	1. Nature of Indirect Beneficial Ownership (Instr. 4)
	Date Expirati Exercisable Date	Amount or On Number of Title Shares				
	(1) 1/16/12	Common Stock 70,000	(1)	70,000	D	
	planation of Respo	onses:				
E,	0	ed on 1/16/02 in accorda	nce with FR's	1997 Stock Incentive Pl	an and vest in equal ame	ounts on the one, two a
1	ar anniversary of the	8 ·· ··				
1		/s/ Johannson L. Y	ap	2/5/03	_	

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

Page 4