

FIRST INDUSTRIAL REALTY TRUST INC
 Form 4
 March 09, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 DUNCAN BRUCE W

2. Issuer Name and Ticker or Trading Symbol
 FIRST INDUSTRIAL REALTY TRUST INC [FR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 311 S. WACKER DRIVE, SUITE 3900

3. Date of Earliest Transaction (Month/Day/Year)
 03/07/2016

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

(Street)
 CHICAGO, IL 60606

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	Amount	(A) or (D)	Price
Common Stock	03/07/2016		S					\$ 22.17
								1,003,968
								(1)

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.

SEC 1474 (9-02)

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUNCAN BRUCE W 311 S. WACKER DRIVE SUITE 3900 CHICAGO, IL 60606	X		President and CEO	

Signatures

/s/ Daniel J. Hemmer,
attorney-in-fact

03/09/2016

Date

**Signature of Reporting Person

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).
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$21.16 to \$21.21, inclusive. The reporting person undertakes to provide First Industrial Realty Trust, Inc., any security holder of First Industrial Realty Trust, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.

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. "page-break-inside:avoid ; font-family:Times New Roman; font-size:10pt">

Meeting Information

Meeting Type: Annual Meeting

For holders as of: March 26, 2019

Date: May 23, 2019 **Time:** 8:00 A.M. Central time

Location: Hotel Ivy
201 South Eleventh Street
Minneapolis, Minnesota

You are receiving this communication because you hold shares in the company named above.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com, scan the QR Barcode on the reverse side or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

Proxy Statement Annual Report to Shareholders

How to View Online:

Have the information that is printed in the box marked by the arrow (located on the following page) and visit: www.proxyvote.com/NEE or scan the QR Barcode below.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) *BY INTERNET:* www.proxyvote.com
- 2) *BY TELEPHONE:* 1-800-579-1639
- 3) *BY E-MAIL*:* sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 9, 2019 to facilitate timely delivery.

How To Vote

Please Choose One of the Following Voting Methods

Vote In Person: Please check the proxy materials for any special requirements for meeting attendance. Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Directions to the annual meeting are available on the back cover of the proxy statement. At the meeting, you will need to request a ballot to vote these shares.

Vote By Internet: Go to www.proxyvote.com/NEE or from a smartphone, scan the QR Barcode above. Have the information that is printed in the box marked by the arrow (located on the following page) available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting Items

THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR

ALL THE NOMINEES LISTED:

1. Election as directors of the nominees specified in the proxy

statement

Nominees:

- 1a. Sherry S. Barrat
- 1b. James L. Camaren
- 1c. Kenneth B. Dunn
- 1d. Naren K. Gursahaney
- 1e. Kirk S. Hachigian
- 1f. Toni Jennings
- 1g. Amy B. Lane
- 1h. James L. Robo
- 1i. Rudy E. Schupp
- 1j. John L. Skolds
- 1k. William H. Swanson
- 1l. Hansel E. Tookes, II
- 1m. Darryl L. Wilson

THE BOARD OF DIRECTORS UNANIMOUSLY RECOMMENDS A VOTE FOR PROPOSALS 2 AND 3:

2. Ratification of appointment of Deloitte & Touche LLP as NextEra Energy's independent registered public accounting firm for 2019

Explanation of Responses:

3. Approval, by non-binding advisory vote, of NextEra Energy's compensation of its named executive officers as disclosed in the proxy statement

THE BOARD OF DIRECTORS UNANIMOUSLY RECOMMENDS A VOTE AGAINST PROPOSAL 4:

4. A proposal by the Comptroller of the State of New York, Thomas P. DiNapoli, entitled Political Contributions Disclosure to request semiannual reports disclosing political contribution policies and expenditures

NOTE: The proxies are also authorized to vote in their discretion upon such other business as may properly be brought before the meeting or any adjournment(s) or postponement(s) thereof.

Your vote is important to us. Enclosed is your notice of NextEra Energy, Inc.'s 2019 Annual Meeting of Shareholders, which will be held on May 23, 2019, in Minneapolis, Minnesota. Also enclosed are NextEra Energy's Proxy Statement and Annual Report. The Proxy Statement contains instructions on how to submit your proxy. As described in the accompanying Proxy Statement, shareholders are being asked to vote on four separate proposals, each of which is described in the Proxy Statement. NextEra Energy's board of directors has made unanimous recommendations to shareholders for voting on each of these proposals, and those recommendations are summarized on page 1 of the Proxy Statement. You may vote on the Internet, by phone or by mail (see the detailed instructions below). On behalf of the board of directors, I urge you to vote promptly. We thank you for your continued interest in NextEra Energy. Sincerely, W. Scott Seeley Vice President, Compliance & Corporate Secretary

THREE WAYS TO VOTE
Internet
Phone
Mail
WWW.PROXYVOTE.COM WITH A PROXY CARD
VOTE PROCESSING
Please have your proxy card
Call 800-690-6903 with a c/o Broadridge available when accessing the touch-tone phone to vote using 51
Mercedes Way website. There are easy-to- an automated system. Edgewood, NY 11717 follow directions to help you
Mark, sign and date your complete the electronic voting proxy card and return it in the instruction form. postage-paid
envelope provided or to the address above. P21229-EPB

