

2018

LETTER TO STOCKHOLDERS
NOTICE OF ANNUAL MEETING
PROXY STATEMENT

2017

ANNUAL REPORT



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A Letter to Our Shareholders

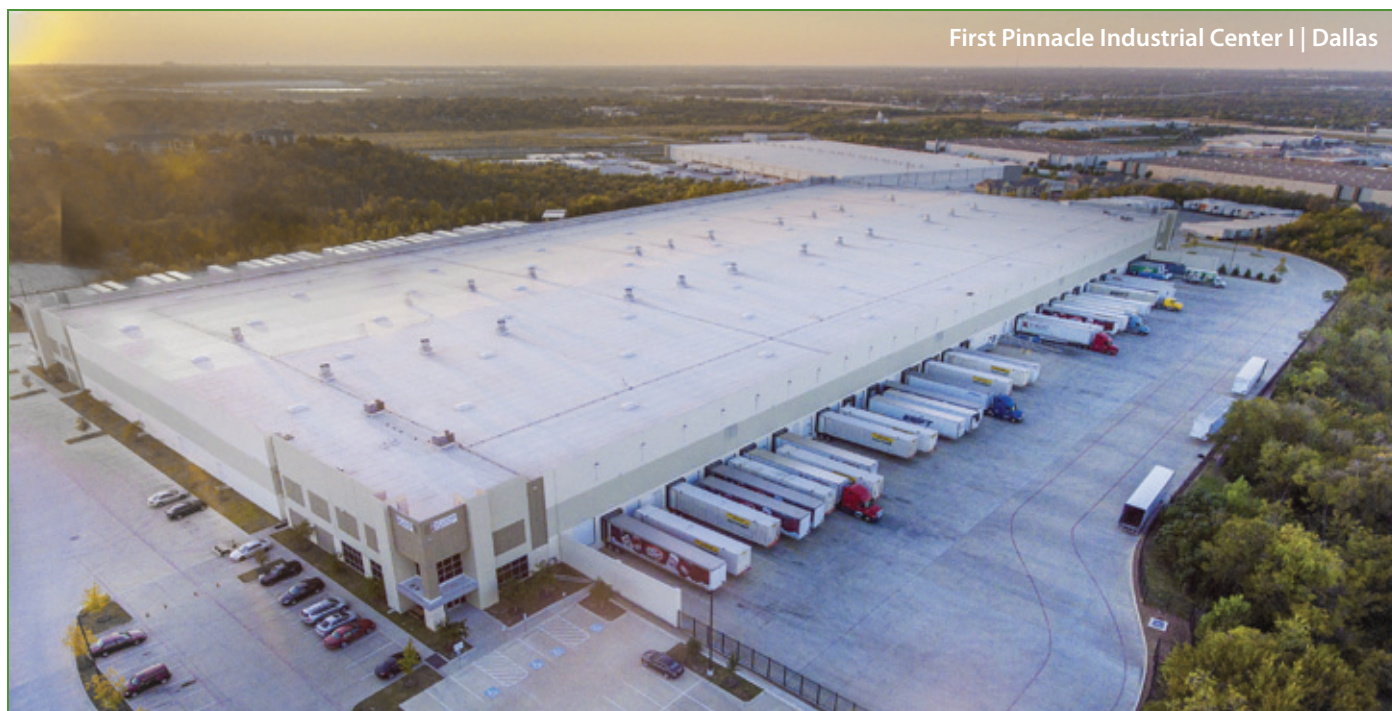
From the President and Chief Executive Officer

Fellow Shareholders,

2017 was a breakthrough year for First Industrial. We achieved year-end occupancy of 97.3 percent, the highest level in the history of the company. We also ended the year with historically low leverage as measured by debt-to-EBITDA and fixed charge coverage ratios. These results propelled us to BBB credit ratings from both Fitch Ratings and Standard and Poor's. We also took advantage of strong investor demand for industrial real estate by completing \$236 million of sales, positioning us well to redeploy this capital into higher income growth opportunities in our target investment markets.

For 2017, we delivered a total return to stockholders of 15.5 percent exceeding the performance of the Morgan Stanley REIT Index. Our total shareholder return over the past 5 years has been 20.4 percent compounded annually. Our focus has been and will remain on delivering strong cash flow growth and value creation through the cycle.

We have strengthened our balance sheet, expanded our sources of liquidity, reduced our cost of capital and focused our capital allocation strategy on reinvesting sales proceeds and retained capital into higher rent growth opportunities. We also continued to achieve strong profit margins on our development activities. Since 2015, on a pro-forma basis, our development margins have averaged approximately 50 percent. Our developments in process total \$291 million and we expect shareholder value creation on that pipeline of approximately \$170 million when leased, which is about \$1.40 per share of NAV. While we are thrilled with these results we are mindful of the ever more competitive landscape and that these outsized profits can't last forever. However, through our operating performance, development-focused investment strategy and portfolio management efforts, we will continue to take advantage of favorable industry fundamentals and a strong economy to drive shareholder value.



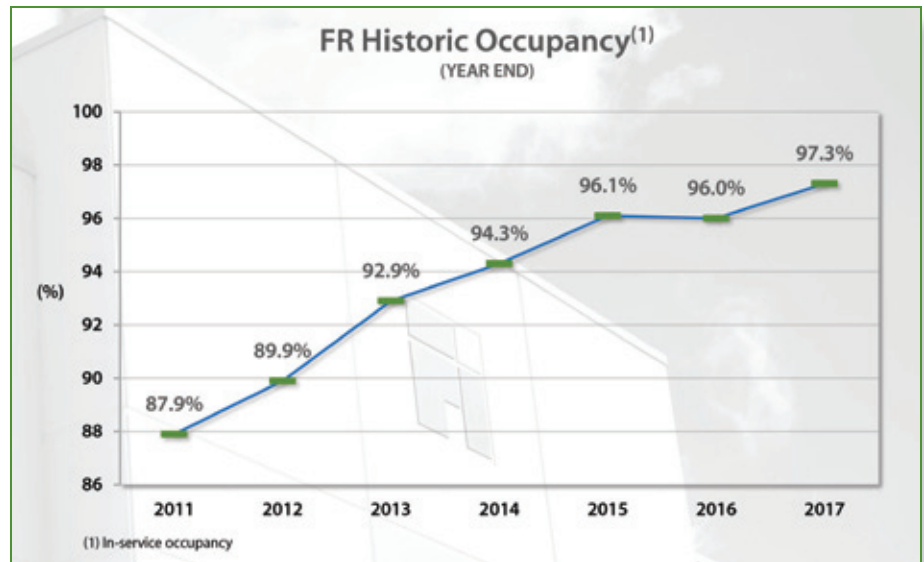
LEASING PERFORMANCE

As I mentioned earlier, we finished the year with occupancy at 97.3 percent, a 130 basis point increase from the prior year. With record high occupancy levels in our portfolio and in the sector generally, we are aggressively pushing rental rates to drive incremental cash flow. In 2017 our team drove increases in cash rents of 8.6 percent and straight line rents of 18.2 percent. We expect 2018 to be another solid year for rental rate growth. As noted in our year-end earnings call, we had signed approximately 65 percent of 2018 expiring leases and the average cash rental rate change was 5.9 percent.

These operational results reflect the singular focus of our team to maximize the value of each and every lease by pushing rental rates and lease terms while minimizing concessions and downtime. Leasing remains the life blood of our business. During 2017, our team completed long-term leases on over 11 million square feet. Our 618,000 square-foot

lease with UPS for their Phoenix parcel hub at our First Park @ PV-303 development is a great example. We expect this project to provide additional value creation opportunities for several years to come.

Overall for 2017, strong rental rate growth, contractual rental rate increases embedded in 97 percent of our long term leases and lower free rent concessions drove same store cash NOI growth of 4.4 percent. We expect our 2018 results to be driven largely by these same factors.



INDUSTRY FUNDAMENTALS AND THE ECONOMIC ENVIRONMENT

Net absorption was a solid 178 million square feet for 2017 according to CBRE-EA, and was partially constrained by limited availability. New completions were approximately 200 million square feet and the national vacancy rate was 4.5 percent at year-end. While supply and demand have reached the long anticipated state of equilibrium, the low national vacancy rate should continue to provide for strong rent growth opportunities. This, coupled with the continuing influence of e-commerce and robust economic consumption, should bode well for 2018 and we expect to see these strong fundamentals reflected in our portfolio results.

The primary demand drivers for industrial real estate continue to be GDP, trade, industrial production and consumption, as well as the strong impact of online sales and the continuing evolution of the supply chain. Since the Great Recession, GDP growth has averaged just under 2.2 percent. In the 3rd quarter of 2017 the GDP growth rate accelerated to 3.2 percent and the unemployment rate dropped to 4.3 percent, the lowest since 2001. The resulting upward pressure on wages and the recently enacted reductions in corporate and individual income taxes should provide further stimulus and lead to strong consumption and increased demand for industrial space by our customers. However, labor shortages in select markets could act as a headwind to further economic growth.

While it's too early to measure the impact that new tariffs will have on the economy and the demand for industrial space, we believe our focus on consumption zones - where the goods are bought, as opposed to where they are made - will continue to drive positive results. Construction costs could be negatively impacted by increased cost of inputs, such as steel; however, we don't currently see those increased costs as having a material impact on overall returns, particularly in our targeted growth markets. We expect our customers to continue to fully utilize their space and seek additional capacity for growth as their businesses evolve.



The strong impact of e-commerce sales on demand for industrial, we believe, is in the early stages of its evolution. This demand is driven by the need to ship a wider variety of goods and accommodate product returns in a timely and cost efficient manner. While nobody knows how the e-commerce story will eventually play out, our best strategy is to provide our customers with the most efficient space solutions by maximizing the functionality of our assets so we will be successful regardless of the outcome.

It's important to point out that while e-commerce sales have increased demand for warehouse space, over 70 percent of total demand continues to come from a broad base of traditional sources including third-party logistics providers, food and beverage, consumer goods, home repair, pharmaceutical and medical, auto and auto parts. Demand across these industries and others continues to be very healthy.

Getting back to the supply-demand equation, while new supply has ticked up with the increasingly strong fundamentals, speculative construction has remained unusually constrained. According to CBRE Econometric Advisors, historically, speculative construction comprised about 80 percent of new deliveries. For 2017, that number was below 70 percent. In addition, peak deliveries as a percentage of existing stock have fluctuated between 2 percent and 3 percent. For 2017, deliveries were less than 1.5 percent of existing stock.

Additions to new supply have been muted by a number of factors. We and our peers have been disciplined about adding new space where there are pockets of excess supply. In addition, constraints in construction lending continue to discourage many smaller, thinly capitalized developers. As we look across our markets, we see excess supply in a few sub-markets where we will be paying close attention to the pace of absorption. Further, we are focused on allocating capital to land constrained, high rent growth markets where it's difficult to obtain zoning and entitlements for new industrial developments. The long time-frames required to work through the planning, zoning, and entitlement process, and the skills and resources necessary to navigate through what are often understaffed municipalities and agencies can discourage even the most optimistic developer.

We hope to continue to see this type of discipline throughout the industry, but we will not count on it as we contemplate what, where and when to develop additional speculative facilities.

PORTFOLIO TRANSFORMATION BY STRATEGIC CAPITAL REALLOCATION

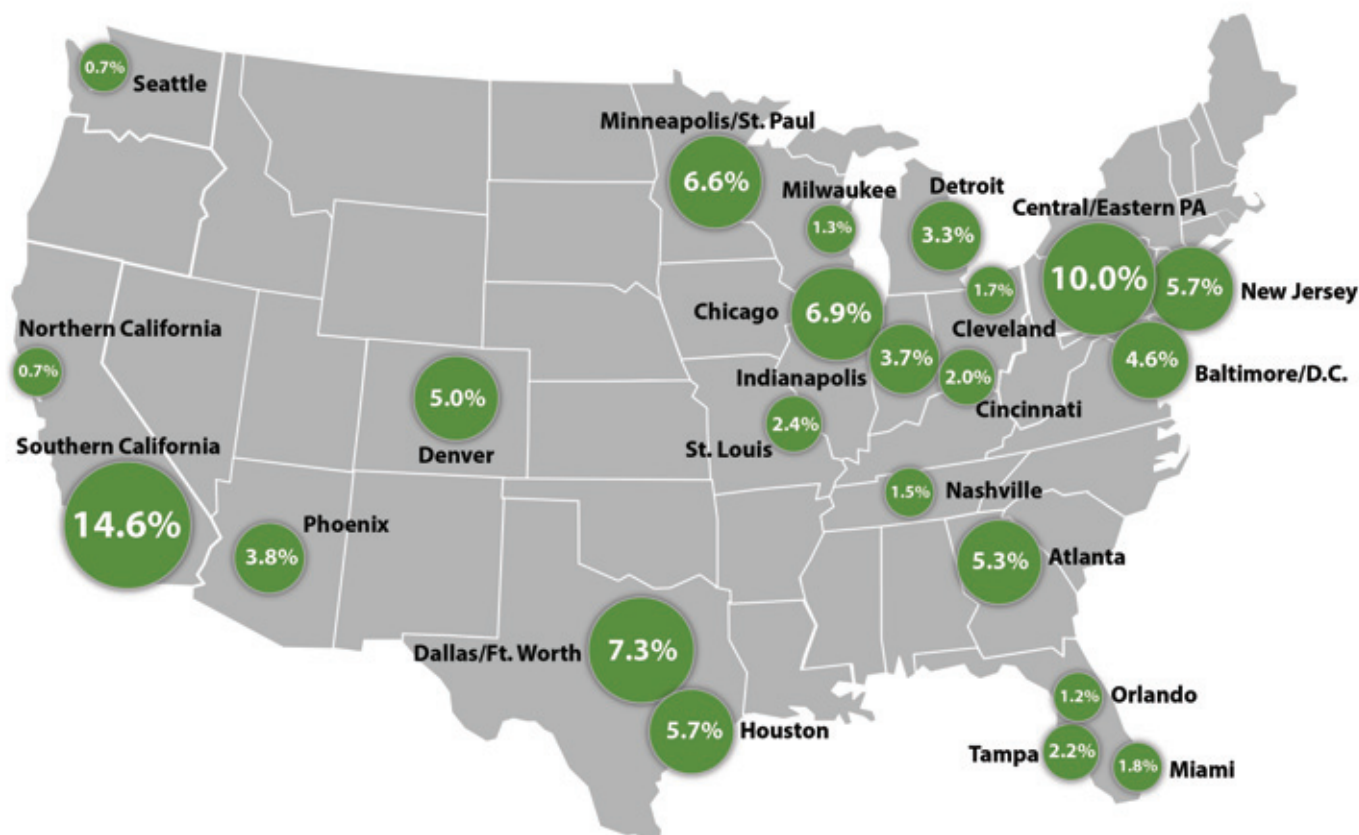
One aspect of our company that we believe is not fully appreciated is the transformation of our portfolio since 2010. We have taken a methodical approach in making incremental investments and executing targeted sales. Through year-end 2017, the sum of the ins and outs of our investment and sales activity, including development starts, have totaled more than \$2.5 billion - a substantial change to a company with a total capitalization that has grown from \$2.6 billion to approximately \$5.0 billion since year-end 2009.

The transformation is also apparent in our market concentration. Southern California is now our largest market at 14.6 percent of rental income as of the fourth quarter of 2017 – and growing with two new developments we will complete in 2018. We have also allocated additional capital and human resources here and to other coastal markets where we expect above-average rental rate growth. We've relocated a 20-year veteran of our company to South Florida and invested in a new market leader to drive growth in Northern California and Seattle. We are excited about the early progress we have made in these high growth markets and look forward to providing you with periodic updates.

During this portfolio transformation, our average building size has increased to 123,000 square feet from 88,000 square feet and our average tenant size grew to 42,000 square feet from 28,000 square feet. Why is this important? In the industrial business, tenant and building size is directly related to the level of capital and releasing expense incurred. The lower the level of these expenses, the more cash flow available for the dividend and reinvestment. Since 2009 our annual expenditures on tenant improvements and leasing commissions have fallen from \$2.60 per square foot to \$1.96 per square foot.

Percentage of Income

(December 31, 2017)



DEVELOPMENT: PRODUCING QUALITY BUILDINGS - AND STRONG RETURNS

Given strong industry fundamentals, we continue to view development as our primary means of new investment. As mentioned, we have been doing so while delivering cash yields at healthy spreads to prevailing market cap rates for comparable leased assets.

In 2017, we completed three buildings totaling 1.5 million square feet in Southern California, Chicago and Phoenix. In the first quarter to date, from this group, we successfully leased our 243,000 square-foot First Sycamore 215 Logistics Center in the Inland Empire East, delivering a cash yield of 6.7 percent. While we are not a seller, this reflects a very healthy profit margin of around 50 percent, when compared to prevailing cap rates for similar assets in the mid-4 percent area.



We also started several significant new developments in the back half of last year. The largest is First Nandina Logistics Center, a 1.4 million square-foot distribution facility in the Inland Empire East in the Moreno Valley submarket. Our total estimated investment for this project is \$89 million. First Nandina is a strong reflection of the power of our platform. We assembled this site a few years ago, wrangling together 13 parcels from 12 different sellers with a simultaneous close. This provides us with a competitive advantage as our basis is well-below current land values. Our projected stabilized

cash yield on this project is 7.5 percent. The Inland Empire East is a submarket where demand for buildings one million square feet or larger has been very deep. We are very keenly monitoring our progress on construction and leasing there – and we are certain you will be too.

In Pennsylvania, we are building the 739,000 square-foot First Logistics Center @ I-78/81. As you would suspect by the name, it is located at the intersection of these two interstates, providing potential customers with a gateway to much of the East Coast population. Total investment is expected to be \$49 million and our targeted cash yield is 6.8 percent. The site plan also allows for a second 250,000 square-foot building or additional trailer or car parking for the larger building.



We will wrap up completion of our second building at First Park @ PV-303 in Phoenix in the second quarter. With this 640,000 square footer, we hope to replicate the success of the aforementioned building that we leased to UPS. Total investment is \$36 million and our expected cash yield is 7.9 percent.



Our completed and in process speculative developments today total \$322 million and 4.8 million square feet with a targeted weighted average cash yield of 7.3 percent. More than half of this development investment is in Southern California through First Nandina and The Ranch by First Industrial, our \$87 million, six-building, 936,000 square-foot development in the Inland Empire West. Also, included are two buildings in Chicago, the second 602,000 square-foot building at First Park 94 and First Joliet Logistics Center, a

355,000 square-foot, and First 290 @ Guhn Road, a 126,000 square-foot facility in Houston. We believe the weighted average cap rates in today's market for these projects when stabilized would be in the mid to high fours which implies a profit margin of more than 50 percent.

As noted earlier, leasing is central to capturing the value creation potential in our developments. It's also critical as we manage risk via our speculative leasing cap. As you will recall, the cap is a self-imposed limit on the amount of lease-up risk we incur related to committed developments and acquisitions with lease up opportunity. Based upon the strong industry fundamentals, the strength of our balance sheet and the significant growth opportunities we see ahead, we increased that cap by \$150 million to \$475 million in the first quarter of 2018.



ONGOING PORTFOLIO MANAGEMENT – SELECT ACQUISITIONS AND TARGETED SALES



Our market leaders, along with their teams operating in our target investment markets, are constantly searching for profitable acquisitions that will enhance our portfolio. The competition for widely marketed buildings and portfolios is intense and value creation opportunities are limited, so we do not expect to find many suitable investments amongst these types of assets. Where we do have success is with more complex transactions where we can leverage our platform to create shareholder value via creative solutions. This discipline makes it difficult to forecast acquisition volume, but our team reviews a sizeable number of opportunities each year

to find the handful of deals that we end up completing. 2017 was a very successful year by these standards. We acquired eight buildings totaling 1.1 million square feet for \$112 million at a weighted average expected cap rate of 5.8 percent. These acquisitions were comprised of six investments in coastal markets including Southern California, New Jersey, Orlando and Miami, as well as buildings in Denver and Chicago. We also acquired \$62 million of land located in Southern California, Phoenix, Central PA, Chicago and Houston, the majority of which is already in production.

As we noted at our Investor Day in November, our portfolio transformation is complete. However, dispositions are an essential part of our ongoing portfolio management efforts as we seek to redeploy capital into opportunities we believe offer potential for superior long-term cash flow growth. For the year, we sold 60 buildings totaling 4.6 million square feet and one land parcel for \$236 million. This significantly exceeded the \$175 million midpoint of our 2017 sales guidance. As we noted on our 4th quarter earnings call, these additional sales have resulted in about three cents per share of dilution on our 2018 FFO guidance. We consider this dilution to be temporary as we redeploy the sales proceeds into high quality developments and select acquisitions which will contribute to future FFO and AFFO growth.



BALANCE SHEET STRENGTH AND FLEXIBILITY

In 2017, we achieved some critical milestones on the capital side. We continued to realize savings from lower interest expense as a result of refinancing higher cost debt. We returned to the unsecured debt markets in the second quarter with a \$200 million private placement of unsecured notes at an average rate of 4.34 percent and an average

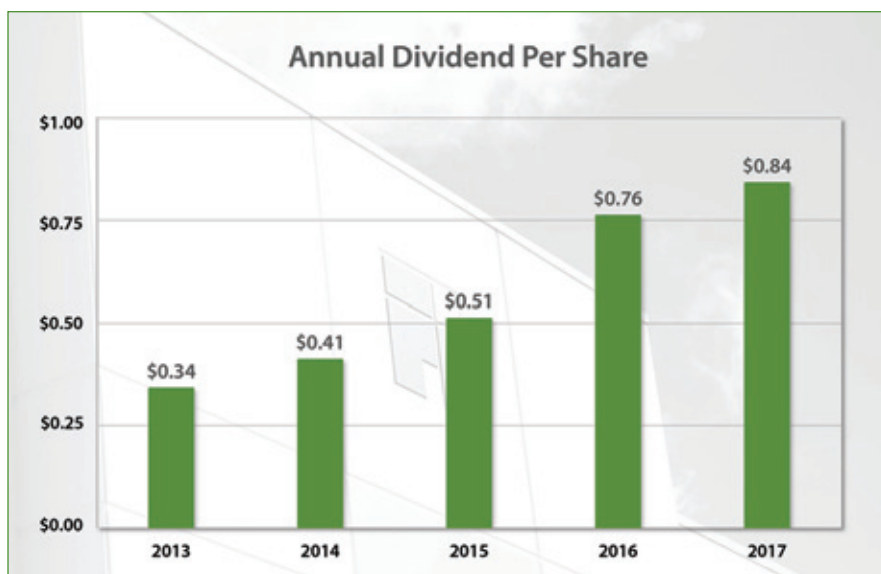
term of 10.75 years. We also refinanced two unsecured bank term loans totaling \$460 million with maturities in 2021 and 2022, improving our weighted average credit spread by approximately 45 basis points. Those loans are structured to provide for additional interest rate savings as our credit ratings improve.

We expanded our senior unsecured revolving credit facility from \$625 million to \$725 million. The facility matures on October 29, 2021, has a one-year extension option and is expandable to \$1 billion.

As mentioned earlier, we also made progress with the ratings agencies. We earned a BBB unsecured debt rating from Fitch Ratings during the year. Following an outlook change in November, in late February of 2018 we received an upgrade to BBB from Standard and Poor's. Lastly, Moody's, which rates us Baa3, upgraded its ratings outlook to positive in April of 2017.

Thus far in 2018, we closed on a private placement of \$300 million of 10-year and 12-year senior unsecured notes with a weighted average rate of 3.91 percent. Among other uses, we used the proceeds from this financing to pay off \$158 million of mortgage loans at the beginning of March. With the retirement of these loans, our secured debt as a percentage of gross assets is now just 8 percent.

With respect to our dividend, in 2017 we grew the dividend 10.5 percent. For the first quarter of 2018, our board of directors declared a dividend of 21.75 cents per share or 87 cents annualized, which represents a 3.6 percent increase over 2017. This dividend level represents a payout ratio of approximately 64 percent of our anticipated 2018 AFFO as defined in our supplemental report. In addition to being a prudent balance sheet management tool, we like the flexibility of having a low payout ratio and the resulting incremental cash flow that we can deploy into profitable growth opportunities.



LOOKING FORWARD AND THANK YOU

2017 was an excellent year and we approach 2018 with excitement for the opportunities ahead. Our development pipeline represents a significant driver for future cash flow growth and shareholder value creation and our team of talented professionals is poised to continue our strong track record of development leasing.

As always, our strategy will continue to be guided by our talented Board of Directors. Their wisdom and broad range of experiences are invaluable as we continue to compete in a rapidly changing landscape. We are extremely pleased with the addition of Denise Olsen to our Board last November. Denise is a senior managing director and a member of the investment committee of GEM Realty Capital and we are fortunate to have the benefit of her experience in guiding our company.

Thank you to our shareholders for your continuing investment in our company. We look forward to building on our track record and are enthusiastic about the long-term prospects for our industry and our company.

Thank you to all our financial partners for your continuing support of our business.

Thank you to our customers who entrust us with providing the buildings and services that are essential to your businesses.

Finally, thank you to all my teammates for your steadfast commitment to making our customers your top priority day in and day out. You once again raised the bar on customer service, as we continue to rank as the top industrial real estate company from the Kingsley Index for companies reporting greater than 30 million square feet. You think and behave like owners as you generate cash flow growth and profitable new investment opportunities and it shows in our results. As importantly, I am also very proud of your efforts with, and contributions to, the communities in which we live and work. We have a duty to contribute to the well-being of our communities and through your charitable efforts you stand as shining examples of The First Industrial Way.

Thank you,



A handwritten signature in blue ink that reads "Peter E. Baccile". The signature is fluid and cursive.

Peter E. Baccile
President and Chief Executive Officer



FIRST INDUSTRIAL REALTY TRUST, INC.

311 South Wacker Drive
Suite 3900
Chicago, Illinois 60606

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

To Be Held on May 10, 2018

NOTICE IS HEREBY GIVEN that the 2018 Annual Meeting of Stockholders (the “Annual Meeting”) of First Industrial Realty Trust, Inc. (the “Company”) will be held on Thursday, May 10, 2018 at 9:00 a.m. in the 2nd Floor Conference Center, 311 South Wacker Drive, Chicago, Illinois 60606 for the following purposes:

1. To elect eight directors to the Board of Directors to serve until the 2019 Annual Meeting of Stockholders, and until their successors are duly elected and qualified;
2. To approve, on an advisory (i.e. non-binding) basis, the compensation of the Company’s named executive officers as disclosed in this Proxy Statement;
3. To ratify the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2018; and
4. To consider and act upon any other matters that may properly be brought before the Annual Meeting and at any adjournments or postponements thereof.

Any action may be taken on the foregoing matters at the Annual Meeting on the date specified above, or on any date or dates to which, by original or later adjournment, the Annual Meeting may be adjourned, or to which the Annual Meeting may be postponed.

The Board of Directors has fixed the close of business on March 20, 2018 as the record date for the Annual Meeting. Only stockholders of record of the Company’s common stock at the close of business on that date will be entitled to notice of and to vote at the Annual Meeting and at any adjournments or postponements thereof.

You are requested to fill in and sign the enclosed Proxy Card, which is being solicited by the Board of Directors, and to mail it promptly in the enclosed postage-prepaid envelope. Any proxy may be revoked by delivery of a later dated proxy. Stockholders of record who attend the Annual Meeting may vote in person, even if they have previously delivered a signed proxy. “Street name” stockholders who wish to vote in person will need to obtain a duly executed proxy form from the institution that holds their shares prior to the Annual Meeting.

By Order of the Board of Directors,

A handwritten signature in black ink, appearing to read 'Peter E. Baccile'.

Peter E. Baccile
President and Chief Executive Officer

Chicago, Illinois
April 10, 2018

WHETHER OR NOT YOU PLAN TO ATTEND THE MEETING, PLEASE COMPLETE, SIGN, DATE AND PROMPTLY RETURN THE ENCLOSED PROXY CARD IN THE POSTAGE-PREPAID ENVELOPE PROVIDED.



FIRST INDUSTRIAL REALTY TRUST, INC.

311 South Wacker Drive

Suite 3900

Chicago, Illinois 60606

PROXY STATEMENT

FOR THE 2018 ANNUAL MEETING OF STOCKHOLDERS

To Be Held on May 10, 2018

This Proxy Statement is furnished in connection with the solicitation of proxies by the Board of Directors of First Industrial Realty Trust, Inc. (“First Industrial” or the “Company”) for use at the 2018 Annual Meeting of Stockholders of the Company to be held on Thursday, May 10, 2018, and at any adjournments or postponements thereof (the “Annual Meeting”). At the Annual Meeting, stockholders will be asked to vote (i) to elect eight directors to the Board of Directors to serve until the 2019 Annual Meeting of Stockholders, and until their successors are duly elected and qualified, (ii) to approve, on an advisory (i.e. non-binding) basis, the compensation of the Company’s named executive officers as disclosed in this Proxy Statement, (iii) to ratify the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for the current fiscal year and (iv) to act on any other matters properly brought before them.

This Proxy Statement and the accompanying Notice of Annual Meeting and Proxy Card are first being sent to stockholders on or about April 10, 2018. The Board of Directors has fixed the close of business on March 20, 2018 as the record date for the Annual Meeting (the “Record Date”). Only stockholders of record of our Common Stock at the close of business on the Record Date will be entitled to notice of and to vote at the Annual Meeting. As of the Record Date, there were 120,553,079 shares of Common Stock outstanding and entitled to vote at the Annual Meeting. Holders of Common Stock outstanding as of the close of business on the Record Date will be entitled to one vote for each share held by them on each matter presented to the stockholders at the Annual Meeting.

Stockholders of the Company are requested to complete, sign, date and promptly return the accompanying Proxy Card in the enclosed postage-prepaid envelope. Shares represented by a properly executed Proxy Card received prior to the vote at the Annual Meeting and not revoked will be voted at the Annual Meeting as directed on the Proxy Card. If a properly executed Proxy Card is submitted and no instructions are given, the persons designated as proxy holders on the Proxy Card will vote (i) FOR the election of the eight nominees for director named in this Proxy Statement, (ii) FOR the approval, on an advisory basis, of the compensation of our named executive officers, (iii) FOR the ratification of the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for the current fiscal year and (iv) in their own discretion with respect to any other business that may properly come before the stockholders at the Annual Meeting or at any adjournments or postponements thereof. We have not received notice of any matters other than those set forth in this Proxy Statement and, accordingly, it is not anticipated that any other matters will be presented at the Annual Meeting.

The presence, in person or by proxy, of holders of at least a majority of the total number of outstanding shares of Common Stock entitled to vote is necessary to constitute a quorum for the transaction of business at the Annual Meeting. The affirmative vote of the holders of a majority of the votes cast with a quorum present at the Annual Meeting is required (i) for the election of directors, (ii) for the approval, on an advisory basis, of the compensation of our named executive officers and (iii) for the ratification of the appointment of the Company’s independent registered public accounting firm. Abstentions will not be counted as votes cast, and accordingly will have no effect on any of the Proposals presented in this Proxy Statement.

PROXY STATEMENT

A stockholder of record may revoke a proxy at any time before it has been exercised by filing a written revocation with the Secretary of the Company at the address of the Company set forth above, by filing a duly executed proxy bearing a later date, or by appearing in person and voting by ballot at the Annual Meeting. Any stockholder of record as of the Record Date attending the Annual Meeting may vote in person whether or not a proxy has been previously given, but the presence (without further action) of a stockholder at the Annual Meeting will not constitute revocation of a previously given proxy. “Street name” stockholders who wish to vote in person will need to obtain a duly executed proxy form from the institution that holds their shares prior to the Annual Meeting.

Appendix A to this Proxy Statement contains the Company’s 2017 Annual Report, including the Company’s financial statements for the fiscal year ended December 31, 2017 and certain other information required by the rules and regulations of the Securities and Exchange Commission (the “SEC”). However, the Company’s 2017 Annual Report is not part of the proxy solicitation material. See “Other Matters—Incorporation by Reference” herein.

BROKER NON-VOTES

Stockholders of the Company who have received this Proxy Statement from their broker or other fiduciary should have received instructions for directing how that broker or fiduciary should vote the stockholder’s shares. It will be the broker’s or fiduciary’s responsibility to vote the stockholder’s shares for the stockholder in the manner directed. The stockholder must complete, execute and return the voting instruction form in the envelope provided by the broker.

Under the rules of the New York Stock Exchange (the “NYSE”), brokers generally may vote on routine matters, such as the ratification of an independent public accounting firm, but may not vote on non-routine matters unless they have received voting instructions from the person for whom they are holding shares. If there is a non-routine matter presented to stockholders at a meeting and the stockholder’s broker or fiduciary does not receive instructions from the stockholder on how to vote on that matter, the broker or fiduciary will return the Proxy Card to the Company, indicating that he or she does not have the authority to vote on that matter. This is generally referred to as a “broker non-vote” and may affect the outcome of the voting on those matters, as discussed below.

The proposal described in this Proxy Statement for the ratification of the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for the fiscal year ended December 31, 2018 is considered a routine matter under the NYSE rules. Each of the other proposals is considered a non-routine matter under NYSE rules and could result in broker non-votes. Broker non-votes will not be counted as votes cast and, accordingly, will have no effect on the result of the vote for these non-routine matters. However, broker non-votes will be counted for quorum purposes. We therefore encourage stockholders to provide directions to their broker as to how the stockholder wants their shares voted on all matters to be brought before the Annual Meeting. The stockholder should do this by carefully following the instructions the broker gives the stockholder concerning its procedures. This ensures that the stockholder’s shares will be voted at the meeting.

PROPOSAL 1
ELECTION OF DIRECTORS

Pursuant to the Company's Charter, the maximum number of members allowed to serve on the Company's Board of Directors is twelve. The Board of Directors of the Company currently consists of eight seats. Other than Ms. Olsen, each of the directors is serving for a term of one year and until such director's successor is duly elected and qualified. Ms. Olsen was appointed on November 7, 2017 by the then-serving directors of the Board of Directors to fill a vacancy created by the Board's decision to expand the size of the Board of Directors to eight seats. She was appointed for a term expiring at the 2018 Annual Meeting or until her successor is duly elected and qualified. The Company's Nominating/Corporate Governance Committee identifies and recommends individuals for service on the Board of Directors, and the Board of Directors then either approves or rejects in whole all of such nominees.

The Board of Directors has nominated Peter E. Baccile, Matthew S. Dominski, Bruce W. Duncan, H. Patrick Hackett, Jr., Denise A. Olsen, John Rau, L. Peter Sharpe and W. Ed Tyler to serve as directors (the "Nominees"). All of the Nominees are currently serving as directors of the Company. Each of the Nominees has consented to be named as a nominee in this Proxy Statement. The Board of Directors anticipates that each of the Nominees will serve as a director if elected. However, if any person nominated by the Board of Directors is unable to accept election, the proxies will vote for the election of such other person or persons as the Board of Directors may recommend.

The Board of Directors recommends a vote FOR each of the Nominees.

INFORMATION REGARDING THE NOMINEES

The following biographical descriptions set forth certain information with respect to the eight Nominees for election as directors and certain executive officers, based on information furnished to the Company by such persons. The following information is as of the Record Date unless otherwise specified.

Peter E. Baccile

Director since 2016

Mr. Baccile, 55, has served as President of the Company since September 2016 and assumed the Chief Executive Officer position in December 2016. He brings more than 30 years of management, real estate and financial expertise to the Company. Prior to joining the Company, he served as Joint Global Head of the Real Estate, Lodging and Leisure Group within UBS Securities, LLC's investment banking division from June 2012 to September 2016. Prior to that, Mr. Baccile served in various senior leadership roles during his 26-year tenure at J.P. Morgan. Most recently, he was Vice Chairman of J.P. Morgan Securities Inc. He also served as Co-Head of the General Industries Investment Banking Coverage Group which encompassed Real Estate, Lodging, Gaming, Diversified Industrials, Paper Packing and Building Products, and Transportation. Before that he served as Global Head of J.P. Morgan's Real Estate, Lodging and Gaming Investment Banking group for 10 years. Mr. Baccile is a member of the National Association of Real Estate Investment Trusts (NAREIT) and The Real Estate Roundtable where he was past Chairman of the Real Estate Capital Policy advisory committee. He is a past trustee of the International Council of Shopping Centers (ICSC) and the Urban Land Institute (ULI). Mr. Baccile's extensive experience in real estate management and finance is critical to his ability to lead the Company as its Chief Executive Officer, and is a valuable asset to the Board of Directors. Moreover, as the Company's Chief Executive Officer, Mr. Baccile brings to the Board of Directors his in-depth knowledge of our business, strategy, operations, competition and financial position. Mr. Baccile's membership on the Board of Directors is critical to ensuring appropriate coordination and communication between the Company's executive officers and the Board of Directors.

Matthew S. Dominski

Director since 2010

Mr. Dominski, 63, has been a director of the Company since March 2010. He also presently serves as a director of CBL & Associates Properties, Inc., a shopping mall real estate investment trust in the United States.

PROXY STATEMENT

From 1993 through 2000, Mr. Dominski served as Chief Executive Officer of Urban Shopping Centers (“Urban”), formerly one of the largest regional mall property companies in the country and a publicly traded real estate investment trust. Following the purchase of Urban by Rodamco North America in 2000, Mr. Dominski served as Urban’s President until 2002. In 2003, Mr. Dominski formed Polaris Capital, LLC, a Chicago, Illinois based real estate investment firm of which he was joint owner through 2013. From 1998 until 2004, Mr. Dominski served as a member of the Board of Trustees of the International Council of Shopping Centers. Mr. Dominski’s extensive experience leading other public and private real estate companies, both as a senior executive and a director, is a valuable asset to the Board of Directors.

Bruce W. Duncan

Director since 2009

Mr. Duncan, 66, has been a director of the Company since January 2009 and the Chairman of the Board of Directors since January 2016. Mr. Duncan also served as the Company’s President from January 2009 through September 2016, and its Chief Executive Officer from January 2009 through November 2016. Mr. Duncan presently serves as a director of Marriot International, Inc. (NASDAQ: MAR) and Boston Properties, Inc. (NYSE: BXP), and as an Independent Director of the T. Rowe Price Funds. He formerly served as Chairman of the Board of Starwood Hotels & Resorts Worldwide, Inc. (“Starwood”) from 2005 to September 2016. From April 2007 to September 2007, Mr. Duncan served as Chief Executive Officer of Starwood on an interim basis. Mr. Duncan served as a director of Starwood from 1999 through September 2016 and as a trustee of the REIT subsidiary of Starwood from 1995 to 2006. He also was a senior advisor to Kohlberg Kravis & Roberts & Co. from July 2008 until January 2009. From May 2005 to December 2005, Mr. Duncan was Chief Executive Officer and Trustee of Equity Residential (NYSE: EQR) (“EQR”), a publicly traded apartment company. From January 2003 to May 2005, he was President, Chief Executive Officer and Trustee, and from April 2002 to December 2002, President and Trustee of EQR. From December 1995 until March 2000, Mr. Duncan served as Chairman, President and Chief Executive Officer of Cadillac Fairview Corporation, a real estate operating company. From January 1992 to October 1994, Mr. Duncan was President and Co-Chief Executive Officer of JMB Institutional Realty Corporation, providing advice and management for investments in real estate by tax-exempt investors, and from 1978 to 1992 he worked for JMB Realty Corporation, where he served in various capacities, ultimately serving as Executive Vice President and a member of the Board of Directors. Mr. Duncan currently serves on the Board of Governors and the Governing Council of the Investment Company Institute and the Board of Governors of the Independent Directors Counsel. Mr. Duncan’s extensive experience leading other publicly traded real estate companies, both as a senior executive and a director, is a valuable asset to the Board of Directors. Moreover, as the Company’s former Chief Executive Officer, Mr. Duncan brings to the Board of Directors his in-depth knowledge of our business, strategy, operations, competition and financial position.

H. Patrick Hackett, Jr.

Director since 2009

Mr. Hackett, 66, has been a director of the Company since December 2009. Mr. Hackett is the principal of HHS Co., an investment company located in the Chicago area. Previously, he served as the President and Chief Executive Officer of RREEF Capital, Inc. and as principal of The RREEF Funds, an international commercial real estate investment management firm. Mr. Hackett taught real estate finance at the Kellogg Graduate School of Management for 15 years when he also served on the real estate advisory boards of Kellogg and the Massachusetts Institute of Technology. He currently chairs the board of Wintrust Financial Corporation (NASDAQ: WTFC) and is a trustee of Northwestern University. Mr. Hackett provides the Board of Directors with valuable real estate investment and finance expertise, and the Board of Directors further benefits from Mr. Hackett’s experience on boards in the financial services sector. In addition, Mr. Hackett’s financial expertise is valuable to the Company’s Audit Committee, which he has chaired since June 2010, and we have determined him to be an “audit committee financial expert.”

Denise A. Olsen

Director since 2017

Ms. Olsen, 52, has been a director of the Company since November 2017. Ms. Olsen has been employed by GEM Realty Capital, an integrated real estate investment firm that invests in private market assets and publicly traded securities, since 1996. She presently serves as senior managing director and a member of the investment

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committee of GEM Realty Capital, where she is also responsible for investor relations, reporting and communication. From 1994 to 1996, Ms. Olsen was vice president at EVEREN Securities, serving in their Real Estate Corporate Finance Group. From 1987 to 1994, Ms. Olsen served in various capacities at JMB Realty Corporation, including senior portfolio manager of corporate mixed-use developments and as a member of the acquisitions group. Ms. Olsen currently serves as an executive committee member of The Samuel Zell and Robert Lurie Real Estate Center at the Wharton School at the University of Pennsylvania and on the investment committee of The Harry and Jeanette Weinberg Foundation. Ms. Olsen's significant investment and operational experience in both the private and publicly traded real estate realms is a valuable asset to the Board of Directors.

John Rau

Director since 1994

Mr. Rau, 69, has been a director of the Company since June 1994 and Lead Independent Director since January 2016. Since December 2002, Mr. Rau has served as President and Chief Executive Officer and as a director of Miami Corporation, a private asset management firm. From January 1997 to March 2000, he was a director, President and Chief Executive Officer of Chicago Title Corporation, and its subsidiaries, Chicago Title and Trust Co., Chicago Title Insurance Co., Ticor Title Insurance Co. and Security Union Title Insurance Co. Mr. Rau was a director of BorgWarner, Inc. from 1997 to 2006, a director of William Wrigley Jr. Company from March 2005 until the company was sold to Mars, Inc. in September 2008 and a director of Nicor, Inc. from 1997 until it was sold to AGL Resources Inc. in December 2011, and he continues as a director of AGL Resources Inc. Mr. Rau is the Chairman of the board of directors of BMO Financial Corp. and served as a director of LaSalle Bank, N.A. until its 2007 sale to Bank of America. From July 1993 until November 1996, Mr. Rau was Dean of the Indiana University School of Business. From 1991 to 1993, Mr. Rau served as Chairman of the Illinois Economic Development Board and as special advisor to Illinois Governor Jim Edgar. From 1990 to 1993, he was Chairman of the Banking Research Center Board of Advisors and a Visiting Scholar at Northwestern University's J.L. Kellogg Graduate School of Management. During that time, he also served as Special Consultant to McKinsey & Company, a worldwide strategic consulting firm. From 1989 to 1991, Mr. Rau served as President and Chief Executive Officer of LaSalle National Bank. From 1979 to 1989, he was associated with The Exchange National Bank, serving as President from 1983 to 1989, at which time The Exchange National Bank merged with LaSalle National Bank. Prior to 1979, he was associated with First National Bank of Chicago. Mr. Rau's extensive experience in the banking and title insurance industries provides the Board of Directors with valuable insight into the matters of corporate and real estate finance, as well as financial services management and risk management. Moreover, Mr. Rau's financial expertise is valuable to the Company's Audit Committee, on which he currently serves.

L. Peter Sharpe

Director since 2010

Mr. Sharpe, 71, has been a director of the Company since November 2010. He served as President and Chief Executive Officer of Cadillac Fairview Corporation from March 2000 through December 2010. Prior to March 2000, Mr. Sharpe held various positions at Cadillac Fairview Corporation, including serving as its Executive Vice President of Operations from 1990 to 2000. Mr. Sharpe currently serves as a director of Postmedia Network Canada Corp., Morguard Corporation, Allied Properties Real Estate Investment Trust and Multiplan Empreendimentos Imobiliários S.A. (Bovespa: MULT3), one of the leading developers, owners and operators of shopping centers in Brazil. From 2009 through 2010, Mr. Sharpe served as Chairman of the Board of Directors of the International Council of Shopping Centers, the global trade association of the shopping center industry. Previously, Mr. Sharpe served as a director on the boards of Legacy REIT, from 1997 to 2001, and Fairmont Hotels & Resorts, from 2001 to 2006. Mr. Sharpe's experience managing large real estate development companies, and serving on the boards of real estate investment trusts, has provided him with real estate knowledge and corporate organizational skills that benefit the Board of Directors. In addition to his executive experience, inclusive of managing a substantial real estate entity for an institutional ownership constituency, Mr. Sharpe has a substantial background in real estate investment leasing and operations. Moreover, Mr. Sharpe's financial expertise, and his experience serving on the Audit Committees of other publicly traded real estate companies, is valuable to the Company's Audit Committee.

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W. Ed Tyler

Director since 2000

Mr. Tyler, 65, has been a director of the Company since March 2000, served as Lead Director from October 2008 to January 2009 and served as non-executive Chairman of the Board of Directors from January 2009 to January 2016. Mr. Tyler also served as the Company's interim Chief Executive Officer from October 2008 to January 2009. Mr. Tyler is a director of Nanophase Technologies Corporation (OTCQB: NANX). Mr. Tyler was appointed Chief Executive Officer of Ideapoint Ventures in 2002. Ideapoint Ventures is an early stage venture fund that focuses on nanotechnologies. Prior to joining Ideapoint Ventures, Mr. Tyler served as Chief Executive Officer and a director of Moore Corporation Limited, a provider of data capture, information design, marketing services, digital communications and print solutions, from 1998 to 2000. Prior to joining Moore Corporation, Mr. Tyler served in various capacities at R.R. Donnelley & Sons Company, most recently as Executive Vice President and Chief Technology Officer, from 1997 to 1998, and as Executive Vice President and Sector President of Donnelley's Networked Services Sector, from 1995 to 1997. Mr. Tyler's extensive experience as a senior executive and director of other companies, both private and publicly traded, is valuable to the Board of Directors.

INFORMATION REGARDING EXECUTIVE OFFICERS

Scott A. Musil

Mr. Musil, 50, has been Chief Financial Officer of the Company since March 2011. He served as acting Chief Financial Officer of the Company from December 2008 to March 2011. Mr. Musil also has served as Senior Vice President of the Company since March 2001, Treasurer of the Company since May 2002 and Assistant Secretary of the Company since August 2014. Mr. Musil previously served as Controller of the Company from December 1995 to March 2012, Assistant Secretary of the Company from May 1996 to March 2012 and July 2012 to May 2014, Vice President of the Company from May 1998 to March 2001, Chief Accounting Officer from March 2006 to May 2013 and Secretary from March 2012 to July 2012 and May 2014 to August 2014. Prior to joining the Company, he served in various capacities with Arthur Andersen & Company. Mr. Musil presently serves as a director and the chair of the audit committee of HC Government Realty Trust, Inc., a public real estate investment trust focused on federally-leased, single tenant properties. Mr. Musil is a non-practicing certified public accountant. His professional affiliations include the American Institute of Certified Public Accountants and NAREIT.

Johannson L. Yap

Mr. Yap, 55, has been the Chief Investment Officer of the Company since February 1997 and Executive Vice President—West Region since March 2009. From April 1994 to February 1997, he served as Senior Vice President—Acquisitions of the Company. Prior to joining the Company, Mr. Yap joined The Shidler Group, a former affiliate of the Company, in 1988 as an acquisitions associate, and became Vice President in 1991, with responsibility for acquisitions, property management, leasing, project financing, sales and construction management functions. His professional affiliations include Urban Land Institute, NAREIT and the Council of Logistics Management, and he serves as a member of both the Board of Advisors for the James Graaskamp Center for Real Estate at the University of Wisconsin and the Advisory Board of the Kelley School of Business of the University of Indiana, Center for Real Estate Studies.

David G. Harker

Mr. Harker, 59, has been Executive Vice President—Central Region of the Company since March 2009. From April 2005 to March 2009, he served as Executive Director—Investments of the Company. From 2002 to April 2005, he served as a Senior Regional Director of the Company and, from 1998 to 2002, he served as a Regional Director of the Company, with responsibility for the Company's portfolio in Nashville, St. Louis, Louisville and Memphis. Prior to joining the Company, Mr. Harker was a Vice President of the Trammell Crow Company from 1992 to 1998.

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Peter O. Schultz

Mr. Schultz, 55, has been Executive Vice President—East Region of the Company since March 2009. From January 2009 to March 2009 he served as Senior Vice President—Portfolio Management of the Company. From November 2007 to December 2008, he served as a Managing Director of the Company, with responsibility for the Company's East Region. From September 2004 to November 2007, he served as a Vice President — Leasing of the Company, with responsibility for the Company's leasing team and asset management plan implementation in the East Region. From January 2001 to September 2004, he served as a Senior Regional Director of the Company, with responsibility for the Company's portfolio in Eastern Pennsylvania and Southern New Jersey. From March 1998 to December 2000, he served as a Regional Director of the Company, with responsibility for the Company's portfolio in Eastern Pennsylvania. Prior to joining the Company, Mr. Schultz served as President and Managing Partner of PBS Properties, Inc. from November 1990 to March 1998, prior to which time he was Director of Marketing and Sales for the Pickering Group and Morgantown Properties. His professional affiliations include the National Association of Industrial and Office Properties.

THE BOARD OF DIRECTORS AND CORPORATE GOVERNANCE

The Board of Directors. The Board of Directors currently consists of eight seats. In considering the independence of its members, the Board of Directors applies the independence standards and tests set forth in Sections 303A.02(a) and (b) of the Listed Company Manual of the NYSE. Applying such standards, the Board of Directors has affirmatively determined that each of Messrs. Dominski, Hackett, Rau, Sharpe and Tyler and Ms. Olsen, who collectively constitute a majority of the members of the Board of Directors, are independent directors.

The Board of Directors held eight meetings and acted four times by unanimous consent during 2017. Each of the directors serving in 2017 attended at least 75% of the total number of meetings of the Board of Directors and of the respective committees of the Board of Directors of which such director was a member, in each case held during the period for which he or she was serving as a director. Although the Company does not have a formal policy regarding director attendance at Annual Meetings of Stockholders, all of the directors then-serving attended the 2017 Annual Meeting of Stockholders. During 2017, Mr. Duncan, in his capacity as Chairman of the Board, presided at meetings of all of the directors and Mr. Rau, in his capacity as Lead Independent Director, presided at meetings of non-management directors.

The Board of Directors has adopted Corporate Governance Guidelines to reflect the principles by which it operates and has adopted a Code of Business Conduct and Ethics, which includes the principles by which the Company expects its employees, officers and directors to conduct Company business. The Corporate Governance Guidelines and Code of Business Conduct and Ethics, as well as the charters of the Audit Committee, Compensation Committee and Nominating/Corporate Governance Committee of the Board of Directors, are accessible at the investor relations page of the Company's website at www.firstindustrial.com and are available in print free of charge to any stockholder or other interested party who requests them. The Company intends to post on its website amendments to, or waivers from, any provision of the Company's Code of Business Conduct and Ethics. The Company also posts or otherwise makes available on its website from time to time other information that may be of interest to investors and other interested parties. However, none of the information provided on the Company's website is part of the proxy solicitation material. See "Other Matters—Incorporation by Reference" herein.

The Board of Directors has appointed an Audit Committee, a Compensation Committee, an Investment Committee and a Nominating/Corporate Governance Committee.

Audit Committee. The Audit Committee is directly responsible for the appointment and oversight of our independent registered public accounting firm. In connection with such responsibilities, the Audit Committee approves the engagement of independent public accountants, is directly involved in the selection of the independent public accounting firm's lead engagement partner, reviews with the independent public accountants the audit plan, the audit scope, and the results of the annual audit engagement, pre-approves audit and non-audit

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services and fees of the independent public accountants, reviews the independence of the independent public accountants and reviews the adequacy of the Company's internal control over financial reporting. In addition, the Audit Committee has responsibility for overseeing the Company's enterprise and risk management and for supervising and assessing the performance of the Company's internal audit department.

The Audit Committee currently consists of Messrs. Hackett, Sharpe and Rau and Ms. Olsen. Each of Messrs. Hackett, Sharpe and Rau and Ms. Olsen is, in the judgment of the Company's Board of Directors, independent as required by the listing standards of the NYSE and the rules of the SEC. Also, in the judgment of the Company's Board of Directors, each member is financially literate as required by the listing standards of the NYSE. Further, in the judgment of the Company's Board of Directors, Mr. Hackett is an "audit committee financial expert," as such term is defined in the SEC rules, and has "accounting or related financial management expertise," as defined in the listing standards of the NYSE. See Mr. Hackett's biography on page 4. Mr. Hackett is also the current Chairman of the Audit Committee. In 2017, the Audit Committee met five times.

Compensation Committee. The Compensation Committee has overall responsibility for approving and evaluating the compensation plans, policies and programs relating to the executive officers of the Company. The Compensation Committee administers the First Industrial Realty Trust, Inc. 2014 Stock Incentive Plan (the "2014 Stock Plan"), and has the authority to grant awards under the 2014 Stock Plan. The Compensation Committee currently consists of Ms. Olsen, Mr. Sharpe and Mr. Tyler, each of whom are, in the judgment of the Company's Board of Directors, independent as required by the listing standards of the NYSE. Mr. Sharpe currently serves as the Chairman of the Compensation Committee. In 2017, the Compensation Committee met four times and acted once by unanimous consent.

Investment Committee. The Investment Committee provides oversight and discipline to the investment process. The Investment Committee oversees implementation of our investment strategy, within parameters set by the Board of Directors, reviews and approves specific transactions and keeps the Board of Directors regularly apprised of our progress and performance with respect to our investment strategy. Investment opportunities are described in written reports based on detailed research and analyses in a standardized format applying appropriate underwriting criteria, and the Investment Committee meets with the Company's investment personnel and reviews each submission thoroughly. The Investment Committee's charter details the required approval authority for various types of transactions, with the level of approval required varying depending on the type of transaction and the dollar amount involved, and the Investment Committee oversees the implementation of such approval requirements. The membership of the Investment Committee currently consists of Messrs. Hackett, Baccile, Dominski and Duncan, with Mr. Duncan currently serving as the Investment Committee's Chairman. In 2017, the Investment Committee met twelve times.

Nominating/Corporate Governance Committee. The Nominating/Corporate Governance Committee recommends individuals for election as directors at the Annual Meeting of Stockholders of the Company and in connection with any vacancy that may occur on the Board of Directors. In turn, the Board of Directors either approves by a majority vote all of the nominations so recommended by the Nominating/Corporate Governance Committee or rejects all of the nominations, in each case in whole, but not in part. In the event that the Board of Directors rejects the recommended nominations, the Nominating/Corporate Governance Committee develops a new recommendation. In addition, the Nominating/Corporate Governance Committee develops and oversees the Company's corporate governance policies. The membership of the Nominating/Corporate Governance Committee currently consists of Messrs. Dominski, Hackett and Rau, each of whom, in the judgment of the Board of Directors, is independent as required by the listing standards of the NYSE. Mr. Rau is the current Chairman of the Nominating/Corporate Governance Committee. In 2017, the Nominating/Corporate Governance Committee met twice, and also met in February 2018 to determine its nominations included in this Proxy Statement.

The Nominating/Corporate Governance Committee will consider nominees recommended by stockholders of the Company. In order for a stockholder to nominate a candidate for election as a director at an Annual Meeting, proper notice must be given in accordance with the Company's Bylaws and applicable SEC regulations

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to the Secretary of the Company. Pursuant to the Company's Bylaws and applicable SEC regulations, such notice of a director nominee must be provided to the Secretary of the Company not more than 150 days and not less than 120 days prior to the first anniversary of the date the Company's proxy statement for the prior year's Annual Meeting of Stockholders was released to stockholders. The fact that the Company may not insist upon compliance with these requirements should not be construed as a waiver by the Company of its right to do so at any time in the future.

In general, it is the Nominating/Corporate Governance Committee's policy that, in its judgment, its recommended nominees for election as members of the Board of Directors of the Company must, at a minimum, have business experience of a breadth, and at a level of complexity, sufficient to understand all aspects of the Company's business and, through either experience or education, have acquired such knowledge as is sufficient to qualify as financially literate. In addition, recommended nominees must be persons of integrity and be committed to devoting the time and attention necessary to fulfill their duties to the Company. While the Nominating/Corporate Governance Committee has not adopted a formal diversity policy, the Company values diversity, in its broadest sense, reflecting, but not limited to, profession, geography, gender, ethnicity, skills and experience. As part of the nomination process, the Company endeavors to have a diverse Board of Directors representing a range of experiences in areas that are relevant to the Company's business and the needs of the Board of Directors from time-to-time, and the Nominating/Corporate Governance Committee and the Board of Directors considers highly qualified candidates, including women and minorities.

The Nominating/Corporate Governance Committee may identify nominees for election as members of the Board of Directors through its own sources (including through nominations by stockholders made in accordance with the Company's Bylaws), through sources of other directors of the Company, and through the use of third-party search firms. Subject to the foregoing minimum standards, the Nominating/Corporate Governance Committee will evaluate each nominee on a case-by-case basis, assessing each nominee's judgment, experience, independence, understanding of the Company's business or that of other related industries, and such other factors as the Nominating/Corporate Governance Committee concludes are pertinent in light of the current needs of the Company's Board of Directors.

Communications by Stockholders and Other Interested Parties. Stockholders of the Company and other interested parties may send communications to the Board of Directors as a whole, to its individual members, to its committees or to its non-management members as a group. Communications to the Board of Directors as a whole should be addressed to "The Board of Directors;" communications to any individual member of the Board of Directors should be addressed to such individual member; communications to any committee of the Board of Directors should be addressed to the Chairman of such committee; and communications to non-management members of the Board of Directors as a group should be addressed to the Lead Independent Director. In each case, communications should be further addressed "c/o First Industrial Realty Trust, Inc., 311 South Wacker Drive, Suite 3900, Chicago, Illinois 60606" or, if such communication is to be delivered on or following June 1, 2018, "c/o First Industrial Realty Trust, Inc., One North Wacker Drive, Suite 4200, Chicago, Illinois 60606." All communications will be forwarded to their respective addressees and, if a stockholder marks his or her communication "Confidential," will be forwarded directly to the addressee.

Board Leadership Structure and Lead Independent Director. Our Board of Directors recognizes that one of its key responsibilities is to evaluate and determine its optimal leadership structure so as to provide effective oversight of management and a fully engaged, highly functioning Board of Directors. In establishing the structure of the Board of Directors, we believe that the objective is to strengthen the independence and general role of the Board of Directors with appropriate checks and balances on the power, actions and performance of our Chief Executive Officer. Because Mr. Duncan, our Chairman of the Board, formerly served as our Chief Executive Officer, the Board of Directors determined upon his appointment as Chairman in 2016 to create a Lead Independent Director position to provide leadership to our independent directors and liaise on their behalf with our Chief Executive Officer and Chairman as may be appropriate. The Board of Directors has chosen Mr. Rau, the Chairman of its Nominating/Corporate Governance Committee, to serve as Lead Independent Director. Mr. Rau, as Lead Independent Director, chairs the executive sessions of the independent directors and is

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empowered to call meetings of the independent directors. The Lead Independent Director also has the authority to approve information sent to the Board of Directors, as well as meeting agendas and schedules.

Board Oversight of Risk Management. The Board of Directors oversees the business of the Company and our stockholders' interests in the long-term financial strength and overall success of the Company's business. In this respect, the Board of Directors is responsible for overseeing the Company's risk management. The Board of Directors delegates many of these functions to the Board's committees. Each committee of the Board of Directors is responsible for reviewing the risk exposure of the Company related to the committees' areas of responsibility and providing input to the Board of Directors on such risks. The Board of Directors and its committees regularly review material strategic, operational, financial, compensation and compliance risks with management.

For example, under its charter, the Audit Committee is required to assist the Board of Directors in fulfilling its oversight responsibilities by reviewing the financial information that will be provided to the stockholders, the systems of internal controls that management and the Board of Directors have established and the audit process. The Audit Committee is responsible for facilitating communication between the Company's independent auditors and the Board of Directors and management, and for reviewing with the independent auditors the adequacy of the Company's internal controls. The Audit Committee also reviews with management the Company's major financial risk exposures and the steps management has taken to monitor and control such exposures, including the Company's risk assessment and risk management policies and the Company's cyber-security risk exposure and mitigation efforts.

Similarly, the Compensation Committee strives to adopt compensation incentives that encourage appropriate risk-taking behavior consistent with the Company's long-term business strategy. We do not believe that our compensation policies and practices are reasonably likely to have a material adverse effect on the Company. The Compensation Committee has focused on aligning our compensation policies with our stockholders' long-term interests and avoiding short-term rewards for management or awards that encourage excessive or unnecessary risk-taking. For example, a substantial amount of compensation provided to the Company's executive officers is in the form of equity awards for which the ultimate value of the award is tied to the Company's stock price, and which awards are subject to long-term vesting schedules, thereby aligning the Company's executive officers' interests with those of our stockholders. In addition, annual cash and equity bonuses provided to management under the 2017 Employee Bonus Plan (as defined on page 16) were contingent, among other factors, upon the Company's satisfaction of prescribed levels of funds from operations ("FFO"), same store net operating income growth and fixed charge coverage ratio. Because these awards are directly tied to increased financial performance and stock price, in line with our stockholders' interests, we believe that none of these types of awards contribute to excessive or unnecessary risk-taking.

DIRECTOR COMPENSATION

Compensation of non-employee directors is periodically reviewed by the Compensation Committee of the Board of Directors, which makes any recommendations of compensation changes to the entire Board of Directors. Non-employee directors are not entitled to retirement benefits, incentive compensation or perquisites for their service, although they are reimbursed for their out-of-pocket expenses for meeting attendance.

The Company provided the following compensation to our non-employee directors in 2017:

- annual cash fees of \$70,000 and annual grants of restricted common stock with a grant date fair value of approximately \$70,000;
- annual cash fees of \$25,000 and \$50,000 for service as the Lead Independent Director and as the Chairman of the Board of Directors, respectively; and
- annual supplemental fee for chair and committee service as set forth in the following table:

<u>Committee</u>	<u>Annual Fee</u>	
	<u>Chair (\$)</u>	<u>Member (\$)</u>
Audit Committee	30,000	9,000
Compensation Committee	20,000	7,500
Nominating/Corporate Governance Committee	15,000	6,000
Investment Committee	—	7,500

The Company does not pay additional compensation to directors who are also employees of the Company, such as Mr. Baccile, our Chief Executive Officer. Additionally, no fees are paid for attendance at in-person or telephonic meetings of the Board of Directors and its committees. Mr. Duncan, the Chairman of our Board of Directors, does not receive any non-chair service fees for committee service in addition to the fee he receives for service as Chairman of the Board of Directors.

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DIRECTOR COMPENSATION TABLE

<u>Name</u>	<u>Fees Earned or Paid in Cash (\$)</u>	<u>Stock Awards⁽¹⁾⁽²⁾ (\$)</u>	<u>Total Compensation (\$)</u>
Matthew S. Dominski	83,500	70,000	153,500
Bruce W. Duncan	120,000	1,660,019	1,780,019
H. Patrick Hackett, Jr.	113,500	70,000	183,500
Denise A. Olsen ⁽³⁾	11,807	—	11,807
John Rau	119,000	70,000	189,000
L. Peter Sharpe	99,000	70,000	169,000
W. Ed Tyler	77,500	70,000	147,500

- (1) Represents 2,518 shares of restricted Common Stock granted to Messrs. Dominski, Duncan, Hackett, Rau, Sharpe and Tyler during May 2017, which vest on the earlier of the first anniversary of the grant date or the Company’s next annual shareholder meeting. Pursuant to the 2016 Employee Bonus Plan, in recognition of his service as President and Chief Executive Officer of the Company in 2016, Mr. Duncan also received an equity bonus of 60,480 shares of restricted Common Stock granted during February 2017, which vests in equal installments on January 1, 2018, 2019 and 2020. Amounts reflect the aggregate grant date fair value of each award as determined under the Financial Accounting Standards Board Accounting Standards Codification Topic 718, Compensation – Stock Compensation (“FASB ASC Topic 718”). See note 11 to our consolidated financial statements included in our Annual Report on Form 10-K for the year ended December 31, 2017 for a discussion of the assumptions used in valuing such awards.
- (2) Other than the 2017 restricted Common Stock grants listed above, the only stock awards held by non-employee directors that were not vested as of the end of fiscal year 2017 are the following stock awards held by Mr. Duncan: (a) 73,256 shares of restricted Common Stock and (b) 23,099 performance units granted in 2016 together with dividend equivalents with respect to such performance units. The number of unvested performance units and dividend equivalents is reflected based on maximum achievement of performance measures applicable to the 2016 LTIP Awards (as defined on page 20).
- (3) Ms. Olsen was appointed to the Board of Directors on November 7, 2017. During 2017, Ms. Olsen received a pro-rated portion of the annual cash director’s fee and a pro-rated portion of the annual cash fee for non-chair service on the Audit Committee.

COMPENSATION DISCUSSION AND ANALYSIS

2017 ACCOMPLISHMENTS

2017 was a successful year for the Company, marked by continued execution of our strategy: driving long-term cash flow growth and value for stockholders through leasing, enhancing our portfolio through new developments and acquiring and selling select properties and maintaining our strong balance sheet.

Decisions by the Board of Directors on executive compensation are reflective of the Company's strong performance during the year, including:

- Delivering total return to stockholders of 15.5%;
- Growing our Common Stock dividend by 10.5%;
- Maintaining high levels of in-service portfolio occupancy, ending the year at 97.3%;
- Growing cash rental rates on new and renewal leases by 8.6%;
- Completing three developments totaling 1.5 million square feet, comprised of buildings in Southern California, Phoenix and Chicago, with an estimated total investment of \$94.5 million;
- Starting five new developments totaling 3.2 million square feet, comprised of buildings in Southern California, Central Pennsylvania, Phoenix, Chicago and Houston, with an estimated investment of \$204.3 million;
- Acquiring eight industrial properties comprising 1.1 million square feet plus several development sites for a total of \$174.2 million;
- Selling 60 industrial properties totaling 4.6 million square feet and one land parcel for a total of \$236.1 million;
- Returning to the unsecured debt market by closing on a \$200 million private placement of long-term unsecured notes with a weighted average interest rate of 4.34%; and
- Obtaining an upgrade of our issuer default rating to 'BBB' from Fitch Ratings and obtaining upgrades of our outlook to positive from both Moody's Investor Service and S&P Global Ratings.

OBJECTIVES AND DESIGN OF COMPENSATION PROGRAM

The Company maintains the philosophy that compensation of its executive officers and other employees should serve the best interests of the Company's stockholders. Accordingly, the Company believes that its executive compensation program should not only serve to attract and retain talented and capable individuals, but should also provide them with proper incentives linked to performance criteria that are designed to maximize the Company's overall performance. To this end, the Company's compensation program consists of a mix of compensation that is intended to compensate executive officers for their contributions during the year, and to reward them for achievements that lead to increased Company performance and increases in stockholder value.

THE EXECUTIVE COMPENSATION PROCESS AND THE ROLE OF EXECUTIVE OFFICERS IN COMPENSATION DECISIONS

The Compensation Committee of the Company's Board of Directors (the "Compensation Committee") has the overall responsibility for approving and evaluating the compensation plans, policies and programs relating to the executive officers of the Company. The Compensation Committee typically formulates compensation beginning in December of the prior fiscal year and continuing through the first quarter of the applicable fiscal year, by setting that year's salary and, if applicable, maximum cash and equity bonuses for the Company's employees, including those named executive officers listed in the Summary Compensation Table on page 23 (the "Named Executive Officers"). Also, typically in the first quarter of the applicable fiscal year, the

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Compensation Committee adopts, and the full Board of Directors ratifies, the performance criteria to be used for that year in determining the incentive compensation of the Company's employees, including the Named Executive Officers, other than those covered by separate plans or agreements. Then, after the end of the applicable fiscal year, the Compensation Committee meets to determine incentive compensation to be paid to the Company's employees, including the Named Executive Officers, with respect to the year just ended, pursuant to the performance criteria or, as applicable, pursuant to separate plans or agreements. Per such determination, the Committee approves cash bonuses and restricted Common Stock awards, typically in February or March.

Historically, the Company's Chief Executive Officer and Chief Financial Officer have participated in meetings with the Compensation Committee at various times throughout the year. During the first quarter of the applicable fiscal year, they typically meet with the Compensation Committee to present and discuss recommendations with respect to the applicable fiscal year's salaries and maximum cash and equity bonuses for the Named Executive Officers, other than themselves. Also, in the first quarter of each year, they typically meet with the Compensation Committee to present and discuss recommendations with respect to incentive compensation for the year just ended. In addition, they traditionally meet with the Compensation Committee regarding employment agreements that the Company has entered into (if any) and, if a compensation consultant has been engaged by the Compensation Committee to evaluate the Company's compensation programs, assist the Compensation Committee in providing compensation information to such consultant. However, neither our Chief Executive Officer nor our Chief Financial Officer participates in any decisions or determinations with respect to their own compensation.

Periodically, although not every year, the Company and the Compensation Committee engage the services of outside consultants to evaluate the Company's executive compensation program. The Compensation Committee did not use the services of any such compensation consultant during 2017. The Compensation Committee retains the discretion to engage compensation consultant(s) to review the Company's executive compensation programs. Consistent with SEC rules, prior to any such engagement(s), the Company will assess any potential conflicts of interest the advisor may have that may negatively impact their independence to determine whether the retention of any compensation consultant to advise the Compensation Committee on executive compensation matters will create a conflict of interest.

The Compensation Committee previously used independent compensation consultants FPL Associates, L.P. ("FPL") to, among other things: (1) assist the Compensation Committee in applying our compensation philosophy for the Named Executive Officers, including the determination of the portion of total compensation awarded in the form of base salary, annual incentives and equity-based compensation, as well as selecting the appropriate performance metrics and levels of performance; (2) analyze compensation conditions among the Company's peers, and assess the competitiveness and appropriateness of compensation levels for the Named Executive Officers; (3) recommend to the Compensation Committee any modifications or additions to the Company's existing compensation programs that it deemed advisable; (4) make specific recommendations to the Compensation Committee for base salary, annual incentives and equity-based awards for the Named Executive Officers; and (5) assist with the establishment of the Long-Term Incentive Program (as described in greater detail starting on page 19 under "Long-Term Incentive Program").

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As part of its review in 2013, FPL surveyed the compensation programs of 30 real estate companies. This peer group, which was referenced primarily to gauge the general appropriateness of the Company's overall executive compensation structure, included the following companies, 15 of which at such time had a total capitalization smaller than the Company's and 15 of which at such time had a total capitalization larger than the Company's:

Acadia Realty Trust	American Assets Trust, Inc.	Ashford Hospitality Trust, Inc.
Colonial Properties Trust	CubeSmart	DCT Industrial Trust Inc.
DiamondRock Hospitality Company	Dupont Fabros Technology, Inc.	EastGroup Properties, Inc.
EPR Properties	Equity One, Inc.	Extra Space Storage Inc.
Felcor Lodging Trust Incorporated	Glimcher Realty Trust	Hersha Hospitality Trust
LaSalle Hotel Properties	Lexington Realty Trust	Medical Properties Trust, Inc.
Omega Healthcare Investors, Inc.	Pennsylvania Real Estate Investment Trust	Post Properties, Inc.
PS Business Parks, Inc.	RLJ Lodging Trust	Saul Centers, Inc.
Sovran Self Storage, Inc.	Strategic Hotels & Resorts, Inc.	Sun Communities, Inc.
Sunstone Hotel Investors, Inc.	W. P. Carey Inc.	Washington Real Estate Investment Trust

The Compensation Committee used the peer group data provided in connection with FPL's survey not as a benchmark per se, but rather as a reference point to gauge generally the appropriateness of the Company's executive compensation programs.

EXECUTIVE COMPENSATION COMPONENTS

The components of the Company's executive compensation program are base salary, cash and equity incentive bonuses, long-term performance awards, benefits and perquisites. Each component of the Company's executive compensation program is intended to attract and retain talented, capable individuals to the Company's executive ranks.

Base salary, benefits and perquisites are intended to provide a level of fixed compensation to the Named Executive Officers for services rendered during the year. Increases to base salary are typically a function of individual performance and general economic conditions. Benefits and perquisites that are generally available to the Company's employees, including the Named Executive Officers, currently include: premiums paid on term life, short-term and long-term disability insurance; standard health insurance; and 401(k) matching contributions. Car allowances are offered to select employees of the Company, including some of the Named Executive Officers. In addition, Mr. Baccile is provided certain relocation benefits as provided in his employment agreement.

Incentive bonuses, by contrast, are linked to, and are a function of, the achievement of performance criteria that are designed with the intention of incentivizing the Named Executive Officers to maximize the Company's overall performance. Incentive bonuses are awarded as cash or equity or a combination thereof. The Compensation Committee does not have a specific policy regarding the mix of cash and non-cash compensation awarded to the Named Executive Officers. Although the exact percentages vary among individuals, equity comprises approximately 40-50% of the potential incentive bonuses for the Named Executive Officers as a group. For our Chief Executive Officer, the mix of cash and equity compensation he is entitled to receive is set forth in his employment agreement. Additionally, his annual incentive bonuses will typically be payable in a combination of cash and shares of restricted Common Stock, and it is expected that the portion paid in restricted Common Stock will be proportionate to the equity incentive compensation received by the Company's executive officers generally.

Historically, base salary, benefits and perquisites have made up approximately 20-30% of a Named Executive Officer's total compensation in a typical year, while cash and equity incentive compensation has comprised the remaining portion. Although this mix may vary from year to year, the Compensation Committee strives to ensure that the Named Executive Officers' compensation is largely performance-based. All equity awards have a performance feature. Annual bonus awards of restricted Common Stock are granted based upon prior year performance metrics, while our LTIP Awards (as defined on page 19) are earned based upon performance metrics for future periods.

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The Compensation Committee believes that restricted Common Stock awards and LTIP Awards play an important role in aligning management's interests with those of the Company's stockholders because restricted Common Stock and Performance Units (other than the vesting and transfer restrictions applicable to them) are economically equivalent to stockholders' Common Stock. For this reason, restricted Common Stock and LTIP Awards have been a significant part of executive compensation, although the Compensation Committee may use other forms of equity compensation in the future.

ADVISORY VOTE ON EXECUTIVE COMPENSATION

We have determined that our stockholders should vote on a say-on-pay proposal each year, consistent with the preference expressed by our stockholders at our 2017 Annual Meeting of Stockholders. While the results of each of these votes is non-binding, we believe that presenting this matter to our stockholders annually is an important means of obtaining investor feedback on our compensation policies.

At our 2017 Annual Meeting of Stockholders, more than 97% of the votes cast in the vote on the compensation of our Named Executive Officers as disclosed in the proxy statement for that meeting were in favor of such compensation and, as a result, the compensation of our Named Executive Officers was approved by our stockholders on an advisory basis. The Compensation Committee believes that these votes reflect our stockholders' affirmation of our compensation philosophy and the manner in which we compensate our executives. In light of this support, the Board of Directors and Compensation Committee elected not to make any changes to our executive compensation policies at this time.

To the extent that the advisory vote conducted at our 2018 Annual Meeting indicates a lack of support for the compensation of our Named Executive Officers as disclosed in this Proxy Statement, we plan to consider our stockholders' concerns and expect that the Compensation Committee will evaluate whether any actions are necessary to address those concerns.

SETTING EXECUTIVE COMPENSATION

Base Salary

The Company provides the Named Executive Officers with base salary to compensate them for services rendered during the fiscal year. The base salaries of the Named Executive Officers are a function of either the minimum base salaries specified in their employment agreements or the base salary negotiated at the time of an executive's initial employment, and any subsequent changes to such base salaries approved by the Compensation Committee. In determining changes to such base salaries for any year, the Compensation Committee considers individual performance of the Named Executive Officers in the most recently completed year, including organizational and management development, and leadership exhibited from year-to-year. The Compensation Committee also considers, but does not specifically benchmark compensation to, peer information provided by compensation consultants. The Compensation Committee also considers general economic conditions prevailing at the end of the most recently completed year, when the changes for the following year are typically determined. The Company does not guarantee annual base salary increases to anyone. In September 2016, the Company entered into an employment agreement with Mr. Baccile that provides, among other things, for a minimum annual base salary of \$750,000. For 2017, the base salaries paid to the other Named Executive Officers remained unchanged as reflected in the Summary Compensation Table of this Proxy Statement.

Annual Incentive Bonuses

The Company provides its senior executives with annual incentive compensation, which currently includes cash and equity awards, in the form of restricted Common Stock, to incentivize and reward them for Company and individual performance. The Company does not guarantee annual bonuses to anyone.

2017 Employee Bonus Plan

For 2017, each Named Executive Officer participated in the incentive compensation plan generally available to the Company's employees (the "2017 Employee Bonus Plan"), which plan was recommended by the Compensation Committee and adopted by the Board of Directors on March 2, 2017.

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Under the 2017 Employee Bonus Plan, a “bonus pool” was funded based on the achievement by the Company of certain identified thresholds of four performance categories. For 2017, these categories were (i) FFO per share (as described below), (ii) same store NOI (“SS NOI”) growth (as described below), (iii) fixed charge coverage ratio (as described below) and (iv) discretionary financial and non-financial objectives determined by the Company’s Chief Executive Officer. The Compensation Committee believes that FFO per share is an important measure of the Company’s performance because, by excluding gains or losses related to sales of previously depreciated real estate assets, real estate asset depreciation and amortization and impairment charges (reversals) recorded on depreciable real estate, FFO captures the operating results of the long-term assets that form the core of the Company’s business and makes comparison of the Company’s operating results with those of other REITs more meaningful. The Compensation Committee believes that, because our success depends largely upon our ability to lease space and to recover the operating costs associated with those leases from our tenants, SS NOI is also an important measure of the Company’s performance. Finally, the Compensation Committee believes that fixed charge coverage ratio is an important measure of the Company’s performance because it is critical to maintaining and improving the rating on the Company’s unsecured debt.

Each of these performance categories may be adjusted by the Compensation Committee in its discretion to exclude the effects of certain items. The Compensation Committee assigned weighting factors to each of the performance categories, such that performance in certain categories had a more pronounced impact on the bonus pool under the 2017 Employee Bonus Plan than did performance in other categories. The weighting factors were as follows:

<u>Category</u>	<u>Weighting Factor</u>
FFO ⁽¹⁾ per share	65%
SS NOI ⁽²⁾ growth	10%
Fixed charge coverage ratio ⁽³⁾	10%
Discretionary objectives	15%

- (1) FFO is a non-GAAP financial measure created by NAREIT as a supplemental measure of REIT operating performance that excludes certain items from net income determined in accordance with GAAP. FFO is calculated by us in accordance with the definition adopted by the Board of Governors of NAREIT and therefore may not be comparable to other similarly titled measures of other companies. Please see the reconciliation of FFO to net income available to common stockholders contained in our Annual Report on Form 10-K filed on February 26, 2018.
- (2) SS NOI is a non-GAAP financial measure that provides a measure of rental operations and, as calculated by the Company, does not factor in depreciation and amortization, general and administrative expense, acquisition costs, interest expense, impairment charges, equity in income and loss from joint ventures, income tax benefit and expense, gains and losses on retirement of debt, sale of real estate and mark-to-market and settlement gain (loss) on interest rate protection agreements. The Company defines SS NOI as revenues minus property expenses such as real estate taxes, repairs and maintenance, property management, utilities, insurance and other expenses, minus the net operating income of properties that are not same store properties and minus the impact of straight-line rent, the amortization of lease inducements, the amortization of above/below market rent and lease termination fees. As so defined, SS NOI may not be comparable to same store net operating income or similar measures reported by other REITs that define same store properties or net operating income differently. The major factors influencing SS NOI are occupancy levels, rental rate increases or decreases and tenant recovery increases or decreases. Please see the reconciliation of same store revenues and property expenses to SS NOI contained in our Annual Report on Form 10-K filed on February 26, 2018.
- (3) The Company is a party to certain lending arrangements that require the Company to maintain a specified fixed charge coverage ratio. For purposes of the 2017 Employee Bonus Plan, the Company defined fixed charge coverage ratio in accordance with that certain Second Amended and Restated Unsecured Revolving Credit Agreement, dated as of March 10, 2015, a copy of which was filed with our Current Report on Form 8-K filed on March 12, 2015.

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The Compensation Committee established performance targets relating to each performance category for the 2017 Employee Bonus Plan. At target performance, the bonus pool is funded at the aggregate 75% level of achievement. At maximum performance, the bonus pool is funded at the aggregate 125% level of achievement. The Company’s 2017 performance in the identified performance categories resulted in the following funding of the bonus pool associated with that performance category:

<u>Category</u>	<u>Performance Target</u>	<u>Actual Result</u>	<u>Bonus Pool Funding%</u>
FFO per share	\$1.55 ⁽¹⁾	\$1.64 ⁽¹⁾	125%
SS NOI growth	3.75% ⁽²⁾	4.42% ⁽²⁾	97%
Fixed charge coverage ratio	3.31x	3.51x ⁽³⁾	125%

- (1) Amount excludes accruals for cash bonuses and certain other items.
- (2) The Compensation Committee calculated SS NOI growth using a cumulative quarterly average as opposed to the methodology traditionally utilized in our financial reporting, which measures the year-over-year growth of our properties.
- (3) Excludes the impact of gain recognized in 2017 in connection with insurance proceeds received related to a casualty and involuntary conversion of a property that was destroyed by a fire.

The Compensation Committee determined that the funding percentage for the bonus pool with respect to the discretionary objectives should be 80% based on the Company’s overall performance in 2017, as described in greater detail on page 13 under “2017 Accomplishments.” Although the Company’s 2017 performance in the identified performance categories allowed for an aggregate bonus pool funding percentage of up to the 115.5% level of achievement, the Compensation Committee authorized an aggregate bonus pool available under the 2017 Employee Bonus Plan at the aggregate 100% level of achievement for cash and equity bonuses of all eligible employees, including the Named Executive Officers. After determining the aggregate bonus pool available under the 2017 Employee Bonus Plan, the Compensation Committee and our Chief Executive Officer allocated individual awards based on the individual award recipients’ performance.

The bonuses for the Named Executive Officers at the 100% level of achievement for purposes of the 2017 Employee Bonus Plan were as follows:

<u>Executive Officer</u>	<u>100% Achievement Cash Bonus (% of Base Salary)</u>	<u>100% Achievement Equity Bonus (% of Base Salary)</u>
Peter E. Baccile	225%	200%
Scott A. Musil	150%	100%
Johannson L. Yap	200%	140%
David G. Harker	150%	100%
Peter O. Schultz	150%	100%

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The actual percentage of cash and equity bonuses (the “Individual Cash Percentage” and the “Individual Equity Percentage”) awarded to the Named Executive Officers were determined as described below.

The actual individual bonuses paid to the Named Executive Officers (other than Mr. Baccile) from the bonus pool were determined by the Compensation Committee, after recommendations from our Chief Executive Officer, based upon the respective officer’s achievement of the following individual performance objectives that were approved by the Board of Directors and communicated to the officer:

<u>Executive Officer</u>	<u>Individual Performance Objectives</u>
Scott A. Musil	Progress with respect to leverage and fixed charge coverage ratios, execution of the Company’s equity offering, two private placement debt offerings and line of credit and term loan amendments and overall investor relations, including Investor Day.
Johannson L. Yap	Progress with respect to investments and divestitures, completing and leasing developments and overall performance of the West Region of the Company.
David G. Harker	Progress with respect to investments, completing and leasing developments and overall performance of the Central Region of the Company.
Peter O. Schultz	Progress with respect to investments, completing and leasing developments and overall performance of the East Region of the Company.

The actual individual bonus paid to Mr. Baccile from the bonus pool was determined by the Compensation Committee based upon its assessment of the Company’s overall performance and the Company’s achievement of the corporate performance goals under the 2017 Employee Bonus Plan.

The cash bonus payments and equity grants made in the first quarter of 2018 to each of our Named Executive Officers in settlement of awards under the 2017 Employee Bonus Plan, together with the applicable Individual Cash Percentage and Individual Equity Percentage, are reflected in the following table:

<u>Executive Officer</u>	<u>Individual Cash Percentage (%)⁽¹⁾</u>	<u>Cash Bonus Paid (\$)</u>	<u>Individual Equity Percentage (%)⁽¹⁾</u>	<u>Shares of Restricted Stock⁽²⁾</u>	<u>Grant Date Fair Value of Award (\$)</u>
Peter E. Baccile	89%	1,499,000	100%	52,395	1,500,069
Scott A. Musil	98%	390,000	111%	10,305	295,032
Johannson L. Yap	84%	636,000	108%	20,085	575,034
David G. Harker	96%	345,000	110%	9,258	265,057
Peter O. Schultz	97%	365,000	116%	10,131	290,051

- (1) The Individual Cash Percentage and Individual Equity Percentage each reflect the actual cash bonus or equity issuance as a percentage of the respective 100% level of achievement amount for each individual.
- (2) The number of shares approved by the Compensation Committee was determined based on the \$28.63 closing price of the Common Stock on February 13, 2018, which was the date the Compensation Committee approved awards under the 2017 Employee Bonus Plan.

For 2015 and 2016, the Named Executive Officers then employed by the Company participated in an incentive compensation plan similar to the 2017 Employee Bonus Plan.

Long-Term Incentive Program

On June 25, 2013, upon recommendation from the Compensation Committee, the Board of Directors adopted the Long-Term Incentive Program (the “LTIP”), effective as of July 1, 2013. The purpose of the LTIP is to provide incentives for the achievement of longer-term sustained value creation metrics and retention by focusing on longer-term fundamentals. Awards under the LTIP are predicated on the achievement of performance metrics, which ensures that the Company is able to base awards on measurable performance factors and business results.

In addition to the initial grant of awards in 2013, the Board of Directors has authorized annual grants of awards under the LTIP (“LTIP Awards”) since 2015 and the LTIP Awards granted in 2016, 2017 and 2018

PROXY STATEMENT

remain unvested. Other than the performance periods, each of the LTIP Awards have identical vesting criteria and other terms and conditions. Grantees of LTIP Awards were issued a specified number of performance units (“Performance Units”), each of which represents the right to receive, upon vesting, one share of Common Stock plus dividend equivalents representing any dividends that accrued with respect to such share after the issuance of the Performance Units and prior to the date of vesting. All vested Performance Units and dividend equivalents will be settled in shares of Common Stock. Dividend equivalents are subject to the same restrictions as the underlying unit award and will only be issued upon vesting.

Each LTIP Award vests based upon the relative annualized total stockholder return of our Common Stock as compared to the MSCI U.S. REIT Index (RMS G) and the NAREIT Industrial Index (FNINDTR) over the pre-established performance measurement period, as follows:

	<u>Total Company Stockholder Return for Performance Period Relative to Total Return for Performance Period of Index</u>	<u>Percentage of Performance Units Vested</u>
Threshold	Index minus 2%	25%
Target	Index plus 1%	40%
Stretch	Index plus 4%	85%
Maximum	Index plus 7%	100%

Upon the consummation of a change of control of the Company, each grantee of an LTIP Award would become vested in a number of Performance Units based on the level of achievement of the applicable performance targets through the date of the change of control. In the event of a termination of a grantee’s employment due to death or disability, the grantee would become vested in a pro rata number of Performance Units based on the level of achievement of the applicable performance targets through the date of death or disability. In the event of termination of a grantee’s employment due to voluntary retirement, the grantee would become vested in a pro rata number of Performance Units based on the level of achievement of the applicable performance targets through the end of the original performance period.

Effective January 1, 2016, the Board of Directors authorized a grant of Performance Units under the LTIP to be made to certain employees of the Company, including each Named Executive Officer then employed by the Company (the “2016 LTIP Awards”). The performance period for the 2016 LTIP Awards began on January 1, 2016 and ends on December 31, 2018. Each of Messrs. Duncan, Harker, Musil, Schultz and Yap, the Company’s named executive officers in 2016, received 21,981 Performance Units in connection with issuance of the 2016 LTIP Awards.

Effective January 1, 2017, the Board of Directors authorized a grant of Performance Units under the LTIP to be made to certain employees of the Company, including each Named Executive Officer (the “2017 LTIP Awards”). The performance period for the 2017 LTIP Awards began on January 1, 2017 and ends on December 31, 2019. Each of our Named Executive Officers received 16,922 Performance Units in connection with issuance of the 2017 LTIP Awards.

Effective January 1, 2018, the Board of Directors authorized a grant of Performance Units under the LTIP to be made to certain employees of the Company, including each Named Executive Officer (the “2018 LTIP Awards”). The performance period for the 2018 LTIP Awards began on January 1, 2018 and ends on December 31, 2020. Each of our Named Executive Officers received 15,240 Performance Units in connection with issuance of the 2018 LTIP Awards.

Broad-Based Benefits

All full-time employees are eligible to participate in our health and welfare benefit programs, including medical, dental and vision care coverage, disability insurance and life insurance, and our 401(k) plan.

Termination and Change-in-Control Triggers

Mr. Baccile is the only Named Executive Officer with an employment agreement. His agreement, along with the separate agreements with respect to his restricted Common Stock and LTIP Awards granted pursuant to

PROXY STATEMENT

the Company's 2014 Stock Plan, specify events, including change-in-control, that trigger the payment of cash and, as discussed above, vesting in restricted Common Stock and his LTIP Awards. Each of the other Named Executive Officers that is currently employed by the Company has an agreement with respect to each of his restricted Common Stock and LTIP Awards granted pursuant to the Company's 2014 Stock Plan that specify events, including change-in-control, that trigger the vesting of such awards. The Company believes having such events as triggers for the payment of cash and/or vesting in restricted Common Stock and Performance Units promotes stability and continuity of management. See "Potential Payments Upon Termination or Change of Control" starting on page 28 for more information on the payments triggered by such events.

Stock Ownership Guidelines

The stock ownership guidelines for the Company's directors and senior executive officers are as follows:

<u>Position</u>	<u>Retainer/ Base Salary Multiple</u>
Directors	3x
Chief Executive Officer	5x
Chief Financial Officer, Chief Investment Officer and Executive Vice Presidents	4x

The stock ownership goal for each person subject to the ownership guidelines is determined on an individual basis, using each such person's current retainers or base salaries and the greater of (i) the market price on the date of purchase or grant of such Common Stock (or equity valued by reference to Common Stock) or (ii) the market price of such Common Stock (or equity valued by reference to Common Stock) as of the date compliance with the stock ownership guidelines is measured. For persons assuming a director or senior executive officer level position, the stock ownership goal must be achieved within five years after the date they assume such position. A copy of the Stock Ownership Guidelines can be found on the Investor Relations/Corporate Governance section of the Company's website at www.firstindustrial.com. All of our directors and Named Executive Officers are currently in compliance with the guidelines.

Until the directors and senior executive officers reach their respective stock ownership goal, they will be required to retain (i) shares that are owned on the date they became subject to the Stock Ownership Guidelines and (ii) at least seventy-five percent (75%) of "net shares" or net-after-tax shares delivered through the Company's executive compensation plans. If the director or senior executive officer transfers an award to a family member, the transferee becomes subject to the same retention requirements. Until the director and senior executive officer stock ownership goals have been met, shares may be disposed of only for one or more of the excluded purposes set forth in the Company's Stock Ownership Guidelines.

Hedging and Pledging Prohibition

The Company's insider trading policy prohibits, among other things, its directors and employees from entering into hedging or monetization transactions with respect to the Company's securities and from holding the Company's securities in margin accounts or otherwise pledging such securities as collateral for loans.

Tax Implications

Section 162(m) of the Internal Revenue Code of 1986, as amended (the "Code"), generally limits the deductible amount of annual compensation paid by a public company to a "covered employee" (the chief executive officer, the chief financial officer and the three other most highly compensated executive officers of the company required to be included in the summary compensation table) to no more than \$1 million. For future years, a "covered employee" will also include any individual who was considered a covered employee for the 2018 taxable year or any taxable year thereafter. The Company does not believe that Section 162(m) of the Code is applicable to its current arrangements with its executive officers.

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COMPENSATION COMMITTEE REPORT

The Compensation Committee of the Board of Directors of the Company has reviewed, and discussed with management, the Compensation Discussion and Analysis included in this Proxy Statement. Based on such review and discussions, the Compensation Committee recommended to the Board of Directors of the Company that the Compensation Discussion and Analysis be included in this Proxy Statement and, through incorporation by reference from this Proxy Statement, the Company's Annual Report on Form 10-K for the Company's fiscal year ended December 31, 2017.

Submitted by the Compensation Committee:

L. Peter Sharpe, Chairman

Denise A. Olsen

W. Ed Tyler

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SUMMARY COMPENSATION TABLE

The Summary Compensation Table below sets forth the aggregate compensation for Peter E. Baccile, the Company’s President and Chief Executive Officer; Scott A. Musil, the Company’s Chief Financial Officer; and certain of the Company’s other highly compensated executive officers as required by SEC rules. The 2017 Grants of Plan-Based Awards table following the Summary Compensation Table provides additional information regarding incentive compensation granted by the Company to these officers in 2017.

<u>Name and Principal Position</u>	<u>Year</u>	<u>Salary (\$)</u>	<u>Bonus (\$)⁽¹⁾</u>	<u>Stock Awards (\$)⁽²⁾</u>	<u>Non-Equity Incentive Plan Compensation (\$)⁽³⁾</u>	<u>All Other Compensation (\$)⁽⁴⁾</u>	<u>Total (\$)</u>
Peter E. Baccile ⁽⁵⁾	2017	750,000	—	502,535 ⁽⁶⁾	1,499,000	107,475	2,859,010
President and Chief Executive Officer	2016	187,500	325,533	—	—	48,017	561,050
	—	—	—	—	—	—	—
Scott A. Musil	2017	265,000	—	523,594 ⁽⁶⁾	390,000	10,000	1,188,594
Chief Financial Officer	2016	265,000	—	521,162	385,000	9,867	1,181,029
	2015	265,000	—	480,102	375,000	9,853	1,129,955
Johannson L. Yap	2017	379,000	—	788,597 ⁽⁶⁾	636,000	19,600	1,823,197
Chief Investment Officer and Executive Vice President –West Region	2016	379,000	—	796,133	601,000	19,467	1,795,600
	2015	379,000	—	630,093	550,000	19,453	1,578,546
David G. Harker	2017	240,000	—	528,562 ⁽⁶⁾	345,000	17,200	1,130,762
Executive Vice President – Central Region	2016	240,000	—	521,162	365,000	17,067	1,143,229
	2015	240,000	—	463,586	350,000	17,053	1,070,639
Peter O. Schultz	2017	250,000	—	508,608 ⁽⁶⁾	365,000	18,400	1,142,008
Executive Vice President – East Region	2016	250,000	—	501,160	350,000	18,267	1,119,427
	2015	250,000	—	475,089	340,000	18,253	1,083,342

- (1) Amount reflects a pro-rated cash bonus paid to Mr. Baccile in March 2017 for 2016 service pursuant to his employment agreement.
- (2) Amounts reflect the aggregate grant date fair value of each award as determined under FASB ASC Topic 718. See note 11 to our consolidated financial statements included in our Annual Report on Form 10-K for the year ended December 31, 2017 for a discussion of the assumptions used in valuing the 2017 awards. Amounts reflected were not actually received in the year reported and do not necessarily reflect the amounts that will actually be realized under the respective awards.
- (3) Amounts for 2017 reflect cash awards paid in March 2018 under the 2017 Employee Bonus Plan. The material terms of awards under the 2017 Employee Bonus Plan are described in the Compensation Discussion and Analysis under “2017 Employee Bonus Plan.”
- (4) For 2017, includes car allowances paid on behalf of Messrs. Baccile, Yap, Harker and Schultz, \$87,875 in reimbursement of certain commuting, housing and other expenses paid to Mr. Baccile and a term life insurance premium, short-term and long-term disability insurance premiums and 401(k) matching contributions paid on behalf of each Named Executive Officer.
- (5) Mr. Baccile was not a Named Executive Officer prior to 2016.
- (6) Amount reflects (a) awards of 10,992, 11,793, 21,873, 11,982, and 11,223 shares of service-based restricted Common Stock granted to Messrs. Baccile, Musil, Yap, Harker and Schultz, respectively, in 2017 in connection with the 2016 Employee Bonus Plan, valued at \$26.29 per share under FASB ASC Topic 718 and (b) awards of 16,922 Performance Units (assuming maximum performance) with a 36-month performance period granted in 2017 to each of Messrs. Baccile, Musil, Yap, Harker and Schultz valued at \$12.62 per unit under FASB ASC Topic 718. If the grant date price of Common Stock (\$28.07 – the closing price of the Common Stock on January 3, 2017, the first trading day following the grant date of January 1, 2017) were used to value the 16,922 Performance Units, the value of the Performance Units would be \$475,001 rather than the \$213,556 value reflected in the above table.

PAY RATIO DISCLOSURE

Pursuant to the Dodd-Frank Wall Street Reform and Consumer Protection Act, the SEC adopted a rule requiring annual disclosure of the ratio of the median employee's annual total compensation to the annual total compensation of the principal executive officer. This ratio is commonly referred to as the "CEO Pay Ratio." The Company's principal executive officer is Peter E. Baccile, our President and Chief Executive Officer.

In determining the median employee, a list of all full-time and part-time employees, exclusive of Mr. Baccile, was prepared based on active employees included in the Company's payroll system as of December 31, 2017. Salaries and wages were annualized for those employees that were not employed for the full year of 2017 and were further adjusted to include the annual bonus at the payout level made to employees generally for those not employed on the bonus payment date. The Company believes this compensation measure has been consistently applied to all employees. Salaries and wages were ranked from lowest to highest and the median employee was selected from the list. The total annual compensation of the median employee was then calculated in the same manner as the total compensation disclosed for Mr. Baccile in the Summary Compensation Table shown above.

The total compensation for the Chief Executive Officer was \$2,859,010 (as disclosed in the Summary Compensation table) and the total compensation for the median employee was \$89,956. The compensation for the median employee was calculated by totaling all applicable elements of the median employee's compensation for 2017, consisting of salary, bonus, the Company's 401(k) matching contribution and insurance premiums.

For 2017, the ratio of the annual total compensation of Mr. Baccile, our Chief Executive Officer, to the median of the annual total compensation of all of our employees (other than Mr. Baccile) was approximately 32 to 1.

2017 GRANTS OF PLAN-BASED AWARDS

Name	Grant Date ⁽¹⁾	Estimated Future Payouts Under Non-Equity Incentive Plan Awards			Estimated Future Payouts Under Equity Incentive Plan Awards ⁽⁴⁾			All Other Stock Awards: Number of Shares of Stock or Units ⁽⁵⁾	Grant Date Fair Value of Stock and Option Awards ⁽⁶⁾
		Threshold (\$)	Target ⁽²⁾ (\$)	Maximum ⁽³⁾ (\$)	Threshold (#)	Target (#)	Maximum (#)		
Peter E. Baccile	1/1/2017	—	—	—	4,231	6,769	16,922	—	213,556
	2/14/2017	—	1,267,500	1,687,500	—	—	—	—	—
	2/14/2017	—	—	—	—	—	—	10,992	288,979
Scott A. Musil	1/1/2017	—	—	—	4,231	6,769	16,922	—	213,556
	2/14/2017	—	—	397,500	—	—	—	—	—
	2/14/2017	—	—	—	—	—	—	11,793	310,038
Johannson L. Yap	1/1/2017	—	—	—	4,231	6,769	16,922	—	213,556
	2/14/2017	—	—	758,000	—	—	—	—	—
	2/14/2017	—	—	—	—	—	—	21,873	575,041
David G. Harker	1/1/2017	—	—	—	4,231	6,769	16,922	—	213,556
	2/14/2017	—	—	360,000	—	—	—	—	—
	2/14/2017	—	—	—	—	—	—	11,982	315,006
Peter O. Schultz	1/1/2017	—	—	—	4,231	6,769	16,922	—	213,556
	2/14/2017	—	—	375,000	—	—	—	—	—
	2/14/2017	—	—	—	—	—	—	11,223	295,052

- (1) Reflects the date such awards were made effective by the Compensation Committee or the Board of Directors, as applicable.
- (2) For Mr. Baccile, amount reflects the target annual cash incentive bonus to which he is entitled pursuant to the terms of his employment agreement. No threshold or target amounts were established with respect to awards under the 2017 Employee Bonus Plan for the other Named Executive Officers.
- (3) Amounts reflect the 100% level of achievement cash incentive bonus that could become payable to the recipient under the 2017 Employee Bonus Plan. The material terms of awards under the 2017 Employee Bonus Plan are described in the Compensation Discussion and Analysis under “2017 Employee Bonus Plan.”
- (4) Reflects performance units granted under our Long-Term Incentive Program, the material terms of which are described in the Compensation Discussion and Analysis under “Long-Term Incentive Program.” The amounts actually earned with respect to the 2017 LTIP Awards, if any, would not be earned until the end of the applicable performance period.
- (5) Amounts reflect the shares of service-based restricted Common Stock granted in 2017 for service in 2016 under the 2016 Employee Bonus Plan. Such restricted Common Stock awards vest ratably over a period of three years.
- (6) Amounts reflect the aggregate grant date fair value of each stock award as determined under FASB ASC Topic 718. Amounts reflected were not actually received in 2017 and do not necessarily reflect the amounts that will actually be realized with respect to the restricted Common Stock grants or 2017 LTIP Awards.

Employment Agreement with Mr. Baccile

On August 2, 2016, Mr. Baccile entered into an employment agreement with the Company and its operating partnership, First Industrial L.P. The agreement has an initial term expiring on December 31, 2019, unless otherwise terminated. The agreement will automatically extend for up to two one-year periods provided that neither Mr. Baccile nor the Company provides notice of intent to not renew to the other at least six months prior to the expiration of the initial term or any subsequent renewal term.

Mr. Baccile's employment agreement provides for a minimum annual base salary of \$750,000. Under the employment agreement, Mr. Baccile is eligible for annual cash performance bonuses under the Company's incentive bonus plan, based on the satisfaction of performance goals established by the Company's Compensation Committee in accordance with the terms of such plan, with a target annual cash bonus of 169% of Mr. Baccile's annual base salary and a maximum annual cash bonus of 225% of his annual base salary. Mr. Baccile is entitled to participate in all long-term cash and equity incentive plans generally available to the senior executives of the Company. Mr. Baccile has a target annual equity award of 150% of his base salary and a maximum annual equity award of 200% of his base salary (the "Annual Awards"). Mr. Baccile is also entitled to participate in the same manner as other senior executives of the Company in any awards issued under the Company's LTIP program. The Annual Awards and LTIP Awards may receive continued or additional vesting in certain circumstances described in the employment agreement. Mr. Baccile is entitled to participate in all executive and employee benefit plans and programs of the Company. Mr. Baccile's employment agreement also provides for a monthly automobile allowance of \$800. In addition, Mr. Baccile was entitled to certain relocation expenses, including reimbursement through August 31, 2017 for temporary living and commuting expenses not to exceed \$120,000 and reimbursement of 60% of his brokerage commissions on the sale of his primary residence, up to a maximum of \$285,000, provided such sale closes on or before December 31, 2018.

Mr. Baccile's employment agreement also provides for payments and benefits to Mr. Baccile by the Company in some circumstances in the event of a termination of employment or a change of control (which payments and benefits are described starting on page 28 under "Potential Payments Upon Termination or Change of Control").

OUTSTANDING EQUITY AWARDS AT FISCAL YEAR-END 2017

Name	Stock Awards			
	Number of Shares or Units of Stock That Have Not Vested (#)	Market Value of Shares or Units of Stock That Have Not Vested (\$) ⁽¹⁾	Equity Incentive Plan Awards: Number of Unearned Shares, Units or Other Rights That Have Not Vested (#) ⁽²⁾	Equity Incentive Plan Awards: Market or Payout Value of Unearned Shares, Units or Other Rights That Have Not Vested (\$) ⁽¹⁾
Peter E. Baccile	10,992 ⁽³⁾	345,918	17,374	546,760
Scott A. Musil	25,834 ⁽⁴⁾	812,996	40,472	1,273,654
Johannson L. Yap	47,566 ⁽⁵⁾	1,496,902	40,472	1,273,654
David G. Harker	25,946 ⁽⁶⁾	816,521	40,472	1,273,654
Peter O. Schultz	24,507 ⁽⁷⁾	771,235	40,472	1,273,654

- (1) These amounts were calculated based upon the closing price of our Common Stock as reported by the NYSE for December 29, 2017 (\$31.47), the last trading day of the year.
- (2) Amounts reflect unvested Performance Units granted in 2016 and 2017 and dividend equivalents accrued through December 31, 2017 with respect to such Performance Units. The vesting and other material terms of the 2016 LTIP Awards and 2017 LTIP Awards are described in the Compensation Discussion and Analysis under “Long-Term Incentive Plan.” The number of unvested Performance Units, and accrued dividend equivalents, reflected is based on maximum achievement of the performance measures applicable to the 2016 LTIP Awards and 2017 LTIP Awards, as the Company achieved maximum performance through December 31, 2017 with respect to such performance measures. With respect to Mr. Baccile, all 17,374 of such Performance Units vest on December 31, 2019, subject to satisfaction of performance criteria. With respect to the other Named Executive Officers, 23,098 and 17,374 of such Performance Units vest on December 31, 2018 and 2019, respectively, subject to satisfaction of performance criteria.
- (3) Of the shares of restricted Common Stock reported here, 3,664 vested in January 2018 and 3,664 vest in January 2019 and in January 2020.
- (4) Of the shares of restricted Common Stock reported here, 12,872 vested in January 2018, 9,031 vest in January 2019 and 3,931 vest in January 2020.
- (5) Of the shares of restricted Common Stock reported here, 23,210 vested in January 2018, 17,065 vest in January 2019 and 7,291 vest in January 2020.
- (6) Of the shares of restricted Common Stock reported here, 12,858 vested in January 2018, 9,094 vest in January 2019 and 3,994 vest in January 2020.
- (7) Of the shares of restricted Common Stock reported here, 12,265 vested in January 2018, 8,501 vest in January 2019 and 3,741 vest in January 2020.

PROXY STATEMENT

2017 OPTION EXERCISES AND STOCK VESTED

As of December 31, 2017, the Company had no outstanding options to acquire Common Stock. In 2017, Performance Units (inclusive of accrued dividend equivalents related thereto) and shares of restricted Common Stock held by the Named Executive Officers vested as described more fully in the table below.

<u>Name</u>	<u>Stock Awards</u>	
	<u>Number of Shares Acquired on Vesting (#)⁽¹⁾</u>	<u>Value Realized on Vesting (\$)</u>
Peter E. Baccile	—	—
Scott A. Musil	40,486	1,216,007
Johannson L. Yap	51,104	1,514,054
David G. Harker	39,220	1,176,493
Peter O. Schultz	39,043	1,175,502

(1) The number of shares reported herein were acquired as a result of: (a) the vesting of restricted Common Stock on January 1, 2017 (consisting of 14,820, 25,438, 14,837 and 13,377 shares for Messrs. Musil, Yap, Harker and Schultz, respectively), the value of which is based on the closing price of Common Stock as reported by the NYSE for January 3, 2017 (\$28.07), the first trading day following the date of vesting of such award and (b) the vesting of the 2015 LTIP Awards and dividend equivalents on December 31, 2017 (consisting of 25,666, 25,666, 24,383 and 25,666 Performance Units for Messrs. Musil, Yap, Harker and Schultz, respectively), the value of which is based on the closing price of Common Stock as reported by the NYSE for January 2, 2018 (\$31.17), as the last trading day within the 10 days that are used to determine the average closing price for the TSR calculation fell on a non-trading day. The value realized on vesting for both the restricted Common Stock and the 2015 LTIP Awards is before payment of any applicable withholding tax.

POTENTIAL PAYMENTS UPON TERMINATION OR CHANGE OF CONTROL

Employment Agreement with Mr. Baccile

The Company has entered into a written employment agreement with Mr. Baccile that provides for certain lump sum payments, post-termination payments and post-termination benefits to Mr. Baccile by the Company in some circumstances in the event of a termination of employment or a change of control.

In addition to the events of termination of employment identified in the following table, Mr. Baccile’s employment agreement provides for payments in the event of his death or disability. Upon death or disability, Mr. Baccile is entitled to (i) his base salary and vacation pay accrued through the date of his death or disability, (ii) his accrued bonus for the fiscal year prior to the year of his death or disability, to the extent not paid, (iii) his unreimbursed business expenses incurred through the date of his death or disability and (iv) any other benefits he may be eligible for under the Company’s plans, policies or practices.

In the event Mr. Baccile’s employment agreement expires by its terms without renewal, Mr. Baccile is also entitled to (i) his base salary and vacation pay accrued through the date the employment period ends, (ii) his accrued bonus for the fiscal year prior to the year of the date the employment period ends, to the extent not paid, (iii) his unreimbursed business expenses incurred through the date the employment period ends, (iv) any other benefits he may be eligible for under the Company’s plans, policies or practices and (v) his regular annual bonus for the fiscal year ending on the date the employment period ends, determined and paid in the ordinary course. He would not be eligible for severance benefits or any additional vesting of any Annual Awards or LTIP Awards. If the employment agreement is not renewed by action of the Company prior to December 31, 2021, Mr. Baccile will continue to vest in his restricted Common Stock following his termination, provided that he executes a release in favor of the Company and complies with certain restrictive covenants.

PROXY STATEMENT

Mr. Baccile's employment agreement also contains important non-financial provisions that apply in the event of a termination of employment or a change of control. Mr. Baccile has agreed to a one-year covenant not to compete or solicit customers and a two-year covenant not to solicit Company employees after his termination. His employment agreement does not provide for a gross-up payment in the event of any excise tax.

Stock Incentive Plans

Under the 2014 Stock Plan, restricted Common Stock vests in the event of a change of control. In addition, such Stock Plans empower the Compensation Committee to determine other vesting events in the individual restricted Common Stock awards, including vesting events such as involuntary termination of employment without cause and termination due to disability or death. Currently outstanding award agreements provide for accelerated vesting on a termination due to the participant's disability or death. Assuming that the triggering event occurred on December 31, 2017, each Named Executive Officer would have vested in restricted Common Stock having the respective values set forth in the table under "Termination and Change of Control Payments" below.

With respect to the 2016 LTIP Awards, 2017 LTIP Awards and 2018 LTIP Awards, upon the consummation of a change of control of the Company, each grantee would become vested in a number of Performance Units based on the level of achievement of the applicable performance targets through the date of the change of control. In the event of a termination of a grantee's employment due to death or disability, the grantee would become vested in a pro rata number of Performance Units based on the level of achievement of the applicable performance targets through the date of death or disability. In the event of termination of a grantee's employment due to voluntary retirement, the grantee would become vested in a pro-rated number of Performance Units based on the level of achievement of the applicable performance targets through the end of the original performance period.

Life Insurance

In addition to the events of termination of employment identified in the following table and above, each Named Executive Officer is covered by a Company-provided life insurance policy generally available to the Company's employees. Such policy would entitle the respective Named Executive Officer's beneficiary to a payment of \$400,000 in the event of such Named Executive Officer's death.

Termination and Change of Control Payments

The following table includes estimated payments owed and benefits required to be provided to our Named Executive Officers under the employment agreements and Stock Plans described above, exclusive of benefits available on a non-discriminatory basis generally, in each case assuming that the triggering event described in the table occurred on December 31, 2017.

Name	Triggering Event	Severance (\$)	Accelerated Equity Awards (\$) ⁽¹⁾	Medical Insurance Premiums (\$) ⁽²⁾
Peter E. Baccile	Change of Control ⁽³⁾	—	892,678	—
	Termination Following Change in Control	6,542,750	—	43,798
	Termination w/o cause ⁽⁴⁾	5,534,000	—	43,798
	Death or Disability ⁽⁶⁾	—	528,168	—
Scott A. Musil ⁽⁵⁾	Change of Control ⁽³⁾	—	2,086,650	—
	Termination w/o Cause	—	—	—
	Death or Disability ⁽⁶⁾	—	1,479,854	—
Johannson L. Yap ⁽⁵⁾	Change of Control ⁽³⁾	—	2,770,556	—
	Termination w/o Cause	—	—	—
	Death or Disability ⁽⁶⁾	—	2,163,760	—
David G. Harker ⁽⁵⁾	Change of Control ⁽³⁾	—	2,090,175	—
	Termination w/o Cause	—	—	—
	Death or Disability ⁽⁶⁾	—	1,483,378	—
Peter O. Schultz ⁽⁵⁾	Change of Control ⁽³⁾	—	2,044,889	—
	Termination w/o Cause	—	—	—
	Death or Disability ⁽⁶⁾	—	1,438,093	—

- (1) For purposes of estimating the value of awards of restricted Common Stock which vest, the Company has considered any applicable employment agreement limitations and assumed a price per share of its Common Stock of \$31.47, which was the closing price of the Common Stock on December 29, 2017, the last trading day of the year.
- (2) Amount reflects 24 months of continued family coverage under our group health plan at active employee rates and is calculated using the monthly premium for the year ended December 31, 2018, less the current minimum contribution required by Mr. Baccile.
- (3) Upon a change of control of the Company, the vesting of any restricted Common Stock held by the officer will accelerate, and the 2016 LTIP Awards and 2017 LTIP Awards will vest based on the level of achievement of the applicable performance targets through the date of the change of control. The amounts reflected in this table for the unvested 2016 LTIP Awards and 2017 LTIP Awards are based on the highest level of achievement of the applicable performance targets and include accrued dividend equivalents through December 31, 2017.
- (4) Includes constructive discharge under the terms of Mr. Baccile’s employment agreement.
- (5) None of Messrs. Musil, Yap, Harker or Schultz was a party to an employment agreement with the Company as of December 31, 2017. As such, the amounts disclosed in this table relate only to awards of restricted Common Stock and Performance Units granted to Messrs. Musil, Yap, Harker and Schultz under the 2014 Stock Plan.
- (6) On a termination due to death or disability the Named Executive Officers are entitled to accelerated vesting of all restricted Common Stock and prorated vesting of Performance Units based on attainment of performance metrics through the date of death or disability. Amounts assume vesting at maximum performance.

PROXY STATEMENT

EQUITY COMPENSATION PLANS

The following table sets forth information regarding the Company’s equity compensation plans as of December 31, 2017.

<u>Plan Category</u>	<u>Number of Securities to be Issued Upon Exercise of Outstanding Options, Warrants and Rights</u>	<u>Weighted-Average Exercise Price of Outstanding Options, Warrants and Rights</u>	<u>Number of Securities Remaining Available for Further Issuance Under Equity Compensation Plans</u>
Equity Compensation Plans Approved by Security Holders	704,580	\$—	1,945,642
Equity Compensation Plans Not Approved by Security Holders	—	—	—
Total	<u>704,580</u>	<u>\$—</u>	<u>1,945,642</u>

COMPENSATION COMMITTEE INTERLOCKS AND INSIDER PARTICIPATION

During 2017, the Compensation Committee consisted of Mr. Sharpe and Mr. Tyler, who served as the Company’s interim Chief Executive Officer from October 22, 2008 until January 9, 2009. Except for Mr. Tyler’s and Mr. Sharpe’s services as directors, neither Mr. Sharpe nor Mr. Tyler had any other business relationship or affiliation with the Company in 2017 requiring disclosure by the Company under Item 404 of Regulation S-K.

TRANSACTIONS WITH RELATED PERSONS, PROMOTERS AND CERTAIN CONTROL PERSONS

Transactions involving the Company and its executive officers and directors that are reportable under Item 404(a) of Regulation S-K are required by the Company’s written policies to be reported to and approved by the Nominating/Corporate Governance Committee of the Board of Directors. The Nominating/Corporate Governance Committee addresses such transactions on a case-by-case basis, after considering the relevant facts and circumstances.

SECTION 16(A) BENEFICIAL OWNERSHIP REPORTING COMPLIANCE

Section 16(a) of the Securities Exchange Act of 1934 (as amended, the “Exchange Act”) requires the Company’s officers and directors, and persons who own more than ten percent of a registered class of the Company’s equity securities, to file reports of ownership and changes in ownership with the SEC and the NYSE. Officers, directors and “greater than ten-percent” stockholders are required by SEC regulations to furnish the Company with copies of all Section 16(a) forms so filed.

Based solely on review of the copies of such forms furnished to the Company for 2017, all of the Company’s officers, directors and “greater than ten-percent” stockholders timely filed all reports required to be filed by Section 16(a) of the Exchange Act during 2017.

REPORT OF THE AUDIT COMMITTEE

The Audit Committee reports that it has: (i) reviewed and discussed the Company's audited financial statements with management; (ii) discussed with the independent registered public accounting firm the matters (such as the quality of the Company's accounting principles and internal controls) required to be discussed by Auditing Standard No. 1301, *Communications with Audit Committees*; and (iii) received written confirmation from PricewaterhouseCoopers LLP that it is independent and written disclosures as required by applicable requirements of the Public Company Accounting Oversight Board regarding the independent accountant's communications with the Audit Committee concerning independence, and discussed with PricewaterhouseCoopers LLP its independence. Based on the review and discussions referred to in items (i) through (iii) above, the Audit Committee recommended to the Board of Directors that the audited financial statements be included in the Company's annual report for the Company's fiscal year ended December 31, 2017.

Submitted by the Audit Committee:

H. Patrick Hackett, Jr., Chairman

Denise A. Olsen

John Rau

L. Peter Sharpe

PROXY STATEMENT

SECURITY OWNERSHIP OF MANAGEMENT AND CERTAIN BENEFICIAL OWNERS

The following table presents information concerning the ownership of Common Stock of the Company and limited partnership units (“Units”) of First Industrial, L.P. (which generally are redeemable for Common Stock on a one-for-one basis or cash at the option of the Company) by:

- all directors named and nominees named in this Proxy Statement (the “named directors”);
- all Named Executive Officers identified in the Summary Compensation Table;
- all named directors and Named Executive Officers of the Company as a group; and
- persons and entities known to the Company to be beneficial owners of more than 5% of the Company’s Common Stock.

The information is presented as of the Record Date, unless otherwise indicated, and is based on representations of officers and directors of the Company and filings received by the Company on Schedule 13G under the Exchange Act. As of the Record Date, there were 120,553,079 shares of Common Stock and 3,568,107 Units outstanding.

<u>Names and Addresses of 5% Stockholders</u>	<u>Common Stock/Units Beneficially Owned</u>	<u>Percent of Class</u>
	<u>Number</u>	<u>Percent of Class</u>
The Vanguard Group ⁽¹⁾ 100 Vanguard Blvd. Malvern, PA 19355	19,610,566	16.27%
BlackRock, Inc. ⁽²⁾ 55 East 52 nd Street New York, NY 10022	18,349,221	15.22 %
Vanguard Specialized Funds – Vanguard REIT Index Fund ⁽³⁾ 100 Vanguard Blvd. Malvern, PA 19355	8,069,767	6.69 %
 <u>Names and Addresses of Directors and Officers*</u>		
Peter E. Baccile ⁽⁴⁾	61,474	**
Bruce W. Duncan ⁽⁵⁾	880,397	**
Matthew S. Dominski ⁽⁵⁾	29,637	**
H. Patrick Hackett, Jr. ⁽⁶⁾	65,410	**
Denise A. Olsen	0	**
John Rau ⁽⁵⁾	60,129	**
L. Peter Sharpe ⁽⁵⁾	62,737	**
W. Ed Tyler ⁽⁵⁾	94,969	**
Scott A. Musil ⁽⁷⁾	124,972	**
Johannson L. Yap ⁽⁸⁾	293,713	**
David G. Harker ⁽⁹⁾	114,057	* *
Peter O. Schultz ⁽¹⁰⁾	127,425	* *
All named directors and currently-serving executive officers as a group (12 persons) ⁽¹¹⁾	1,914,920	1.59%

* The business address for each of the directors and Named Executive Officers of the Company is 311 South Wacker Drive, Suite 3900, Chicago, Illinois 60606.

PROXY STATEMENT

** Less than 1%

- (1) Pursuant to a Schedule 13G/A filed February 9, 2018 by The Vanguard Group (“Vanguard Group”). Of the shares reported, Vanguard Group has the sole power to vote 294,084 shares, the shared power to vote 159,029 shares, the sole power to dispose of 19,307,727 shares and the shared power to dispose of 302,839 shares.
- (2) Pursuant to a Schedule 13G/A filed January 19, 2018 by Blackrock, Inc. (“Blackrock”). Blackrock has the sole power to vote 17,595,399 shares and sole power to dispose of all 18,349,221 shares.
- (3) Pursuant to a Schedule 13G/A filed February 2, 2018 by Vanguard Specialized Funds – Vanguard REIT Index Fund (“Vanguard REIT”). Of the shares reported, Vanguard REIT has the sole power to vote all 8,069,767 shares.
- (4) Includes 59,723 shares of restricted Common Stock issued under the 2014 Stock Plan.
- (5) Includes 2,518 shares of restricted Common Stock issued under the 2014 Stock Plan.
- (6) Includes 2,518 shares of restricted Common Stock issued under the 2014 Stock Plan. Of the shares of Common Stock reported, 52,050 are held jointly with his wife.
- (7) Includes 23,267 shares of restricted Common Stock issued under the 2014 Stock Plan.
- (8) Includes 1,680 Units. Also includes 44,441 shares of restricted Common Stock issued under the 2014 Stock Plan.
- (9) Includes 22,346 shares of restricted Common Stock issued under the 2014 Stock Plan.
- (10) Includes 22,373 shares of restricted Common Stock issued under the 2014 Stock Plan.
- (11) Includes 1,680 Units. Also includes 187,258 shares of restricted Common Stock issued under the 2014 Stock Plan.

PROPOSAL 2

ADVISORY VOTE ON EXECUTIVE COMPENSATION

Pursuant to Section 14A of the Exchange Act, our stockholders are entitled to vote to approve, on an advisory or non-binding basis, the compensation of our Named Executive Officers as disclosed in this Proxy Statement in accordance with SEC rules.

The Board of Directors believes that its executive compensation program serves the best interests of the Company's stockholders by not only attracting and retaining talented, capable individuals, but also providing them with proper incentives linked to performance criteria that are designed to maximize the Company's overall performance. To this end, the Company's compensation program consists of a mix of compensation that is intended to compensate the Named Executive Officers for their contributions during the year and to reward them for achievements that lead to increased Company performance and increases in stockholder value. Please refer to "Compensation Discussion and Analysis" for a discussion of the compensation of our Named Executive Officers.

We are asking for stockholder approval of the compensation of our Named Executive Officers as disclosed in this Proxy Statement in accordance with SEC rules, which disclosures include the disclosures under "Compensation Discussion and Analysis" and the compensation tables and the narrative discussion following the compensation tables. This vote is not intended to address any specific item of compensation, but rather the overall compensation of our Named Executive Officers and the policies and practices described in this Proxy Statement.

This vote is advisory and therefore not binding on the Company, the Compensation Committee or the Board of Directors. The Board of Directors and the Compensation Committee value the opinions of the Company's stockholders and to the extent there is any significant vote against the compensation of our Named Executive Officers as disclosed in this Proxy Statement, we will consider those stockholders' concerns, and the Compensation Committee will evaluate whether any actions are necessary to address those concerns.

Accordingly, we ask our stockholders to vote on the following resolution at the Annual Meeting:

"RESOLVED, that the Company's stockholders approve, on an advisory basis, the compensation of the named executive officers, as disclosed in the Company's Proxy Statement for the 2018 Annual Meeting of Stockholders pursuant to the compensation disclosure rules of the Securities and Exchange Commission under 'Compensation Discussion and Analysis' and the compensation tables and the narrative discussion following the compensation tables."

The affirmative vote of the holders of a majority of the votes cast with a quorum present at the Annual Meeting is required for advisory approval of this proposal.

The Board of Directors recommends an advisory vote FOR the approval of the compensation of the Named Executive Officers as disclosed in this Proxy Statement.

**PROPOSAL 3
RATIFICATION OF APPOINTMENT OF INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM**

The accounting firm of PricewaterhouseCoopers LLP served as the Company’s independent auditors in 2017, and our management believes that they are knowledgeable about our operations and accounting practices and are well qualified to act as our independent registered public accounting firm. Therefore, the Audit Committee of the Board of Directors has appointed PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for the 2018 fiscal year. A representative of PricewaterhouseCoopers LLP will be present at the Annual Meeting, will be given the opportunity to make a statement if he or she so desires and will be available to respond to appropriate questions.

Our Charter and Bylaws do not require that our stockholders ratify the appointment of our independent registered certified public accounting firm. We are doing so because we believe it is a matter of good corporate practice. If our stockholders do not ratify the appointment, the Audit Committee will reconsider whether to retain PricewaterhouseCoopers LLP but may still retain them. Even if the appointment is ratified, the Audit Committee, in its discretion, may change the appointment at any time during the year if it determines that a change in registered certified public accounting firm would be in the best interests of the Company and its stockholders.

FEES

During 2017 and 2016, the aggregate fees for services provided by PricewaterhouseCoopers LLP in the following categories and amounts are:

	<u>2017</u>	<u>2016</u>
Audit Fees ⁽¹⁾	\$1,123,000	\$1,054,300
Audit-Related Fees ⁽²⁾	—	8,262
Tax Fees ⁽³⁾	—	5,000
All Other Fees ⁽⁴⁾	142,862	2,862
Total Fees	<u>\$1,265,862</u>	<u>\$1,070,424</u>

- (1) Audit Fees consisted primarily of fees for audits of the Company’s annual financial statements, the reviews of our quarterly financial statements and internal control over financial reporting and registration statement related services performed pursuant to SEC filing requirements.
- (2) Audit-Related Fees consisted of fees related to a joint venture audit.
- (3) Tax Fees consisted of fees related to tax services related to federal and state tax return preparation of a joint venture entity.
- (4) All Other Fees include amounts related to technical research tools and \$140,000 paid in 2017 for consulting services related to operating procedures improvements.

PRE-APPROVAL OF SERVICES

The Audit Committee pre-approves all audit and permissible non-audit services proposed to be provided by the Company’s independent registered public accounting firm. These services may include audit services, audit related services, tax services and other services. Consideration and approval of such services, including the maximum amount of fees payable for such services, generally occur at the Audit Committee’s regularly scheduled meetings. In situations where it is impractical to wait until the next regularly scheduled meeting, the Audit Committee has delegated the authority to approve the audit and permissible non-audit services, including the maximum amount of fees payable for such services, to each of its individual members. Approvals of audit and permissible non-audit services pursuant to the above-described delegation of authority are reported to the full Audit Committee.

The Board of Directors recommends a vote FOR ratification of the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for fiscal year 2018.

OTHER MATTERS

SOLICITATION OF PROXIES

The cost of solicitation of proxies in the form enclosed herewith will be borne by the Company. In addition to the solicitation of proxies by mail, the directors, officers and employees of the Company may also solicit proxies personally or by telephone without additional compensation for such activities. The Company will also request persons, firms and corporations holding shares in their names or in the names of their nominees, which are beneficially owned by others, to send proxy materials to and obtain proxies from such beneficial owners. The Company will reimburse such holders for their reasonable expenses.

Georgeson Shareholder Services, Inc. acts as the Company's proxy solicitor at a cost of \$8,500, plus reasonable out of pocket expenses.

STOCKHOLDER PROPOSALS

Under applicable SEC rules, stockholder proposals intended to be presented at the 2019 Annual Meeting of Stockholders must be received by the Secretary of the Company no later than December 11, 2018, in order to be considered for inclusion in the proxy statement and on the proxy card that will be solicited by the Board of Directors in connection with such meeting. Additionally, under our Bylaws, stockholder proposals intended to be presented at the 2019 Annual Meeting of Stockholders must be received by the Secretary of the Company no later than December 11, 2018, and no earlier than November 11, 2018, in order to be considered timely and must comply with certain additional requirements contained in our Bylaws in order to be proper.

INCORPORATION BY REFERENCE

Appendix A to this Proxy Statement is the Company's 2017 Annual Report, which includes its consolidated financial statements and management's discussion and analysis of financial condition and results of operations, as well as certain other financial and other information required by the rules and regulations of the SEC. Information contained in Appendix A to this Proxy Statement shall not be deemed to be "filed" or "soliciting material," or subject to liability for purposes of Section 18 of the Exchange Act to the maximum extent permitted under the Exchange Act.

IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE STOCKHOLDERS MEETING TO BE HELD ON MAY 10, 2018

The Proxy Statement, Notice of Annual Meeting, Proxy Card and the Company's 2017 Annual Report are available on the "Proxy Statement" tab of the Investor Relations page on the Company's website, at www.firstindustrial.com.

For directions to attend the Annual Meeting in person, please contact Arthur J. Harmon, the Company's Vice President of Investor Relations and Marketing, at (312) 344-4320.

OTHER MATTERS

The Board of Directors does not know of any matters other than those described in this Proxy Statement that will be presented for action at the Annual Meeting. If other matters are presented, it is the intention of the persons named as proxies in the accompanying Proxy Card to vote in their discretion all shares represented by validly executed proxies.

REGARDLESS OF THE NUMBER OF SHARES YOU OWN, YOUR VOTE IS IMPORTANT TO THE COMPANY. PLEASE COMPLETE, SIGN, DATE AND PROMPTLY RETURN THE ENCLOSED PROXY CARD TODAY.

APPENDIX A

2017 ANNUAL REPORT

EXPLANATORY NOTE

This 2017 Annual Report discusses the financial performance and results of operations of both First Industrial Realty Trust, Inc., a Maryland corporation (the “Company”), and the operating partnership of which the Company serves as general partner, First Industrial, L.P., a Delaware limited partnership (the “Operating Partnership”). At December 31, 2017, the Company owned an approximate 96.8% common general partnership interest in the Operating Partnership. The remaining approximate 3.2% common limited partnership interests in the Operating Partnership are owned by certain limited partners. As the sole general partner of the Operating Partnership, the Company exercises exclusive and complete discretion over the Operating Partnership’s day-to-day management and control and can cause it to enter into certain major transactions, including acquisitions, dispositions and refinancings.

We have chosen to discuss the financial performance results of operation of both the Company and the Operating Partnership in this 2017 Annual Report. To help you understand the differences between the Company and the Operating Partnership, this 2017 Annual Report provides the following separate disclosures for each of the Company and the Operating Partnership:

- consolidated financial statements;
- a single set of consolidated notes to such financial statements that includes separate discussions of each entity’s stockholders’ equity or partners’ capital, as applicable; and
- a combined Management’s Discussion and Analysis of Financial Condition and Results of Operations section that includes distinct information related to each entity.

The main areas of differences between the consolidated financial statements of the Company and those of the Operating Partnership, as well as the benefits of combined reporting, are further explained in the Company’s and the Operating Partnership’s Form 10-K for the period ended December 31, 2017 filed with the Securities and Exchange Commission on February 26, 2018 and February 27, 2018, respectively, copies of which may be obtained by following the procedures set forth on page A-107 of this 2017 Annual Report.

Unless stated otherwise in this 2017 Annual Report or the context otherwise requires, the terms “we,” “our” and “us” refer to the Company and its subsidiaries, including the Operating partnership and its consolidated subsidiaries.

SELECTED FINANCIAL DATA

The following tables set forth the selected financial and operating data for the Company and the Operating Partnership on a consolidated basis. The following selected consolidated financial data should be read in conjunction with the Consolidated Financial Statements and Notes thereto and Management's Discussion and Analysis of Financial Condition and Results of Operations included elsewhere in this 2017 Annual Report.

The Company

	Year Ended 12/31/17	Year Ended 12/31/16	Year Ended 12/31/15	Year Ended 12/31/14	Year Ended 12/31/13
(In thousands, except per share data)					
Statement of Operations Data:					
Total Revenues	\$ 396,402	\$ 378,020	\$ 365,823	\$ 346,709	\$ 320,808
Income from Continuing Operations	208,301	125,684	76,705	23,182	4,862
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders and Participating Securities	201,456	121,232	73,802	46,629	25,907
Basic Per Share Data:					
Income (Loss) from Continuing Operations Available to First Industrial Realty Trust, Inc.'s Common Stockholders	\$ 1.70	\$ 1.05	\$ 0.67	\$ 0.18	\$ (0.09)
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders	1.70	1.05	0.67	0.42	0.24
Diluted Per Share Data:					
Income (Loss) from Continuing Operations Available to First Industrial Realty Trust, Inc.'s Common Stockholders	\$ 1.69	\$ 1.05	\$ 0.66	\$ 0.18	\$ (0.09)
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders	1.69	1.05	0.66	0.42	0.24
Dividends/Distributions Per Share	\$ 0.84	\$ 0.76	\$ 0.51	\$ 0.41	\$ 0.34
Basic Weighted Average Shares	118,272	115,030	110,352	109,922	106,995
Diluted Weighted Average Shares	118,787	115,370	110,781	110,325	106,995
Balance Sheet Data (End of Period):					
Real Estate, Before Accumulated Depreciation	\$3,495,745	\$3,384,914	\$3,293,968	\$3,183,369	\$3,119,547
Total Assets	2,941,062	2,793,263	2,709,808	2,574,911	2,590,690
Indebtedness	1,296,997	1,347,092	1,434,168	1,342,762	1,289,986
Total Equity	1,475,877	1,284,625	1,115,135	1,090,827	1,171,219
Cash Flow Data:					
Cash Flow From Operating Activities	\$ 191,109	\$ 173,335	\$ 162,149	\$ 137,176	\$ 125,751
Cash Flow From Investing Activities	(96,228)	(110,992)	(197,074)	(69,069)	(61,313)
Cash Flow From Financing Activities	(83,593)	(56,471)	29,426	(66,166)	(61,748)
Other Data:					
Funds from Operations Available to First Industrial Realty Trust, Inc.'s Common Stockholders and Participating Securities (1)	\$ 186,496	\$ 167,811	\$ 140,841	\$ 127,890	\$ 105,011

(1) Funds from operations ("FFO") is a non-GAAP measure used in the real estate industry. See definition and a complete reconciliation of FFO to Net Income (Loss) Available to First Industrial Realty Trust, Inc.'s Common Stockholders and Participating Securities under the caption "Supplemental Earnings Measure" within the "Management's Discussion and Analysis of Financial Condition and Results of Operations" starting on page A-19 of this 2017 Annual Report.

SELECTED FINANCIAL DATA

The Operating Partnership

	<u>Year Ended</u> <u>12/31/17</u>	<u>Year Ended</u> <u>12/31/16</u>	<u>Year Ended</u> <u>12/31/15</u>	<u>Year Ended</u> <u>12/31/14</u>	<u>Year Ended</u> <u>12/31/13</u>
	(In thousands, except per Unit data)				
Statement of Operations Data:					
Total Revenues	\$ 396,402	\$ 378,020	\$ 365,823	\$ 346,709	\$ 320,808
Income from Continuing Operations	208,301	125,684	76,820	23,434	4,908
Net Income Available to Unitholders and Participating Securities	208,158	125,547	76,682	48,704	27,033
Basic Per Unit Data:					
Income (Loss) from Continuing Operations Available to Unitholders	\$ 1.70	\$ 1.05	\$ 0.67	\$ 0.18	\$ (0.09)
Net Income Available to Unitholders	1.70	1.05	0.67	0.42	0.24
Diluted Per Unit Data:					
Income (Loss) from Continuing Operations Available to Unitholders	\$ 1.69	\$ 1.05	\$ 0.66	\$ 0.18	\$ (0.09)
Net Income Available to Unitholders	1.69	1.05	0.66	0.42	0.24
Distributions Per Unit	\$ 0.84	\$ 0.76	\$ 0.51	\$ 0.41	\$ 0.34
Basic Weighted Average Units	122,306	119,274	114,709	114,388	111,646
Diluted Weighted Average Units	122,821	119,614	115,138	114,791	111,646
Balance Sheet Data (End of Period):					
Real Estate, Before Accumulated Depreciation	\$3,495,745	\$3,384,914	\$3,293,968	\$3,183,369	\$3,119,547
Total Assets	2,951,180	2,803,701	2,720,523	2,585,624	2,601,291
Indebtedness	1,296,997	1,347,092	1,434,168	1,342,762	1,289,986
Total Partners' Capital	1,485,995	1,295,063	1,125,850	1,101,590	1,181,817
Cash Flow Data:					
Cash Flow From Operating Activities	\$ 191,428	\$ 173,612	\$ 162,286	\$ 137,918	\$ 126,410
Cash Flow From Investing Activities	(96,228)	(110,992)	(197,074)	(69,724)	(61,926)
Cash Flow From Financing Activities	(83,913)	(56,748)	29,304	(66,253)	(61,800)

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion should be read in conjunction with "Selected Financial Data" and the Consolidated Financial Statements and Notes thereto appearing elsewhere in this 2017 Annual Report.

In addition, the following discussion may contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, and Section 21E of the Securities Exchange Act of 1934 (the "Exchange Act"). We intend for such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. Forward-looking statements are based on certain assumptions and describe our future plans, strategies and expectations, and are generally identifiable by use of the words "believe," "expect," "plan," "intend," "anticipate," "estimate," "project," "seek," "target," "potential," "focus," "may," "will," "should" or similar words. Although we believe the expectations reflected in forward-looking statements are based upon reasonable assumptions, we can give no assurance that our expectations will be attained or that results will not materially differ. Factors which could have a materially adverse effect on our operations and future prospects include, but are not limited to:

- changes in national, international, regional and local economic conditions generally and real estate markets specifically;
- changes in legislation/regulation (including changes to laws governing the taxation of real estate investment trusts) and actions of regulatory authorities;
- our ability to qualify and maintain our status as a real estate investment trust;
- the availability and attractiveness of financing (including both public and private capital) and changes in interest rates;
- the availability and attractiveness of terms of additional debt repurchases;
- changes in our credit agency ratings;
- our ability to comply with applicable financial covenants;
- our competitive environment;
- changes in supply, demand and valuation of industrial properties and land in our current and potential market areas;
- difficulties in identifying and consummating acquisitions and dispositions;
- our ability to manage the integration of properties we acquire;
- potential liability relating to environmental matters;
- defaults on or non-renewal of leases by our tenants;
- decreased rental rates or increased vacancy rates;
- higher-than-expected real estate construction costs and delays in development or lease-up schedules;
- changes in general accounting principles, policies and guidelines applicable to real estate investment trusts; and
- other risks and uncertainties described in "Risk Factors" and elsewhere in this report as well as those risks and uncertainties discussed from time to time in our other Exchange Act reports and in our other public filings with the Securities and Exchange Commission (the "SEC").

We caution you not to place undue reliance on forward-looking statements, which reflect our outlook only and speak only as of the date of this 2017 Annual Report. We assume no obligation to update or supplement forward-looking statements.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Business Overview

The Company is a self-administered and fully integrated real estate company which owns, manages, acquires, sells, develops and redevelops industrial real estate. The Company is a Maryland corporation organized on August 10, 1993 and a real estate investment trust as defined in the Code.

We believe our financial condition and results of operations are, primarily, a function of our performance in four key areas: leasing of industrial properties, acquisition and development of additional industrial properties, disposition of industrial properties and access to external capital.

We generate revenue primarily from rental income and tenant recoveries from operating leases of our industrial properties. Such revenue is offset by certain property specific operating expenses, such as real estate taxes, repairs and maintenance, property management, utilities and insurance expenses, along with certain other costs and expenses, such as depreciation and amortization costs and general and administrative and interest expenses. Our revenue growth is dependent, in part, on our ability to: (i) increase rental income, through increasing either or both occupancy rates and rental rates at our properties; (ii) maximize tenant recoveries; and (iii) minimize operating and certain other expenses. Revenues generated from rental income and tenant recoveries are a significant source of funds, in addition to income generated from gains on the sale of our properties (as discussed below), for our liquidity. The leasing of property, in general, and occupancy rates, rental rates, operating expenses and certain non-operating expenses, in particular, are impacted, variously, by property specific, market specific, general economic and other conditions, many of which are beyond our control. The leasing of property also entails various risks, including the risk of tenant default. If we were unable to maintain or increase occupancy rates and rental rates at our properties or to maintain tenant recoveries and operating and certain other expenses consistent with historical levels and proportions, our revenue would decline. Further, if a significant number of our tenants were unable to pay rent (including tenant recoveries) or if we were unable to rent our properties on favorable terms, our financial condition, results of operations, cash flow and ability to make distributions to our stockholders and Unitholders, the market price of the Company's common stock and the market value of the Units would be adversely affected.

Our revenue growth is also dependent, in part, on our ability to acquire existing, and develop new industrial properties on favorable terms. We seek to identify opportunities to acquire existing industrial properties on favorable terms, and, when conditions permit, also seek to acquire and develop new industrial properties on favorable terms. Existing properties, as they are acquired, and acquired and developed properties, as they are leased, generate revenue from rental income, tenant recoveries and fees, income from which, as discussed above, is a source of funds for our distributions to our stockholders and Unitholders. The acquisition and development of properties is impacted, variously, by property specific, market specific, general economic and other conditions, many of which are beyond our control. The acquisition and development of properties also entails various risks, including the risk that our investments may not perform as expected. For example, acquired existing and acquired and developed new properties may not sustain and/or achieve anticipated occupancy and rental rate levels. With respect to acquired and developed new properties, we may not be able to complete construction on schedule or within budget, resulting in increased debt service expense and construction costs and delays in leasing the properties. Also, we face significant competition for attractive acquisition and development opportunities from other well-capitalized real estate investors, including publicly-traded REITs and private investors. Further, as discussed below, we may not be able to finance the acquisition and development opportunities we identify. If we were unable to acquire and develop sufficient additional properties on favorable terms, or if such investments did not perform as expected, our revenue growth would be limited and our financial condition, results of operations, cash flow and ability to make distributions to our stockholders and Unitholders, the market price of the Company's common stock and the market value of the Units would be adversely affected.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

We also generate income from the sale of our properties (including existing buildings, buildings which we have developed or re-developed on a merchant basis and land). The gain or loss on, and fees from, the sale of such properties are included in our income and can be a significant source of funds, in addition to revenues generated from rental income and tenant recoveries. Proceeds from sales are used to repay outstanding debt and, market conditions permitting, may be used to fund the acquisition of existing industrial properties, and the acquisition and development of new industrial properties. The sale of properties is impacted, variously, by property specific, market specific, general economic and other conditions, many of which are beyond our control. The sale of properties also entails various risks, including competition from other sellers and the availability of attractive financing for potential buyers of our properties. Further, our ability to sell properties is limited by safe harbor rules applying to REITs under the Code which relate to the number of properties that may be disposed of in a year, their tax bases and the cost of improvements made to the properties, along with other tests which enable a REIT to avoid punitive taxation on the sale of assets. If we are unable to sell properties on favorable terms, our income growth would be limited and our financial condition, results of operations, cash flow and ability to make distributions to our stockholders and Unitholders, the market price of the Company's common stock and the market value of the Units could be adversely affected.

We utilize a portion of the net sales proceeds from property sales, borrowings under our Unsecured Credit Facility and proceeds from the issuance, when and as warranted, of additional debt and equity securities to refinance debt and finance future acquisitions and developments. Access to external capital on favorable terms plays a key role in our financial condition and results of operations, as it impacts our cost of capital and our ability and cost to refinance existing indebtedness as it matures and our ability to fund acquisitions and developments. Our ability to access external capital on favorable terms is dependent on various factors, including general market conditions, interest rates, credit ratings on our debt, the market's perception of our growth potential, our current and potential future earnings and cash distributions and the market price of the Company's common stock. If we were unable to access external capital on favorable terms, our financial condition, results of operations, cash flow and ability to make distributions to our stockholders and Unitholders, the market price of the Company's common stock and the market value of the Units could be adversely affected.

Summary of Significant Transactions During 2017

During 2017, we completed the following significant transactions and financing activities:

- We acquired eight industrial properties comprising approximately 1.1 million square feet of GLA and several land parcels for an aggregate purchase price of approximately \$174.2 million.
- We placed in-service a development project totaling approximately 0.6 million square feet of GLA at a total cost of approximately \$45.4 million. The occupancy of this development project is 100% at December 31, 2017.
- We sold 60 industrial properties comprising approximately 4.6 million square feet of GLA for total gross sales proceeds of approximately \$236.1 million.
- We issued ten-year, \$125.0 million private placement unsecured notes at a fixed rate of 4.30% and twelve-year, \$75.0 million private placement unsecured notes at a fixed rate of 4.40%. Also, subsequent to year-end, we issued \$150 million of 3.86% fixed rate senior unsecured notes with a 10-year term and \$150 million of 3.96% fixed rate senior unsecured notes with a 12-year term. See Subsequent Events.
- We amended the terms of our revolving line of credit to, among other things, decrease the interest spread, based on our current leverage, by five basis points, increase available capacity by \$100 million and extend the maturity to October 2021, with a one-year extension option.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

- We amended the terms of both term loan agreements to, among other things, decrease by 50 basis points the interest spread on our \$200 million term loan, which matures in January 2021, and decrease by a 40 basis points the interest spread on our \$260 million term loan, which matures in September 2022.
- We paid off and retired \$156.9 million of unsecured notes with an average interest rate of 6.49% as well as \$36.1 million in mortgage loans payable with an average interest rate of 5.58%.
- We issued 2,560,000 shares of the Company's common stock in an underwritten public offering for proceeds, net of underwriting discounts and commissions, of \$74.9 million.
- We declared an annual cash dividend of \$0.84 per common share or Unit, an increase of 10.5% from 2016.

Results of Operations

Comparison of Year Ended December 31, 2017 to Year Ended December 31, 2016

Our net income was \$208.3 million and \$125.7 million for the years ended December 31, 2017 and 2016, respectively.

The tables below summarize our revenues, property expenses and depreciation and other amortization by various categories for the years ended December 31, 2017 and 2016. Same store properties are properties owned prior to January 1, 2016 and held as an in-service property through December 31, 2017 and developments and redevelopments that were placed in service prior to January 1, 2016 or were substantially completed for the 12 months prior to January 1, 2016. Properties which are at least 75% occupied at acquisition are placed in service, unless we anticipate the tenants to move out in the first year of ownership. Acquisitions that are less than 75% occupied at the date of acquisition, developments and redevelopments are placed in service as they reach the earlier of a) stabilized occupancy (generally defined as 90% occupied), or b) one year subsequent to acquisition or development/redevelopment construction completion. Acquired properties with occupancy greater than 75% at acquisition, but with tenants that we anticipate will move out in the first year of ownership, will be placed in service upon the earlier of reaching 90% occupancy or twelve months after move out. Properties are moved from the same store classification to the redevelopment classification when capital expenditures for a project are estimated to exceed 25% of the undepreciated gross book value of the property. Acquired properties are properties that were acquired subsequent to December 31, 2015 and held as an operating property through December 31, 2017. Sold properties are properties that were sold subsequent to December 31, 2015. (Re)Developments include developments and redevelopments that were not: a) substantially complete 12 months prior to January 1, 2016; or b) stabilized prior to January 1, 2016. Other revenues are derived from the operations of properties not placed in service under one of the categories discussed above, the operations of our maintenance company and other miscellaneous revenues. Other property expenses are derived from the operations of properties not placed in service under one of the categories discussed above, the operations of our maintenance company, vacant land expenses and other miscellaneous regional expenses.

During the year ended December 31, 2017, one industrial property, comprising approximately 0.1 million square feet of GLA, was taken out of service due to a fire which caused major damage to the building. As a result of taking this industrial property out of service, the results of operations were reclassified from the same store property classification to the (re)development classification. Additionally, during the year ended December 31, 2016, one industrial property, comprising approximately 28 thousand square feet of GLA, was taken out of service due to a fire which caused complete destruction of the building. The results of this property are also included in the (re) development classification. We intend to rebuild and repair both of these damaged buildings and will reclassify the operations of both properties to the same store classification following a complete calendar year of in service classification.

**MANAGEMENT'S DISCUSSION AND ANALYSIS OF
FINANCIAL CONDITION AND RESULTS OF OPERATIONS**

During the year ended December 31, 2015, one industrial property, comprising approximately 0.2 million square feet of GLA, was taken out of service with the intention of demolishing the industrial property and developing a new industrial property. During the year ended December 31, 2016, the newly developed industrial property was completed and the results related to this industrial property are included in the (re)development classification. This property will return to the same store classification in the first quarter of 2018.

Our future financial condition and results of operations, including rental revenues, may be impacted by the future acquisition, (re)development and sale of properties. Our future revenues and expenses may vary materially from historical rates.

For the years ended December 31, 2017 and 2016, the average occupancy rates of our same store properties were 96.2% and 96.4%, respectively.

	<u>2017</u>	<u>2016</u>	<u>\$ Change</u>	<u>% Change</u>
	(In thousands)			
REVENUES				
Same Store Properties	\$339,403	\$329,704	\$ 9,699	2.9%
Acquired Properties	9,021	2,409	6,612	274.5%
Sold Properties	17,010	33,260	(16,250)	(48.9)%
(Re) Developments	26,850	10,036	16,814	167.5%
Other	<u>4,118</u>	<u>2,611</u>	<u>1,507</u>	57.7%
Total Revenues	<u>\$396,402</u>	<u>\$378,020</u>	<u>\$ 18,382</u>	4.9%

Revenues from same store properties increased \$9.7 million due primarily to an increase in rental rates and tenant recoveries, slightly offset by a decrease in occupancy. Revenues from acquired properties increased \$6.6 million due to the 14 industrial properties acquired subsequent to December 31, 2015 totaling approximately 1.8 million square feet of GLA. Revenues from sold properties decreased \$16.3 million due to the 123 industrial properties sold subsequent to December 31, 2015 totaling approximately 8.6 million square feet of GLA. Revenues from (re)developments increased \$16.8 million due to an increase in occupancy. Other revenues increased \$1.5 million primarily due to an increase in occupancy related to three properties acquired in the year ended December 31, 2015 that were placed in service during the year ended December 31, 2016.

	<u>2017</u>	<u>2016</u>	<u>\$ Change</u>	<u>% Change</u>
	(In thousands)			
PROPERTY EXPENSES				
Same Store Properties	\$ 90,755	\$ 88,218	\$ 2,537	2.9%
Acquired Properties	2,462	600	1,862	310.3%
Sold Properties	5,527	11,684	(6,157)	(52.7)%
(Re) Developments	5,797	2,449	3,348	136.7%
Other	<u>8,953</u>	<u>9,373</u>	<u>(420)</u>	(4.5)%
Total Property Expenses	<u>\$113,494</u>	<u>\$112,324</u>	<u>\$ 1,170</u>	1.0%

**MANAGEMENT'S DISCUSSION AND ANALYSIS OF
FINANCIAL CONDITION AND RESULTS OF OPERATIONS**

Property expenses include real estate taxes, repairs and maintenance, property management, utilities, insurance and other property related expenses. Property expenses from same store properties increased \$2.5 million primarily due to an increase in real estate tax expense caused by higher assessed values on our properties and real estate tax abatements expiring. Property expenses from acquired properties increased \$1.9 million due to properties acquired subsequent to December 31, 2015. Property expenses from sold properties decreased \$6.2 million due to properties sold subsequent to December 31, 2015. Property expenses from (re)developments increased \$3.3 million primarily due to the substantial completion of developments. Other property expenses decreased \$0.4 million due to a decrease in certain miscellaneous expenses.

General and administrative expense increased \$1.4 million, or 5.2%, primarily due to an increase in incentive compensation during the year ended December 31, 2017 as compared to the year ended December 31, 2016.

As discussed in Note 2 to the Consolidated Financial Statements, on January 1, 2017 we adopted a new accounting standard relating to the definition of a business. As a result of this adoption, our acquisitions of real estate during the year ended December 31, 2017 did not meet the definition of a business combination and thus the closing costs, which historically have been expensed, were capitalized as part of the basis of the real estate assets acquired. For the year ended December 31, 2016, we recognized \$0.5 million of expenses related to costs associated with acquiring industrial properties from third parties.

	<u>2017</u>	<u>2016</u>	<u>\$ Change</u>	<u>% Change</u>
	(In thousands)			
DEPRECIATION AND OTHER AMORTIZATION				
Same Store Properties	\$ 97,516	\$ 98,909	\$(1,393)	(1.4)%
Acquired Properties	4,874	1,358	3,516	258.9%
Sold Properties	4,305	9,352	(5,047)	(54.0)%
(Re) Developments	7,223	5,404	1,819	33.7%
Corporate Furniture, Fixtures and Equipment and Other	<u>2,446</u>	<u>2,259</u>	<u>187</u>	8.3%
Total Depreciation and Other Amortization	<u>\$116,364</u>	<u>\$117,282</u>	<u>\$ (918)</u>	(0.8)%

Depreciation and other amortization from same store properties decreased by \$1.4 million due to accelerated depreciation and amortization taken during the year ended December 31, 2016 attributable to certain tenants who terminated their leases early. Depreciation and other amortization from acquired properties increased \$3.5 million due to properties acquired subsequent to December 31, 2015. Depreciation and other amortization from sold properties decreased \$5.0 million due to properties sold subsequent to December 31, 2015. Depreciation and other amortization from (re)developments increased \$1.8 million primarily due to an increase in depreciation and amortization related to completed developments offset by accelerated depreciation on one property in Rancho Dominguez, CA which was razed during the year ended December 31, 2016. Depreciation from corporate furniture, fixtures and equipment and other increased \$0.2 million due to higher depreciation related to incurred leasing costs at three properties acquired in the year ended December 31, 2015 that were placed in service during the year ended December 31, 2016.

For the year ended December 31, 2017, we recognized \$131.3 million of gain on sale of real estate related to the sale of 60 industrial properties comprising approximately 4.6 million square feet of GLA and one land parcel. For the year ended December 31, 2016, we recognized \$68.2 million of gain on sale of real estate related to the sale of 63 industrial properties comprising approximately 3.9 million square feet of GLA and several land parcels.

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Interest expense decreased \$2.2 million, or 3.8%, primarily due to a decrease in the weighted average interest rate for the year ended December 31, 2017 (4.42%) as compared to the year ended December 31, 2016 (4.50%), a decrease in the weighted average debt balance outstanding for the year ended December 31, 2017 (\$1,392.2 million) as compared to the year ended December 31, 2016 (\$1,400.5 million) and an increase in capitalized interest of \$0.8 million for the year ended December 31, 2017 as compared to the year ended December 31, 2016 due to an increase in development activities.

Amortization of debt issuance costs remained relatively unchanged.

In September 2017, we entered into interest rate protection agreements (the "Treasury Locks") in order to fix the interest rate on an anticipated unsecured debt offering. The Treasury Locks were settled during the fourth quarter. Due to the strict requirements surrounding the application of hedge accounting, we elected not to designate the Treasury Locks as hedges. As such, the Company recorded the full change in the fair value of the Treasury Locks within the income statement as opposed to being recorded in other comprehensive income. During the year ended December 31, 2017, we recorded \$1.9 million of settlement gain on interest rate protection agreements.

For the year ended December 31, 2017, we recognized a loss from retirement of debt of \$1.8 million due to prepayment penalties related to the early payoff of certain mortgage loans and the write-off of unamortized debt issuance costs on these mortgage loans as well as the write-off of unamortized debt issuance costs related to an exiting lender on our revolving line of credit and one of our unsecured term loans.

The income tax provision remained relatively unchanged.

Comparison of Year Ended December 31, 2016 to Year Ended December 31, 2015

The Company's net income was \$125.7 million and \$76.7 million for the years ended December 31, 2016 and 2015, respectively. The Operating Partnership's net income was \$125.7 million and \$76.8 million for the years ended December 31, 2016 and 2015, respectively.

The tables below summarize our revenues, property expenses and depreciation and other amortization by various categories for the years ended December 31, 2016 and 2015. Same store properties are properties owned prior to January 1, 2015 and held as an in-service property through December 31, 2016 and developments and redevelopments that were placed in service prior to January 1, 2015 or were substantially completed for the 12 months prior to January 1, 2015. Properties which are at least 75% occupied at acquisition are placed in service, unless we anticipate the tenants to move out in the first year of ownership. Acquisitions that are less than 75% occupied at the date of acquisition, developments and redevelopments are placed in service as they reach the earlier of a) stabilized occupancy (generally defined as 90% occupied), or b) one year subsequent to acquisition or development/redevelopment construction completion. Acquired properties with occupancy greater than 75% at acquisition, but with tenants that we anticipate will move out in the first year of ownership, will be placed in service upon the earlier of reaching 90% occupancy or twelve months after move out. Properties are moved from the same store classification to the redevelopment classification when capital expenditures for a project are estimated to exceed 25% of the undepreciated gross book value of the property. Acquired properties are properties that were acquired subsequent to December 31, 2014 and held as an operating property through December 31, 2016. Sold properties are properties that were sold subsequent to December 31, 2014. (Re)Developments include developments and redevelopments that were not: a) substantially complete 12 months prior to January 1, 2015; or b) stabilized prior to January 1, 2015. Other revenues are derived from the operations of properties not placed in service under one of the categories discussed above, the operations of our maintenance company and other miscellaneous revenues. Other property expenses are derived from the operations of

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properties not placed in service under one of the categories discussed above, the operations of our maintenance company, vacant land expenses and other miscellaneous regional expenses.

During the year ended December 31, 2015, one industrial property, comprising approximately 0.2 million square feet of GLA, was taken out of service with the intention of demolishing the industrial property and developing a new industrial property. During the year ended December 31, 2016, the newly developed industrial property was completed and the results related to this industrial property are included in the (re)development classification. This property will return to the same store classification in the first quarter of 2018.

During the year ended December 31, 2016, one industrial property, comprising approximately 28 thousand square feet of GLA, was taken out of service due to a fire which caused complete destruction of the building. As a result of taking the industrial property out of service, the results related to this industrial property were reclassified from the same store classification to the (re) development classification. We intend to rebuild the damaged building and will reclassify the operations of the property to the same store classification following a complete calendar year of in service classification.

Our future financial condition and results of operations, including rental revenues, may be impacted by the future acquisition, (re)development and sale of properties. Our future revenues and expenses may vary materially from historical rates.

For the years ended December 31, 2016 and 2015, the average occupancy rates of our same store properties were 95.9% and 95.2%, respectively.

	<u>2016</u>	<u>2015</u>	<u>\$ Change</u>	<u>% Change</u>
	(In thousands)			
REVENUES				
Same Store Properties	\$335,674	\$324,280	\$ 11,394	3.5%
Acquired Properties	10,367	2,189	8,178	373.6%
Sold Properties	9,429	32,222	(22,793)	(70.7)%
(Re) Developments	20,297	5,129	15,168	295.7%
Other	<u>2,253</u>	<u>2,003</u>	<u>250</u>	12.5%
Total Revenues	<u>\$378,020</u>	<u>\$365,823</u>	<u>\$ 12,197</u>	3.3%

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Revenues from same store properties increased \$11.4 million due primarily to an increase in occupancy, rental rates and tenant recoveries. Revenues from acquired properties increased \$8.2 million due to the 14 industrial properties acquired subsequent to December 31, 2014 totaling approximately 2.7 million square feet of GLA. Revenues from sold properties decreased \$22.8 million due to the 129 industrial properties sold subsequent to December 31, 2014 totaling approximately 7.7 million square feet of GLA. Revenues from (re)developments increased \$15.2 million due to an increase in occupancy. Other revenues increased \$0.3 million primarily due to an increase in occupancy related to a property acquired in the year ended December 31, 2014 that was placed in service during the year ended December 31, 2015.

	<u>2016</u>	<u>2015</u>	<u>\$ Change</u>	<u>% Change</u>
	(In thousands)			
PROPERTY EXPENSES				
Same Store Properties	\$ 91,462	\$ 90,241	\$ 1,221	1.4%
Acquired Properties	3,098	516	2,582	500.4%
Sold Properties	3,925	12,779	(8,854)	(69.3)%
(Re) Developments	5,240	2,122	3,118	146.9%
Other	8,599	8,970	(371)	(4.1)%
Total Property Expenses	<u>\$112,324</u>	<u>\$114,628</u>	<u>\$(2,304)</u>	(2.0)%

Property expenses include real estate taxes, repairs and maintenance, property management, utilities, insurance and other property related expenses. Property expenses from same store properties increased \$1.2 million primarily due to a decrease in real estate tax refunds received in 2016 compared to 2015. Property expenses from acquired properties increased \$2.6 million due to properties acquired subsequent to December 31, 2014. Property expenses from sold properties decreased \$8.9 million due to properties sold subsequent to December 31, 2014. Property expenses from (re)developments increased \$3.1 million primarily due to the substantial completion of developments. Other property expenses remained relatively unchanged.

General and administrative expense for the Company increased \$1.3 million, or 5.3%, and for the Operating Partnership increased \$1.5 million, or 5.8%, in each case primarily due to an increase in compensation, partially offset by a decrease in professional service expense during the year ended December 31, 2016 as compared to the year ended December 31, 2015.

For the years ended December 31, 2016 and 2015, we recognized \$0.5 million and \$1.4 million, respectively, of expense related to costs associated with acquiring industrial properties from third parties.

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The impairment charge for the year ended December 31, 2015 of \$0.6 million is due to marketing certain properties for sale and our assessment of the likelihood of a potential sale transaction.

	2016	2015	\$ Change	% Change
	(In thousands)			
DEPRECIATION AND OTHER AMORTIZATION				
Same Store Properties	\$ 97,773	\$ 98,691	\$ (918)	(0.9)%
Acquired Properties	7,085	1,782	5,303	297.6%
Sold Properties	2,767	10,036	(7,269)	(72.4)%
(Re) Developments	8,592	2,354	6,238	265.0%
Corporate Furniture, Fixtures and Equipment and Other	1,065	951	114	12.0%
Total Depreciation and Other Amortization	<u>\$117,282</u>	<u>\$113,814</u>	<u>\$ 3,468</u>	<u>3.0%</u>

Depreciation and other amortization from same store properties remained relatively unchanged. Depreciation and other amortization from acquired properties increased \$5.3 million due to properties acquired subsequent to December 31, 2014. Depreciation and other amortization from sold properties decreased \$7.3 million due to properties sold subsequent to December 31, 2014. Depreciation and other amortization from (re)developments increased \$6.2 million primarily due to an increase in developments that were placed in service as well as accelerated depreciation on one property in Rancho Dominguez, CA which was razed during the year ended December 31, 2016. Depreciation from corporate furniture, fixtures and equipment and other remained relatively unchanged.

For the year ended December 31, 2016, we recognized \$68.2 million of gain on sale of real estate related to the sale of 63 industrial properties comprising approximately 3.9 million square feet of GLA. For the year ended December 31, 2015, we recognized \$48.9 million of gain on sale of real estate related to the sale of 66 industrial properties comprising approximately 3.8 million square feet of GLA and several land parcels.

Interest expense decreased \$8.0 million, or 11.9%, primarily due to a decrease in the weighted average interest rate for the year ended December 31, 2016 (4.50%) as compared to the year ended December 31, 2015 (4.99%) and an increase in capitalized interest of \$1.1 million for the year ended December 31, 2016 as compared to the year ended December 31, 2015 due to an increase in development activities, offset by an increase in the weighted average debt balance outstanding for the year ended December 31, 2016 (\$1,400.5 million) as compared to the year ended December 31, 2015 (\$1,399.9 million).

Amortization of debt issuance costs remained relatively unchanged.

In August 2014, we entered into interest rate protection agreements in order to maintain our flexibility to pursue an offering of unsecured debt. During the year ended December 31, 2015, we de-designated the interest rate protection agreements as a result of determining the forecasted offering of unsecured debt was no longer probable to occur within the time period stated in the respective hedge designation memos. For the year ended December 31, 2015, we recorded \$11.5 million of settlement loss on the three interest rate protection agreements.

Equity in income of joint ventures is not significant.

The income tax provision increased \$1.0 million during the year ended December 31, 2016 compared to the year ended December 31, 2015 primarily due to an increase in taxable gain from the sales of real estate from one of our TRSs.

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CRITICAL ACCOUNTING POLICIES

Our significant accounting policies are described in more detail in Note 2 to the Consolidated Financial Statements. We believe the following critical accounting policies relate to the more significant judgments and estimates used in the preparation of our consolidated financial statements.

- *Accounts Receivable:* We are subject to tenant defaults and bankruptcies that could affect the collection of rent due under our outstanding accounts receivable, including straight-line rent. In order to mitigate these risks, we perform credit reviews on all prospective tenants meeting certain financial thresholds before leases are executed. We closely monitor all existing tenants and maintain an allowance for doubtful accounts which is an estimate that is based on our assessment of various factors including the accounts receivable aging, customer credit-worthiness and historical bad debts.
- *Investment in Real Estate:* We allocate purchase price of acquired properties to tangible (land, building, tenant improvements) and identified intangible assets (leasing commissions, in-place leases, tenant relationships, above and below market leases and below market ground lease obligations). Above-market and below-market lease and below market ground lease obligation values for acquired properties are recorded based on the present value (using a discount rate which reflects the risks associated with the leases acquired) of the difference between (i) the contractual amounts to be paid pursuant to each in-place lease and (ii) our estimate of fair market lease rents for each corresponding in-place lease. Leasing commission, in-place lease and tenant relationship values for acquired properties are recorded based on our evaluation of the specific characteristics of each tenant's lease and our overall relationship with the respective tenant. The value allocated to tenant relationships is amortized to depreciation and amortization expense over the expected term of the relationship, which includes an estimate of the probability of lease renewal and its estimated term. We also allocate purchase price on multi-property portfolios to individual properties. The allocation of purchase price is based on our assessment of various characteristics of the markets where the property is located and the expected cash flows of the property.
- *Capitalization of Costs:* We capitalize costs incurred in developing and expanding real estate assets as part of the investment basis. During the construction period, we capitalize interest costs, real estate taxes and certain costs of the personnel performing development up to the time the property is substantially complete. The interest rate used to capitalize interest is based upon our average borrowing rate on existing debt. Costs incurred in making repairs and maintaining real estate assets are expensed as incurred. We also capitalize internal and external costs incurred to successfully originate a lease that result directly from, and are essential to, the acquisition of that lease. Leasing costs that meet the requirements for capitalization are presented as a component of prepaid expenses and other assets. The determination and calculation of certain costs requires estimates by us.
- *Impairment of Real Estate Assets:* We review our real estate assets for possible impairment whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. The judgments regarding the existence of indicators of impairment are based on the operating performance, market conditions, as well as our ability to hold and our intent with regard to each property. The judgments regarding whether the carrying amounts of these assets may not be recoverable are based on estimates of future undiscounted cash flows from properties which include estimates of future operating performance and market conditions. If any real estate investment is considered permanently impaired, a loss is recorded to reduce the carrying value of the property to its estimated fair value. Real estate assets that are classified as held-for-sale are reported at the lower of their carrying value or their fair value, less estimated costs to sell.
- *Deferred Tax Assets and Liabilities:* We account for income taxes related to one of our TRSs under the asset and liability method, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements. Our

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estimates are based on our interpretation of tax laws. These estimates may have an impact on the income tax expense recognized. Adjustments may be required by a change in assessment of our deferred income tax assets and liabilities, changes due to audit adjustments by federal and state tax authorities, the Company's inability to qualify as a REIT and changes in tax laws. Adjustments required in any given period are included within the income tax provision. In assessing the need for a valuation allowance against our deferred tax assets, we estimate future taxable income, considering the feasibility of ongoing tax planning strategies and the realizability of tax loss carryforwards. In the event we were to determine that we would not be able to realize all or a portion of our deferred tax assets in the future, we would reduce such amounts through a charge to income in the period in which that determination is made. Conversely, if we were to determine that we would be able to realize our deferred tax assets in the future in excess of the net carrying amounts, we would decrease the recorded valuation allowance through an increase to income in the period in which that determination is made.

Liquidity and Capital Resources

At December 31, 2017, our cash and cash equivalents and restricted cash were approximately \$21.1 million and \$25.3 million, respectively. Restricted cash is comprised of gross proceeds from the sales of certain industrial properties. These sale proceeds will be disbursed as we exchange industrial properties under Section 1031 of the Code. We also had \$575.7 million available for additional borrowings under our Unsecured Credit Facility as of December 31, 2017.

We have considered our short-term (through December 31, 2018) liquidity needs and the adequacy of our estimated cash flow from operations and other expected liquidity sources to meet these needs. We have \$158.5 million in mortgage loans payable outstanding at December 31, 2017 that we anticipate prepaying prior to December 31, 2018. We expect to satisfy these payment obligations on or prior to the maturity dates with the issuance of unsecured debt securities (see Subsequent Events). With the exception of these payment obligations, we believe that our principal short-term liquidity needs are to fund normal recurring expenses, property acquisitions, developments, renovations, expansions and other nonrecurring capital improvements, debt service requirements, the minimum distributions required to maintain the Company's REIT qualification under the Code and distributions approved by the Company's Board of Directors. We anticipate that these needs will be met with cash flows provided by operating activities as well as the disposition of select assets. These needs may also be met by the issuance of additional equity or debt securities or long-term unsecured indebtedness, subject to market conditions and contractual restrictions or borrowings under our Unsecured Credit Facility.

We expect to meet long-term (after December 31, 2018) liquidity requirements such as property acquisitions, developments, scheduled debt maturities, major renovations, expansions and other nonrecurring capital improvements through the disposition of select assets, long-term unsecured and secured indebtedness and the issuance of additional equity or debt securities, subject to market conditions.

At December 31, 2017, borrowings under our Unsecured Credit Facility bore interest at a weighted average interest rate of 2.46%. As of February 23, 2018 we had approximately \$720.8 million available for additional borrowings under our Unsecured Credit Facility. Our Unsecured Credit Facility contains certain financial covenants including limitations on incurrence of debt and debt service coverage. Our access to borrowings may be limited if we fail to meet any of these covenants. We believe that we were in compliance with our financial covenants as of December 31, 2017, and we anticipate that we will be able to operate in compliance with our financial covenants in 2018.

As of December 31, 2017, our senior unsecured notes have been assigned credit ratings from Standard & Poor's, Moody's and Fitch Ratings of BBB-/Positive, Baa3/Positive and BBB/Stable, respectively. A securities

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rating is not a recommendation to buy, sell or hold securities and is subject to revision or withdrawal at any time by the rating organization. In the event of a downgrade, we believe we would continue to have access to sufficient capital; however, our cost of borrowing would increase and our ability to access certain financial markets may be limited.

Cash Flow Activity

The following table summarizes our cash flow activity for the Company for the years ended December 31, 2017 and 2016:

	Year Ended December 31,	
	2017	2016
	(In millions)	
Net cash provided by operating activities	\$191.1	\$ 173.3
Net cash used in investing activities	(96.2)	(111.0)
Net cash used in financing activities	(83.6)	(56.5)

The following table summarizes our cash flow activity for the Operating Partnership for the years ended December 31, 2017 and 2016:

	Year Ended December 31,	
	2017	2016
	(In millions)	
Net cash provided by operating activities	\$191.4	\$ 173.6
Net cash used in investing activities	(96.2)	(111.0)
Net cash used in financing activities	(83.9)	(56.7)

Changes in cash flow for the year ended December 31, 2017, compared to the prior year comparable period are described as follows:

Operating Activities: Cash provided by operating activities increased \$17.8 million, primarily due to the following:

- Increase in NOI generated from recently developed properties of \$13.5 million, an increase in NOI from same store properties due to an increase in rental rates of \$7.2 million and an increase in NOI from acquired properties of \$4.8 million offset by decreases in NOI due to building disposals of \$10.1 million.

Investing Activities: Cash used in investing activities decreased \$14.8 million, primarily due to the following:

- Decrease of \$38.5 million due to higher proceeds received from the disposition of real estate in 2017 less cash held at our 1031 intermediary; and
- Decrease of \$34.0 million due to less building, tenant improvement and leasing commission expenditures; and
- Insurance proceeds of \$10.1 million received in 2017 related to casualty losses related to fires at two of our buildings.

Offset by:

- Increase of \$67.8 million due to an increase in real estate acquisitions in 2017.

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Financing Activities: Cash used in financing activities increased \$27.1 million for the Company (increased \$27.2 million for the Operating Partnership), primarily due to the following:

- Increase in net debt repayments aggregating to \$155.6 million; and
- Decrease of \$50.1 million in proceeds related to the issuance of common stock in underwritten public offerings; and
- Increase of \$17.8 million in the payment of common stock dividends and distributions.

Offset by:

- The issuance of unsecured private placement notes in 2017 aggregating to \$200.0 million.

Contractual Obligations and Commitments

The following table lists our contractual obligations and commitments as of December 31, 2017:

	Total	Payments Due by Period (In thousands)			
		Less Than 1 Year	1-3 Years	3-5 Years	Over 5 Years
Operating and Ground Leases(1)(2)	\$ 31,297	\$ 1,495	\$ 1,450	\$ 1,213	\$ 27,139
Real Estate Development Costs(1)(3)	175,800	175,800	—	—	—
Long Term Debt	1,304,673	165,449	138,091	752,562	248,571
Interest Expense on Long Term Debt(1)(4)	235,176	46,869	75,156	46,266	66,885
Total	<u>\$1,746,946</u>	<u>\$389,613</u>	<u>\$214,697</u>	<u>\$800,041</u>	<u>\$342,595</u>

(1) Not on balance sheet.

(2) Operating lease minimum rental payments have not been reduced by minimum sublease rentals of \$0.8 million due in the future under non-cancelable subleases.

(3) Represents estimated remaining costs on the completion of development projects under construction.

(4) Includes interest expense on our unsecured term loans, inclusive of the impact of interest rate protection agreements which effectively swap the variable interest rate to a fixed interest rate. Excludes interest expense on our Unsecured Credit Facility.

Off-Balance Sheet Arrangements

At December 31, 2017, we had letters of credit and performance bonds outstanding amounting to \$20.2 million in the aggregate. The letters of credit and performance bonds are not reflected as liabilities on our balance sheet. We have no other off-balance sheet arrangements, as defined in Item 303 of Regulation S-K, other than those disclosed on the Contractual Obligations and Commitments table above that have or are reasonably likely to have a current or future effect on our financial condition, results of operation or liquidity and capital resources.

Environmental

We paid approximately \$0.4 million and \$0.4 million during the years ended December 31, 2017 and 2016, respectively, related to environmental expenditures. We estimate 2018 expenditures of approximately

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\$0.3 million. We estimate that the aggregate expenditures which need to be expended in 2018 and beyond with regard to currently identified environmental issues will not exceed approximately \$1.0 million.

Inflation

For the last several years, inflation has not had a significant impact on us because of the relatively low inflation rates in our markets of operation. Most of our leases require the tenants to pay their share of operating expenses, including common area maintenance, real estate taxes and insurance, thereby reducing our exposure to increases in costs and operating expenses resulting from inflation. In addition, our leases have a weighted average lease length of 6.6 years which may enable us to replace existing leases with new leases at higher base rentals if rents of existing leases are below the then-existing market rate.

Market Risk

The following discussion about our risk-management activities includes “forward-looking statements” that involve risk and uncertainties. Actual results could differ materially from those projected in the forward-looking statements. Our business subjects us to market risk from interest rates, as described below.

Interest Rate Risk

The following analysis presents the hypothetical gain or loss in earnings, cash flows or fair value of the financial instruments and derivative instruments which are held by us at December 31, 2017 that are sensitive to changes in interest rates. While this analysis may have some use as a benchmark, it should not be viewed as a forecast.

In the normal course of business, we also face risks that are either non-financial or non-quantifiable. Such risks principally include credit risk and legal risk and are not represented in the following analysis.

At December 31, 2017, \$1,160.3 million or 88.9% of our total debt, excluding unamortized debt issuance costs, was fixed rate debt. This includes \$460.0 million of variable-rate debt that has been effectively swapped to a fixed rate through the use of interest rate protection agreements. As of the same date, \$144.5 million or 11.1% of our total debt, excluding unamortized debt issuance costs, was variable rate debt. At December 31, 2016, \$1,164.2 million or 86.0% of our total debt, excluding unamortized debt issuance costs, was fixed rate debt. This includes \$460.0 million of variable-rate debt that has been effectively swapped to a fixed rate through the use of interest rate protection agreements. As of the same date, \$189.5 million or 14.0% of our total debt, excluding unamortized debt issuance costs, was variable rate debt.

For fixed rate debt, changes in interest rates generally affect the fair value of the debt, but not our earnings or cash flows. Conversely, for variable rate debt, changes in the base interest rate used to calculate the all-in interest rate generally do not impact the fair value of the debt, but would affect our future earnings and cash flows. The interest rate risk and changes in fair market value of fixed rate debt generally do not have a significant impact on us until we are required to refinance such debt. See Note 4 to the Consolidated Financial Statements for a discussion of the maturity dates of our various fixed rate debt.

Our variable rate debt is subject to risk based upon prevailing market interest rates. As of December 31, 2017 and 2016, we had approximately \$144.5 million and \$189.5 million, respectively, of variable rate debt outstanding indexed to LIBOR rates (excluding the \$460.0 million of variable-rate debt that has been effectively swapped to a fixed rate through the use of interest rate protection agreements). If the LIBOR rates relevant to our

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variable rate debt were to have increased 10%, we estimate that our interest expense during the years ended December 31, 2017 and 2016 would have increased by approximately \$0.26 million and \$0.14 million, respectively, based on our average outstanding floating-rate debt during the years ended December 31, 2017 and 2016. Additionally, if weighted average interest rates on our fixed rate debt were to have increased by 10% due to refinancing, interest expense would have increased by approximately \$5.8 million and \$6.0 million during the years ended December 31, 2017 and 2016.

As of December 31, 2017 and 2016, the estimated fair value of our debt was approximately \$1,341.5 million and \$1,384.1 million, respectively, based on our estimate of the then-current market interest rates.

The use of derivative financial instruments allows us to manage risks of increases in interest rates with respect to the effect these fluctuations would have on our earnings and cash flows. As of December 31, 2017 and 2016, we had interest rate protection agreements with a notional aggregate amount outstanding of \$460.0 million, which mitigate our exposure to our unsecured term loans' variable interest rates, which are based upon LIBOR, as defined in the loan agreements. During the year ended December 31, 2017, we settled certain interest rate protection agreements, which were entered into in September 2017, to maintain our flexibility to pursue an offering of unsecured debt. We received a settlement payment of \$1.9 million from our derivative counterparties and recognized such payment as settlement gain on interest rate protection agreements. See Note 12 to the Consolidated Financial Statements for a more detailed discussion of these interest rate protection agreements. Currently, we do not enter into financial instruments for trading or other speculative purposes.

Supplemental Earnings Measure

Investors in and industry analysts following the real estate industry utilize funds from operations ("FFO") and net operating income ("NOI") as supplemental operating performance measures of an equity REIT. Historical cost accounting for real estate assets in accordance with accounting principles generally accepted in the United States of America ("GAAP") implicitly assumes that the value of real estate assets diminishes predictably over time through depreciation. Since real estate values instead have historically risen or fallen with market conditions, many industry analysts and investors prefer to supplement operating results that use historical cost accounting with measures such as FFO and NOI, among others. We provide information related to FFO and same store NOI ("SS NOI") both because such industry analysts are interested in such information, and because our management believes FFO and SS NOI are important performance measures. FFO and SS NOI are factors used by management in measuring our performance, including for purposes of determining the compensation of our executive officers under our 2017 incentive compensation plan.

Neither FFO nor SS NOI should be considered as a substitute for net income, or any other measures derived in accordance with GAAP. Neither FFO nor SS NOI represents cash generated from operating activities in accordance with GAAP and neither should be considered as an alternative to cash flow from operating activities as a measure of our liquidity, nor is either indicative of funds available for our cash needs, including our ability to make cash distributions.

Funds From Operations

The National Association of Real Estate Investment Trusts ("NAREIT") has recognized and defined for the real estate industry a supplemental measure of REIT operating performance, FFO, that excludes historical cost depreciation, among other items, from net income determined in accordance with GAAP. FFO is a non-GAAP financial measure. FFO is calculated by us in accordance with the definition adopted by the Board of Governors of NAREIT and therefore may not be comparable to other similarly titled measures of other companies.

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Management believes that the use of FFO available to common stockholders and participating securities, combined with net income (which remains the primary measure of performance), improves the understanding of operating results of REITs among the investing public and makes comparisons of REIT operating results more meaningful. Management believes that, by excluding gains or losses related to sales of previously depreciated real estate assets, real estate asset depreciation and amortization and impairment of depreciable real estate, investors and analysts are able to identify the operating results of the long-term assets that form the core of a REIT's activity and use these operating results for assistance in comparing these operating results between periods or to those of different companies.

The following table shows a reconciliation of net income available to common stockholders and participating securities to the calculation of FFO available to common stockholders and participating securities for the years ended December 31, 2017, 2016, 2015, 2014, and 2013.

	Year Ended December 31,				
	2017	2016	2015	2014	2013
	(In thousands)				
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders and Participating Securities	\$ 201,456	\$ 121,232	\$ 73,802	\$ 46,629	\$ 25,907
Adjustments:					
Depreciation and Other Amortization of Real Estate	115,617	116,506	113,126	111,371	106,333
Depreciation and Other Amortization of Real Estate Included in Discontinued Operations	—	—	—	2,388	7,727
Equity in Depreciation and Other Amortization of Joint Ventures	—	—	17	117	273
Impairment of Depreciable Real Estate	—	—	626	—	—
Impairment of Depreciable Real Estate Included in Discontinued Operations	—	—	—	—	2,652
Gain on Sale of Depreciable Real Estate	(131,058)	(68,202)	(44,022)	(25,988)	(34,344)
Gain on Sale of Depreciable Real Estate from Joint Ventures	—	—	(63)	(3,346)	(111)
Noncontrolling Interest Share of Adjustments	481	(1,725)	(2,645)	(3,281)	(3,426)
Funds from Operations Available to First Industrial Realty Trust, Inc.'s Common Stockholders and Participating Securities	<u>\$ 186,496</u>	<u>\$ 167,811</u>	<u>\$ 140,841</u>	<u>\$ 127,890</u>	<u>\$ 105,011</u>

Same Store Net Operating Income

SS NOI is a non-GAAP financial measure that provides a measure of rental operations and, as calculated by us, that does not factor in depreciation and amortization, general and administrative expense, acquisition costs, interest expense, impairment charges, equity in income and loss from joint ventures, income tax benefit and expense, gains and losses on retirement of debt, sale of real estate and mark-to-market and settlement gain (loss) on interest rate protection agreements. We define SS NOI as revenues minus property expenses such as real estate taxes, repairs and maintenance, property management, utilities, insurance and other expenses, minus the NOI of properties that are not same store properties and minus the impact of straight-line rent, the amortization

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of lease inducements, the amortization of above/below market rent and lease termination fees. As so defined, SS NOI may not be comparable to same store net operating income or similar measures reported by other REITs that define same store properties or NOI differently. The major factors influencing SS NOI are occupancy levels, rental rate increases or decreases and tenant recoveries increases or decreases. Our success depends largely upon our ability to lease space and to recover the operating costs associated with those leases from our tenants.

The following table shows a reconciliation of the same store revenues and property expenses disclosed in the results of operations (and reconciled to revenues and expenses reflected on the statements of operations) to SS NOI for the years ended December 31, 2017 and 2016.

	Year Ended December 31,	
	2017	2016
	(In thousands)	
Same Store Revenues	\$339,403	\$329,704
Same Store Property Expenses	<u>90,755</u>	<u>88,218</u>
Same Store Net Operating Income Before Same Store Adjustments	\$248,648	\$241,486
Same Store Adjustments:		
Lease Inducement Amortization	719	862
Straight-line Rent	1,015	(2,903)
Above / Below Market Rent Amortization	(1,035)	(1,088)
Lease Termination Fees	<u>(806)</u>	<u>(394)</u>
Same Store Net Operating Income	<u>\$248,541</u>	<u>\$237,963</u>

Subsequent Events

From January 1, 2018 to February 23, 2018, we acquired one industrial property and one land parcel for a purchase price of approximately \$15.6 million, excluding costs incurred in conjunction with the acquisition of the industrial property.

During January 2018, the Company restructured its staffing to align its personnel with changes in its portfolio. The severance and other costs associated with the restructuring is approximately \$1.0 million.

During February 2018, the Company renewed a lease on a long term basis for a 1.3 million square feet facility located in Eastern PA, that was set to expire during the three months ended March 31, 2018.

Effective as of January 1, 2018, the Company, as general partner of the Operating Partnership, adopted a First Amendment to the Twelfth Amended and Restated Limited Partnership Agreement (the "LPA Amendment") to amend the Twelfth Amended and Restated Limited Partnership Agreement of the Operating Partnership (the "Existing LPA") to provide that the General Partner, who had existing authority regarding tax matters decision-making authority as the "Tax Matters Partner" of the Operating Partnership under the Existing LPA, would also be designated as the "Partnership Representative" of the Operating Partnership pursuant to the revised partnership audit rules adopted pursuant to the Bipartisan Budget Act of 2015 with respect to taxable years starting January 1, 2018. A conformed copy of the Existing LPA, which incorporates the amendments effectuated pursuant to the LPA Amendment, is attached as Exhibit 3.9 to the Company's Form 10-K for the year ended December 31, 2017.

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On February 15, 2018, the Operating Partnership issued \$150.0 million of 3.86% Series C Guaranteed Senior Notes due February 15, 2028 (the "2028 Private Placement Notes") and \$150.0 million of 3.96% Series D Guaranteed Senior Notes due February 15, 2030 (the "2030 Private Placement Notes") in a private placement pursuant to a Note and Guaranty Agreement dated December 12, 2017. The 2028 Private Placement Notes and the 2030 Private Placement Notes are unsecured obligations of the Operating Partnership that are fully and unconditionally guaranteed by the Company and require semi-annual interest payments.

We anticipate paying off \$157.8 million of mortgage loans payable which were originally scheduled to mature on June 1, 2018 on or about March 1, 2018.

RISK FACTORS

Our operations involve various risks that could adversely affect our business, including our financial condition, our results of operations, our cash flow, our liquidity, our ability to make distributions to holders of the Company's common stock and the Operating Partnership's Units, the market price of the Company's common stock and the market value of the Units. These risks, among others contained in our other filings with the SEC, include:

Disruptions in the financial markets could affect our ability to obtain financing and may negatively impact our liquidity, financial condition and operating results.

A significant amount of our existing indebtedness was issued through capital markets transactions. We anticipate that the capital markets could be a source of refinancing of our existing indebtedness in the future. This source of refinancing may not be available if volatility in or disruption of the capital markets occurs. From time to time, the capital and credit markets in the United States and other countries experience significant price volatility, dislocations and liquidity disruptions, which can cause the market prices of many securities and the spreads on prospective debt financings to fluctuate substantially. These circumstances can materially impact liquidity in the financial markets, making terms for certain financings less attractive, and in some cases result in the unavailability of financing. Furthermore, we could potentially lose access to available liquidity under our Unsecured Credit Facility if one or more participating lenders were to default on their commitments. If our ability to issue additional debt or equity securities or to borrow money under our Unsecured Credit Facility were to be impaired by volatility in or disruption of the capital markets, it could have a material adverse effect on our liquidity and financial condition.

In addition, price volatility in the capital and credit markets could make the valuation of our properties more difficult. There may be significant uncertainty in the valuation, or in the stability of the value, of our properties that could result in a substantial decrease in the value of our properties. As a result, we may not be able to recover the carrying amount of our properties, which may require us to recognize an impairment loss in earnings.

Real estate investments fluctuate in value depending on conditions in the general economy and the real estate industry. These conditions may limit our revenues and available cash.

The factors that affect the value of our real estate and the revenues we derive from our properties include, among other things:

- general economic conditions;
- local, regional, national and international economic conditions and other events and occurrences that affect the markets in which we own properties;
- local conditions such as oversupply or a reduction in demand in an area;
- increasing labor and material costs;
- the ability to collect on a timely basis all rents from tenants;
- changes in tenant operations, real estate needs and credit;
- changes in interest rates and in the availability, cost and terms of mortgage funding;
- zoning or other regulatory restrictions;
- competition from other available real estate;
- operating costs, including maintenance, insurance premiums and real estate taxes; and
- other factors that are beyond our control.

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Our investments in real estate assets are concentrated in the industrial sector, and the demand for industrial space in the United States is related to the level of economic output. Accordingly, reduced economic output may lead to lower occupancy rates for our properties. In addition, if any of our tenants experiences a downturn in its business that weakens its financial condition, delays lease commencement, fails to make rental payments when due, becomes insolvent or declares bankruptcy, the result could be a termination of the tenant's lease, which could adversely affect our cash flow from operations. These factors may be amplified by a disruption of financial markets or more general economic conditions.

Many real estate costs are fixed, even if income from properties decreases.

Our financial results depend on leasing space to tenants on terms favorable to us. Our income and funds available for distribution to our stockholders and Unitholders will decrease if a significant number of our tenants cannot pay their rent or we are unable to lease properties on favorable terms. In addition, if a tenant does not pay its rent, we may not be able to enforce our rights as landlord without delays and we may incur substantial legal costs. Costs associated with real property, such as real estate taxes and maintenance costs, generally are not reduced when circumstances cause a reduction in income from the property.

We may be unable to acquire properties on advantageous terms or acquisitions may not perform as we expect.

We have routinely acquired properties from third parties as conditions warrant and, as part of our business, we intend to continue to do so. The acquisition of properties entails various risks, including risks that our investments may not perform as expected and that our cost estimates for bringing an acquired property up to market standards, if necessary, may prove inaccurate. Further, we face significant competition for attractive investment opportunities from other well-capitalized real estate investors, including publicly-traded REITs and private investors. This competition increases as investments in real estate become attractive relative to other forms of investment. As a result of competition, we may be unable to acquire additional properties and purchase prices may increase. In addition, we expect to finance future acquisitions through a combination of borrowings under the Unsecured Credit Facility, proceeds from equity or debt offerings and debt originations and proceeds from property sales, which may not be available. Any of the above risks could adversely affect our financial condition, results of operations, cash flow and ability to make distributions to our stockholders and Unitholders, the market price of the Company's common stock and the market value of the Units.

We may obtain only limited warranties when we purchase a property and would have only limited recourse in the event our due diligence did not identify any issues that lower the value of our property.

The seller of a property often sells such property in its "as is" condition on a "where is" basis and "with all faults," without any warranties of merchantability or fitness for a particular use or purpose. In addition, purchase agreements may contain only limited warranties, representations and indemnifications that will only survive for a limited period after the closing. The purchase of properties with limited warranties increases the risk that we may lose some or all of our invested capital in the property as well as the loss of rental income from that property.

We may be unable to sell properties when appropriate or at all because real estate investments are not as liquid as certain other types of assets.

Real estate investments generally cannot be sold quickly, which could limit our ability to adjust our property portfolio in response to changes in economic conditions or in the performance of the portfolio. This could adversely affect our financial condition and our ability to service debt and make distributions to our stockholders and Unitholders. In addition, like other companies qualifying as REITs under the Code, our ability to sell assets may be restricted by tax laws that potentially result in punitive taxation on asset sales that fail to meet certain safe harbor rules or other criteria established under case law.

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We may be unable to sell properties on advantageous terms.

We have routinely sold properties to third parties as conditions warrant and, as part of our business, we intend to continue to do so. However, our ability to sell properties on advantageous terms depends on factors beyond our control, including competition from other sellers and the availability of attractive financing for potential buyers. If we are unable to sell properties on favorable terms or to redeploy the proceeds in accordance with our business strategy, then our financial condition, results of operations, cash flow and ability to make distributions to our stockholders and Unitholders, the market price of the Company's common stock and the market value of the Units could be adversely affected. Further, if we sell properties by providing financing to purchasers, defaults by the purchasers would adversely affect our operations and financial condition.

We may be unable to complete development and re-development projects on advantageous terms.

As part of our business, we develop new properties and re-develop existing properties as conditions warrant. This part of our business involves significant risks, including the following:

- we may not be able to obtain financing for these projects on favorable terms;
- we may not complete construction on schedule or within budget;
- we may not be able to obtain, or may experience delays in obtaining, all necessary zoning, land-use, building, occupancy and other governmental permits and authorizations;
- contractor and subcontractor disputes, strikes, labor disputes or supply chain disruptions may occur; and
- properties may perform below anticipated levels, producing cash flow below budgeted amounts, which may result in us paying too much for a property, cause the property to not be profitable and limit our ability to sell such properties to third parties.

To the extent these risks result in increased debt service expense, construction costs and delays in budgeted leasing, they could adversely affect our financial condition, results of operations, cash flow and ability to make distributions to our stockholders and Unitholders, the market price of the Company's common stock and the market value of the Units.

We may be unable to renew leases or find other lessees on advantageous terms or at all.

We are subject to the risks that, upon expiration, leases may not be renewed, the space subject to such leases may not be relet or the terms of renewal or reletting, including the cost of required renovations, may be less favorable than the expiring lease terms. If we were unable to promptly renew a significant number of expiring leases or to promptly relet the spaces covered by such leases, or if the rental rates upon renewal or reletting were significantly lower than the current rates, our financial condition, results of operation, cash flow and ability to make distributions to our stockholders and Unitholders, the market price of the Company's common stock and the market value of the Units could be adversely affected.

The Company might fail to qualify as a REIT under existing laws (including recent changes to the federal tax laws) and/or federal income tax laws could change.

The Company intends to operate so as to qualify as a REIT under the Code, and we believe that the Company is organized and will operate in a manner that allows us to continue to do so. However, qualification as a REIT involves the satisfaction of numerous requirements, some of which must be met on a recurring basis. These requirements are established under highly technical and complex Code provisions. There are only limited judicial and administrative interpretations of these provisions, and they involve the determination of various factual matters and circumstances not entirely within our control.

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If the Company were to fail to qualify as a REIT in any taxable year, the Company would be subject to federal income tax at corporate rates. This could result in a discontinuation or substantial reduction in distributions to our stockholders and Unitholders and could reduce the cash available to pay interest and principal on debt securities that we issue. Unless entitled to relief under certain statutory provisions, the Company would be disqualified from electing treatment as a REIT for the four taxable years following the year during which the Company failed to qualify. Additionally, since the Internal Revenue Service (“IRS”), the United States Treasury Department and Congress frequently review federal income tax legislation, we cannot predict whether, when or to what extent new federal laws, regulations, interpretations or rulings will be adopted. Any such legislative action may prospectively or retroactively modify the Company’s tax treatment and therefore, may adversely affect taxation of us and/or our stockholders and Unitholders.

An act to provide for reconciliation pursuant to titles II and V of the concurrent resolution on the budget for fiscal year 2018 commonly known as Tax Cuts and Jobs Act (the “TCJ Act”), which generally takes effect for taxable years beginning on or after January 1, 2018 (subject to certain exceptions), makes many significant changes to the U.S. federal income tax laws that will profoundly impact the taxation of individuals and corporations (including both regular C corporations and corporations that have elected to be taxed as REITs). Among other changes, the TCJ Act permanently reduces the generally applicable corporate tax rate, generally reduces the tax rate applicable to individuals and other non-corporate taxpayers for tax years beginning on or after January 1, 2018 and before January 1, 2026, eliminates or modifies certain previously allowed deductions (including substantially limiting interest deductibility and, for individuals, the deduction for non-business state and local taxes), and, for taxable years beginning on or after January 1, 2018 and before January 1, 2026, provides for preferential rates of taxation through a deduction of up to 20% (subject to certain limitations) on most ordinary REIT dividends and certain trade or business income of non-corporate taxpayers. The TCJ Act also imposes new limitations on the deduction of net operating losses, which may result in the Company having to make additional taxable distributions to our stockholders in order to comply with REIT distribution requirements and avoid taxes on retained income and gains. A number of changes that affect noncorporate taxpayers will expire at the end of 2025 unless Congress acts to extend them. These changes will impact us and our shareholders in various ways, some of which are adverse or potentially adverse compared to prior law. To date, the IRS has issued only limited guidance with respect to certain of the new provisions, and there are numerous interpretive issues that will require guidance. It is highly likely that technical corrections legislation will be needed to clarify certain aspects of the new law and give proper effect to Congressional intent. There can be no assurance, however, that technical clarifications or changes needed to prevent unintended or unforeseen tax consequences will be enacted by Congress in the near future. Additionally, since the IRS, the United States Treasury Department and Congress frequently review federal income tax legislation, we cannot predict whether, when or to what extent new federal laws, regulations, interpretations or rulings will be adopted. Additional changes to tax laws are likely to continue to occur in the future and any such legislative action may prospectively or retroactively modify the Company’s tax treatment and therefore, may adversely affect taxation of us and/or our stockholders and Unitholders. Any such changes could have an adverse effect on an investment in shares or on the market value or the resale potential of our properties. Stockholders and Unitholders are urged to consult with their own tax advisor with respect to the impact of recent legislation, the status of legislative, regulatory, or administrative developments and proposals, and their potential effect on ownership of our shares.

Certain property transfers may generate prohibited transaction income, resulting in a penalty tax on the gain attributable to the transaction.

As part of our business, we sell properties to third parties as opportunities arise. Under the Code, a 100% penalty tax could be assessed on the tax gain recognized from sales of properties that are deemed to be prohibited transactions. The question of what constitutes a prohibited transaction is based on the facts and circumstances surrounding each transaction. The IRS could contend that certain sales of properties by us are prohibited

RISK FACTORS

transactions. While we have implemented controls to avoid prohibited transactions, if a dispute were to arise that was successfully argued by the IRS, the 100% penalty tax could be assessed against the Company's profits from these transactions.

The REIT distribution requirements may limit our ability to retain capital and require us to turn to external financing sources.

As a REIT, the Company must distribute to its stockholders at least 90% of its taxable income each year. The Company could, in certain instances, have taxable income without sufficient cash to enable it to meet this requirement. In that situation, we could be required to borrow funds or sell properties on adverse terms in order to do so. The distribution requirement could also limit our ability to accumulate capital to provide capital resources for our ongoing business, and to satisfy our debt repayment obligations and other liquidity needs, we may be more dependent on outside sources of financing, such as debt financing or issuances of additional capital stock, which may or may not be available on favorable terms. Additional debt financings may substantially increase our leverage and additional equity offerings may result in substantial dilution of stockholders' and Unitholders' interests.

Dividends payable by the Company do not qualify for the reduced tax rates available for some dividends.

The maximum tax rate applicable to "qualified dividend income" payable to U.S. stockholders that are taxed at individual rates is 23.8% (including the 3.8% net investment income tax). As a REIT, dividends payable by the Company, however, generally are not eligible for the reduced rates on qualified dividend income. For 2018 and future years, dividends payable by REITs to U.S. stockholders are taxed at a maximum individual rate of 33.4% (including the 3.8% net investment income tax and after factoring in a 20% deduction for pass-through income). To the extent such dividends are attributable to certain dividends that we receive from a TRS, however such dividends generally will be eligible for the reduced rates that apply to qualified dividend income. The more favorable rates applicable to regular corporate qualified dividends could cause stockholders and Unitholders who are taxed at individual rates to perceive an investment in the Company to be relatively less attractive than investments in the stocks of non-REIT corporations, which could adversely affect the value of the shares of the Company.

We face possible state and local tax audits.

Because the Company is organized and qualifies as a REIT, we are generally not subject to federal income taxes, but we are subject to certain state and local taxes. In the normal course of business, certain entities through which we own real estate have undergone tax audits. Collectively, tax deficiency notices received to date from the jurisdictions conducting previous audits have not been material. However, there can be no assurance that future audits will not occur with increased frequency or that the ultimate result of such audits will not have a material adverse effect on our results of operations.

Failure to hedge effectively against interest rate changes may adversely affect our results of operations.

Subject to maintaining the Company's qualification as a REIT, we may seek to manage our exposure to interest rate volatility by using interest rate hedging arrangements, such as interest cap agreements and interest rate swap agreements. These agreements may fail to protect or could adversely affect us because, among other things:

- interest rate hedging can be expensive, particularly during periods of rising and volatile interest rates;
- available interest rate hedges may not correspond directly with the interest rate risk for which protection is sought;

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- the duration of the hedge may not match the duration of the related liability;
- the amount of income that a REIT may earn from hedging transactions (other than through taxable REIT subsidiaries) is limited by U.S. federal tax provisions governing REITs;
- the credit quality of the party owing money on the hedge may be downgraded to such an extent that it impairs our ability to sell or assign our side of the hedging transaction;
- the party owing money in the hedging transaction may default on its obligation to pay;
- we could incur significant costs associated with the settlement of the agreements;
- the underlying transactions could fail to qualify as highly-effective cash flow hedges under generally accepted accounting practices; and
- a court could rule that such an agreement is not legally enforceable.

We have adopted a practice relating to the use of derivative financial instruments to hedge interest rate risks related to our borrowings. This practice requires the Company's Board of Directors to authorize our use of derivative financial instruments to fix the interest rate on anticipated offerings of unsecured debt and to manage the interest rates on our variable rate borrowings. Our practice is that we do not use derivatives for speculative or trading purposes and intend only to enter into contracts with major financial institutions based on their credit rating and other factors, but the Company's Board of Directors may choose to change these practices in the future. Hedging may reduce the overall returns on our investments, which could reduce our cash available for distribution to our stockholders and Unitholders. Failure to hedge effectively against interest rate changes may materially adversely affect our financial condition, results of operations and cash flow.

Debt financing, the degree of leverage and rising interest rates could reduce our cash flow.

We use debt to increase the rate of return to our stockholders and Unitholders and to allow us to make more investments than we otherwise could. Our use of leverage presents an additional element of risk in the event that the cash flow from our properties is insufficient to meet both debt payment obligations and the distribution requirements of the REIT provisions of the Code. In addition, rising interest rates would reduce our cash flow by increasing the amount of interest due on our floating rate debt and on our fixed rate debt as it matures and is refinanced. Our organizational documents do not contain any limitation on the amount or percentage of indebtedness we may incur.

Failure to comply with covenants in our debt agreements could adversely affect our financial condition.

The terms of our agreements governing our indebtedness require that we comply with a number of financial and other covenants, such as maintaining debt service coverage and leverage ratios and maintaining insurance coverage. Complying with such covenants may limit our operational flexibility. Our failure to comply with these covenants could cause a default under the applicable debt agreement even if we have satisfied our payment obligations. Consistent with our prior practice, we will continue to interpret and certify our performance under these covenants in a good faith manner that we deem reasonable and appropriate. However, these financial covenants are complex and there can be no assurance that these provisions would not be interpreted by the noteholders or lenders in a manner that could impose and cause us to incur material costs. Our ability to meet our financial covenants may be adversely affected if economic and credit market conditions limit our ability to reduce our debt levels consistent with, or result in net operating income below, our current expectations. Under our Unsecured Credit Facility, an event of default can also occur if the lenders, in their good faith judgment, determine that a material adverse change has occurred that could prevent timely repayment or materially impair our ability to perform our obligations under the loan agreement.

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Upon the occurrence of an event of default, we would be subject to higher finance costs and fees, and the lenders under our Unsecured Credit Facility will not be required to lend any additional amounts to us. In addition, our indebtedness, together with accrued and unpaid interest and fees, could be accelerated and declared to be immediately due and payable. Furthermore, our Unsecured Credit Facility, our unsecured term loans and the indentures governing our senior unsecured notes contain certain cross-default provisions that may be triggered in the event that our other material indebtedness is in default. These cross-default provisions may require us to repay or restructure our Unsecured Credit Facility, our unsecured term loans or our senior unsecured notes (which includes our private placement notes), depending on which is in default, and such restructuring could adversely affect our financial condition, results of operations, cash flow and ability to make distributions to our stockholders and Unitholders, the market price of the Company's common stock and the market value of the Units. If repayment of any of our indebtedness is accelerated, we cannot provide assurance that we would be able to borrow sufficient funds to refinance such indebtedness or that we would be able to sell sufficient assets to repay such indebtedness. Even if we were able to obtain new financing, it may not be on commercially reasonable terms, or terms that are acceptable to us.

Cross-collateralization of mortgage loans could result in foreclosure on a significant portion of our properties if we are unable to service its indebtedness.

Certain of our mortgages were issued on a cross-collateralized basis. Cross-collateralization makes all of the subject properties available to the lender in order to satisfy the debt. To the extent indebtedness is cross-collateralized, lenders may seek to foreclose upon properties that do not comprise the primary collateral for a loan, which may, in turn, result in acceleration of other indebtedness collateralized by such properties. Foreclosure of properties would result in a loss of income and asset value to us, making it difficult for us to meet both debt payment obligations and the distribution requirements of the REIT provisions of the Code.

We may have to make lump-sum payments on our existing indebtedness.

We are required to make lump-sum or "balloon" payments under the terms of some of our indebtedness. Our ability to make required payments of principal on outstanding indebtedness, whether at maturity or otherwise, may depend on our ability to refinance the applicable indebtedness or to sell properties. Currently, we have no commitments to refinance any of our indebtedness.

Our mortgages may impact our ability to sell encumbered properties on advantageous terms or at all.

Certain of our mortgages contain, and some future mortgages may contain, substantial prepayment premiums that we would have to pay upon the sale of a property, thereby reducing the net proceeds to us from the sale of any such property. As a result, our willingness to sell certain properties and the price at which we may desire to sell a property may be impacted. If we are unable to sell properties on favorable terms or redeploy the proceeds of property sales in accordance with our business strategy, then our financial condition, results of operations, cash flow and ability to make distributions to our stockholders and Unitholders, the market price of the Company's common stock and the market value of the Units could be adversely affected.

Adverse market and economic conditions could cause us to recognize impairment charges.

We regularly review our real estate assets for impairment indicators, such as a decline in a property's occupancy rate, decline in general market conditions or a change in the expected hold period of an asset. If we determine that indicators of impairment are present, we review the properties affected by these indicators to determine whether an impairment charge is required. As a result, we may be required to recognize asset impairment, which could materially and adversely affect our business, financial condition and results of operations. We use considerable judgment in making determinations about impairments, from analyzing whether

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there are indicators of impairment, to the assumptions used in calculating the fair value of the investment. Accordingly, our subjective estimates and evaluations may not be accurate, and such estimates and evaluations are subject to change or revision.

Earnings and cash dividends, asset value and market interest rates affect the price of the Company's common stock.

The market value of the Company's common stock is based in large part upon the market's perception of the growth potential of the Company's earnings and cash dividends. The market value of the Company's common stock is also based upon the value of the Company's underlying real estate assets. For this reason, shares of the Company's common stock may trade at prices that are higher or lower than the Company's net asset value per share. To the extent that the Company retains operating cash flow for investment purposes, working capital reserves, or other purposes, these retained funds, while increasing the value of the Company's underlying assets, may not correspondingly increase the market price of the Company's common stock. The Company's failure to meet the market's expectations with regard to future earnings and the payment of cash dividends/distributions likely would adversely affect the market price of the Company's common stock. Further, the distribution yield on the common stock (as a percentage of the price of the common stock) relative to market interest rates may also influence the market price of the Company's common stock. An increase in market interest rates might lead prospective purchasers of the Company's common stock to expect a higher distribution yield, which would adversely affect the market price of the Company's common stock. Any reduction in the market price of the Company's common stock would, in turn, reduce the market value of the Units.

We may become subject to litigation.

We may become subject to litigation, including claims relating to our operations, offerings, and otherwise in the ordinary course of business. Some of these claims may result in significant defense costs and potentially significant judgments against us, some of which are not, or cannot be, insured against. Resolution of these types of matters could adversely impact our financial condition, results of operations and cash flow. Certain litigation or the resolution of certain litigation may affect the availability or cost of some of our insurance coverage, which could adversely impact our results of operations and cash flows, expose us to increased risks that would be uninsured, and/or adversely impact our ability to attract officers and directors.

We may incur unanticipated costs and liabilities due to environmental problems.

Under various federal, state and local laws, ordinances and regulations, we may, as an owner or operator of real estate, be liable for the costs of clean-up of certain conditions relating to the presence of hazardous or toxic materials on, in or emanating from a property and any related damages to natural resources. Environmental laws often impose liability without regard to whether the owner or operator knew of, or was responsible for, the presence of hazardous or toxic materials. The presence of such materials, or the failure to address those conditions properly, may adversely affect our ability to rent or sell a property or to borrow using a property as collateral. The disposal or treatment of hazardous or toxic materials, or the arrangement of such disposal or treatment, may cause us to be liable for the costs of clean-up of such materials or for related natural resource damages occurring at or emanating from an off-site disposal or treatment facility, whether or not the facility is owned or operated by us. No assurance can be given that existing environmental assessments with respect to any of our properties reveal all environmental liabilities, that any prior owner or operator of any of our properties did not create any material environmental condition not known to us or that a material environmental condition does not otherwise exist as to any of our properties. Moreover, there can be no assurance that (i) changes to existing laws, ordinances or regulations to address, among other things, climate change, will not impose any material environmental liability or (ii) the current environmental condition of our properties will not be affected by customers, by the condition of land or operations in the vicinity of our properties (such as releases from underground storage tanks), or by third-parties unrelated to us.

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All of our properties were subject to a Phase I or similar environmental assessment by independent environmental consultants at the time of acquisition. Phase I assessments are intended to discover and evaluate information regarding the environmental condition of the surveyed property and surrounding properties. Phase I assessments generally include a historical review, a public records review, an investigation of the surveyed site and surrounding properties, and preparation and issuance of a written report, but do not include soil sampling or subsurface investigations and typically do not include an asbestos survey. While some of these assessments have led to further investigation and sampling, none of our environmental assessments of our properties have revealed an environmental liability that we believe would have a material adverse effect on our business, financial condition or results of operations taken as a whole. However, we cannot give any assurance that such conditions do not exist or may not arise in the future. Material environmental conditions, liabilities or compliance concerns may arise after the environmental assessment has been completed.

Environmental laws in the U.S. also require that owners or operators of buildings containing asbestos properly manage and maintain the asbestos, adequately inform or train those who may come into contact with asbestos and undertake special precautions, including removal or other abatement, in the event that asbestos is disturbed during building renovation or demolition. These laws may impose fines and penalties on building owners or operators who fail to comply with these requirements and may allow third-parties to seek recovery from owners or operators for personal injury associated with exposure to asbestos. Some of our properties may contain asbestos-containing building materials.

We invest in properties historically used for industrial, manufacturing and commercial purposes. Some of these properties contain, or may have contained, underground storage tanks for the storage of petroleum products and other hazardous or toxic substances. All of these operations create a potential for the release of petroleum products or other hazardous or toxic substances. Some of our properties are adjacent to or near other properties that may have contained or currently contain underground storage tanks used to store petroleum products, or other hazardous or toxic substances. In addition, previous or current occupants of our properties and adjacent properties may have engaged, or may in the future engage, in activities that may release petroleum products or other hazardous or toxic substances.

We have a portfolio environmental insurance policy that provides coverage for potential environmental liabilities, subject to the policy's coverage conditions and limitations, for most of our properties. From time to time, we may acquire properties or interests in properties, with known adverse environmental conditions where we believe that the environmental liabilities associated with these conditions are quantifiable and that the acquisition will yield a superior risk-adjusted return. In such an instance, we underwrite the costs of environmental investigation, clean-up and monitoring into the cost. Further, in connection with property dispositions, we may agree to remain responsible for, and to bear the cost of, remediating or monitoring certain environmental conditions on the properties.

Our insurance coverage does not include all potential losses.

Real property is subject to casualty risk including damage, destruction, or loss resulting from events that are unusual, sudden and unexpected. Some of our properties are located in areas where casualty risk is higher due to earthquake, wind and/or flood risk. We carry comprehensive insurance coverage to mitigate our casualty risk, in amounts and of a kind that we believe are appropriate for the markets where each of our properties and their business operations are located. Among other coverage, we carry property, boiler and machinery, general liability, cyber liability, fire, flood, terrorism, earthquake, extended coverage and rental loss insurance. Our coverage includes policy specifications and limits customarily carried for similar properties and business activities. We evaluate our level of insurance coverage and deductibles using analysis and modeling, as is customary in our industry. However, we do not insure against all types of casualty, and we may not fully insure against certain perils such as earthquake and cyber risk, either because coverage is not available or because we do

RISK FACTORS

not deem it to be economically feasible or prudent to do so. As a result, we could experience a significant loss of capital or revenues, and be exposed to obligations under recourse debt associated with a property. This could occur if an uninsured loss occurs, a loss in excess of insured limits occurs, or a loss is not paid due to insurer insolvency.

We may incur significant costs complying with various federal, state and local laws, regulations and covenants that are applicable to our properties and, in particular, costs associated with complying with regulations such as the Americans with Disabilities Act of 1990 (the “ADA”) may result in unanticipated expenses.

The properties in our portfolio are subject to various covenants and U.S. federal, state and local laws and regulatory requirements, including permitting and licensing requirements. Local regulations, including municipal or local ordinances, zoning restrictions and restrictive covenants imposed by community developers may restrict our use of our properties and may require us to obtain approval from local officials or restrict our use of our properties and may require us to obtain approval from local officials of community standards organizations at any time with respect to our properties, including prior to acquiring a property or when undertaking renovations of any of our existing properties. Among other things, these restrictions may relate to fire and safety, seismic or hazardous material abatement requirements. There can be no assurance that existing laws and regulatory policies will not adversely affect us or the timing or cost of any future acquisitions or renovations, or that additional regulation will not be adopted that increase such delays or result in additional costs. Our growth strategy may be affected by our ability to obtain permits, licenses and zoning relief. Our failure to obtain such permits, licenses and zoning relief or to comply with applicable laws could have an adverse effect on our financial condition, results of operations and cash flow.

In addition, under the ADA, all places of public accommodation are required to meet certain U.S. federal requirements related to access and use by disabled persons. Noncompliance with the ADA could result in an order to correct any non-complying feature, which could result in substantial capital expenditures. We do not conduct audits or investigations of all of these properties to determine their compliance and we cannot predict the ultimate cost of compliance with the ADA, or other legislation. If one or more of our properties in which we invest is not in compliance with the ADA, or other legislation, then we would be required to incur additional costs to bring the property into compliance. If we incur substantial costs to comply with the ADA or other legislation, our financial condition, results of operations, cash flow, our ability to satisfy debt service obligations and to make distributions to our stockholders and Unitholders, the market price of the Company’s common stock and the market value of the Units could be adversely affected.

Terrorist attacks and other acts of violence or war may affect the market for the Company’s common stock, the industry in which we conduct our operations and our profitability.

Acts of violence, including terrorist attacks could occur in the localities in which we conduct business. More generally, these events could cause consumer confidence and spending to decrease or result in increased volatility in the worldwide financial markets and economy. These attacks or armed conflicts may adversely impact our operations or financial condition. In addition, losses resulting from these types of events may be uninsurable.

We face risks relating to cybersecurity attacks that could cause loss of confidential information and other business disruptions.

We rely extensively on computer systems to manage our business, and our business is at risk from and may be impacted by cybersecurity attacks. These could include attempts to gain unauthorized access to our data and computer systems. Attacks can be both individual and/or highly organized attempts organized by very

RISK FACTORS

sophisticated hacking organizations. We employ a number of measures to prevent, detect and mitigate these threats, which include password protection, frequent password change events, firewall detection systems, frequent backups, a redundant data system for core applications and annual penetration testing; however, there is no guarantee such efforts will be successful in preventing a cybersecurity attack. A cybersecurity attack could compromise the confidential information of our employees, tenants and vendors. A successful attack could have a materially adverse effect on our business, financial condition and results of operations.

Adverse changes in our credit ratings could negatively affect our liquidity and business operations.

The credit ratings of our senior unsecured notes are based on our operating performance, liquidity and leverage ratios, overall financial position and other factors employed by the credit rating agencies in their rating analyses. Our credit ratings can affect the availability, terms and pricing of any indebtedness we may incur or preferred stock that we might issue going forward. There can be no assurance that we will be able to maintain any credit rating and, in the event any credit rating is downgraded, we could incur higher borrowing costs or may be unable to access certain or any capital markets.

Our business could be adversely impacted if we have deficiencies in our disclosure controls and procedures or internal control over financial reporting.

The design and effectiveness of our disclosure controls and procedures and internal control over financial reporting may not prevent all errors, misstatements or misrepresentations. While management will continue to review the effectiveness of our disclosure controls and procedures and internal control over financial reporting, there can be no guarantee that our internal control over financial reporting will be effective in accomplishing all control objectives all of the time. Deficiencies, including any material weakness, in our internal control over financial reporting which may occur could result in misstatements of our results of operations, restatements of our financial statements, a decline in the price/value of our securities, or otherwise materially adversely affect our business, reputation, results of operations, financial condition or liquidity.

The Company is authorized to issue preferred stock. The issuance of preferred stock could adversely affect the holders of the Company's common stock issued pursuant to its public offerings.

Our declaration of trust authorizes the Company to issue 225,000,000 shares, of which 10,000,000 shares are designated as preferred stock. Subject to approval by the Company's Board of Directors, the Company may issue preferred stock with rights, preferences and privileges that are more beneficial than the rights, preferences and privileges of its common stock. Holders of the Company's common stock do not have preemptive rights to acquire any shares issued by the Company in the future. If the Company ever creates and issues preferred stock with a distribution preference over common stock, payment of any distribution preferences on outstanding preferred stock would reduce the amount of funds available for the payment of distributions to our common stockholders and Unitholders. In addition, holders of preferred stock are normally entitled to receive a preference payment in the event of liquidation, dissolution or winding up before any payment is made to our common stockholders, which would reduce the amount our common stockholders and Unitholders, might otherwise receive upon such an occurrence. Also, under certain circumstances, the issuance of preferred stock may have the effect of delaying or preventing a change in control of the Company.

The Company's Board of Directors may change its strategies, policies or procedures without stockholder approval, which may subject us to different and more significant risks in the future.

Our investment, financing, leverage and distribution policies and our policies with respect to all other activities, including growth, debt, capitalization and operations, are determined by the Company's Board of Directors. These policies may be amended or revised at any time and from time to time at the discretion of the

RISK FACTORS

Company's Board of Directors without notice to or a vote of its stockholders. This could result in us conducting operational matters, making investments or pursuing different business or growth strategies. Under these circumstances, we may expose ourselves to different and more significant risks in the future, which could have a material adverse effect on our business and growth. In addition, the Company's Board of Directors may change its governance policies provided that such changes are consistent with applicable legal requirements. A change in these policies could have an adverse effect on our financial condition, results of operations, cash flow, ability to satisfy our principal and interest obligations, ability to make distributions to our stockholders and Unitholders, the market price of the Company's common stock and the market value of the Units.

We may be unable to retain and attract key management personnel.

We may be unable to retain and attract talented executives. In the event of the loss of key management personnel or upon unexpected death, disability or retirement, we may not be able to find replacements with comparable skill, ability and industry expertise. Until suitable replacements are identified and retained, if at all, our operating results and financial condition could be materially and adversely affected.

We could be subject to risks and liabilities in connection with joint venture arrangements.

Our organizational documents do not limit the amount of available funds that we may invest in joint ventures. Although we have no investments in joint ventures as of December 31, 2017, we may selectively develop and acquire properties through joint ventures with other persons or entities when we deem such transactions are warranted by the circumstances in the future. Joint venture investments, in general, involve certain risks not otherwise present with other methods of investment in real estate, including:

- joint venturers may share certain approval rights over major decisions;
- joint venturers might become bankrupt or otherwise fail to fund their share of any required capital commitments;
- joint venturers might have economic or other business interests or goals that are competitive or inconsistent with our business interests or goals that would affect our ability to operate the property;
- joint venturers may have the power to act contrary to our instructions, requests, policies or objectives, including our current policy with respect to maintaining the Company's qualification as a REIT;
- the joint venture agreements often restrict the transfer of a member's or joint venturer's interest or may otherwise restrict our ability to sell the interest when we desire or on advantageous terms;
- disputes between us and our joint venturers may result in litigation or arbitration that would increase our expenses and prevent our officers and directors from focusing their time and effort on our business and subject the properties owned by the applicable joint venture to additional risk; and
- we may in certain circumstances be liable for the actions of our joint venturers.

The occurrence of one or more of the events described above could adversely affect our financial condition, results of operations, cash flow and ability to make distributions to our stockholders and Unitholders, the market price of the Company's common stock and the market value of the Units.

CONTROLS AND PROCEDURES

First Industrial Realty Trust, Inc.

Evaluation of Disclosure Controls and Procedures

The Company maintains disclosure controls and procedures that are designed to ensure that information required to be disclosed in its periodic reports pursuant to the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms, and that such information is accumulated and communicated to management, including the Company's principal executive officer and principal financial officer, as appropriate, to allow timely decisions regarding required financial disclosure.

The Company carried out an evaluation, under the supervision and with the participation of management, including the Company's principal executive officer and principal financial officer, of the effectiveness of the design and operation of its disclosure controls and procedures pursuant to Exchange Act Rule 13a-15(b) as of the end of the period covered by this report. Based upon this evaluation, the Company's principal executive officer and principal financial officer concluded that its disclosure controls and procedures were effective as of the end of the period covered by this report.

Management's Report on Internal Control Over Financial Reporting

Management is responsible for establishing and maintaining adequate internal control over financial reporting. The Company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

Management has assessed the effectiveness of the Company's internal control over financial reporting as of December 31, 2017. In making its assessment of internal control over financial reporting, management used the *Internal Control-Integrated Framework (2013)* set forth by the Committee of Sponsoring Organizations of the Treadway Commission.

Management has concluded that, as of December 31, 2017, the Company's internal control over financial reporting was effective.

The effectiveness of the Company's internal control over financial reporting as of December 31, 2017 has been audited by PricewaterhouseCoopers LLP, an independent registered public accounting firm, as stated in their report which appears herein on page A-37. See Report of Independent Registered Public Accounting Firm.

Changes in Internal Control Over Financial Reporting

There has been no change in the Company's internal control over financial reporting that occurred during the fourth quarter of 2017 that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

CONTROLS AND PROCEDURES

First Industrial, L.P.

Evaluation of Disclosure Controls and Procedures

The Operating Partnership maintains disclosure controls and procedures that are designed to ensure that information required to be disclosed in its periodic reports pursuant to the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms, and that such information is accumulated and communicated to management, including the Company's principal executive officer and principal financial officer, on behalf of the Company in its capacity as the general partner of the Operating Partnership, as appropriate, to allow timely decisions regarding required financial disclosure.

The Operating Partnership carried out an evaluation, under the supervision and with the participation of management, including the Company's principal executive officer and principal financial officer, on behalf of the Company in its capacity as the general partner of the Operating Partnership, of the effectiveness of the design and operation of the Operating Partnership's disclosure controls and procedures pursuant to Exchange Act Rule 13a-15(b) as of the end of the period covered by this report. Based upon this evaluation, the Company's principal executive officer and principal financial officer, on behalf of the Company in its capacity as the general partner of the Operating Partnership, concluded that the Operating Partnership's disclosure controls and procedures were effective as of the end of the period covered by this report.

Management's Report on Internal Control Over Financial Reporting

Management is responsible for establishing and maintaining adequate internal control over financial reporting. The Operating Partnership's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

Management has assessed the effectiveness of the Operating Partnership's internal control over financial reporting as of December 31, 2017. In making its assessment of internal control over financial reporting, management used the *Internal Control-Integrated Framework (2013)* set forth by the Committee of Sponsoring Organizations of the Treadway Commission.

Management has concluded that, as of December 31, 2017, the Operating Partnership's internal control over financial reporting was effective.

The effectiveness of the Operating Partnership's internal control over financial reporting as of December 31, 2017 has been audited by PricewaterhouseCoopers LLP, an independent registered public accounting firm, as stated in their report which appears herein on page A-39. See Report of Independent Registered Public Accounting Firm.

Changes in Internal Control Over Financial Reporting

There has been no change in the Operating Partnership's internal control over financial reporting that occurred during the fourth quarter of 2017 that has materially affected, or is reasonably likely to materially affect, the Operating Partnership's internal control over financial reporting.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders of
First Industrial Realty Trust, Inc.:

Opinions on the Financial Statements and Internal Control over Financial Reporting

We have audited the accompanying consolidated balance sheets of First Industrial Realty Trust, Inc. and its subsidiaries (the “Company”) as of December 31, 2017 and 2016, and the related consolidated statements of operations, of comprehensive income, of changes in stockholders’ equity and of cash flows for each of the three years in the period ended December 31, 2017, including the related notes and financial statement schedule listed in the index appearing under Item 15(a)(2) of the Company’s Form 10-K for the year ended December 31, 2017 (collectively referred to as the “consolidated financial statements”). We also have audited the Company’s internal control over financial reporting as of December 31, 2017, based on criteria established in *Internal Control—Integrated Framework* (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2017, and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2017 in conformity with accounting principles generally accepted in the United States of America. Also in our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2017, based on criteria established in *Internal Control—Integrated Framework* (2013) issued by the COSO.

Basis for Opinions

The Company’s management is responsible for these consolidated financial statements, for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in Management’s Report on Internal Control over Financial Reporting appearing on page A-35. Our responsibility is to express opinions on the Company’s consolidated financial statements and on the Company’s internal control over financial reporting based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (“PCAOB”) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud, and whether effective internal control over financial reporting was maintained in all material respects.

Our audits of the consolidated financial statements included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.

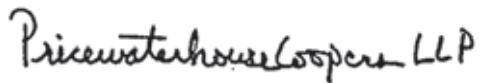
Definition and Limitations of Internal Control over Financial Reporting

A company’s internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

A handwritten signature in cursive script that reads "PricewaterhouseCoopers LLP".

Chicago, Illinois
February 23, 2018

We have served as the Company's auditor since 1993.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Partners of
First Industrial, L.P.:

Opinions on the Financial Statements and Internal Control over Financial Reporting

We have audited the accompanying consolidated balance sheets of First Industrial, L.P. and its subsidiaries (the “Operating Partnership”) as of December 31, 2017 and 2016 and the related consolidated statements of operations, of comprehensive income, of changes in partners’ capital and of cash flows for each of the three years in the period ended December 31, 2017, including the related notes and financial statement schedule listed in the index appearing under Item 15(a)(2) of the Operating Partnership’s Form 10-K for the year ended December 31, 2017 (collectively referred to as the “consolidated financial statements”). We also have audited the Company’s internal control over financial reporting as of December 31, 2017, based on criteria established in *Internal Control—Integrated Framework* (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Operating Partnership as of December 31, 2017 and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2017 in conformity with accounting principles generally accepted in the United States of America. Also in our opinion, the Operating Partnership maintained, in all material respects, effective internal control over financial reporting as of December 31, 2017, based on criteria established in *Internal Control—Integrated Framework* (2013) issued by the COSO.

Basis for Opinions

The Operating Partnership’s management is responsible for these consolidated financial statements, for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in Management’s Report on Internal Control over Financial Reporting appearing on page A-36. Our responsibility is to express opinions on the Operating Partnership’s consolidated financial statements and on the Company’s internal control over financial reporting based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (“PCAOB”) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud, and whether effective internal control over financial reporting was maintained in all material respects.

Our audits of the consolidated financial statements included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Definition and Limitations of Internal Control over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

PricewaterhouseCoopers LLP

Chicago, Illinois
February 23, 2018

We have served as the Operating Partnership's auditor since 1996.

FIRST INDUSTRIAL REALTY TRUST, INC.
CONSOLIDATED BALANCE SHEETS

	<u>December 31,</u> <u>2017</u>	<u>December 31,</u> <u>2016</u>
(In thousands, except share and per share data)		
ASSETS		
Assets:		
Investment in Real Estate:		
Land	\$ 864,813	\$ 794,821
Buildings and Improvements	2,521,457	2,523,015
Construction in Progress	109,475	67,078
Less: Accumulated Depreciation	<u>(789,919)</u>	<u>(796,492)</u>
Net Investment in Real Estate	<u>2,705,826</u>	<u>2,588,422</u>
Real Estate and Other Assets Held for Sale, Net of Accumulated Depreciation and Amortization of \$0 and \$1,471		
	—	2,354
Cash and Cash Equivalents	21,146	9,859
Restricted Cash	25,336	11,602
Tenant Accounts Receivable, Net	4,873	4,757
Deferred Rent Receivable, Net	70,254	67,382
Deferred Leasing Intangibles, Net	30,481	29,499
Prepaid Expenses and Other Assets, Net	<u>83,146</u>	<u>79,388</u>
Total Assets	<u>\$2,941,062</u>	<u>\$2,793,263</u>
LIABILITIES AND EQUITY		
Liabilities:		
Indebtedness:		
Mortgage Loans Payable, Net	\$ 450,056	\$ 495,956
Senior Unsecured Notes, Net	246,673	204,998
Unsecured Term Loans, Net	455,768	456,638
Unsecured Credit Facility	144,500	189,500
Accounts Payable, Accrued Expenses and Other Liabilities	86,532	84,412
Deferred Leasing Intangibles, Net	10,355	10,400
Rents Received in Advance and Security Deposits	44,285	43,300
Dividends and Distributions Payable	<u>27,016</u>	<u>23,434</u>
Total Liabilities	<u>1,465,185</u>	<u>1,508,638</u>
Commitments and Contingencies	—	—
Equity:		
First Industrial Realty Trust Inc.'s Stockholders' Equity:		
Common Stock (\$0.01 par value, 225,000,000 and 150,000,000 shares authorized and 119,883,180 and 117,107,746 shares issued and outstanding)	1,199	1,172
Additional Paid-in-Capital	1,967,110	1,886,771
Distributions in Excess of Accumulated Earnings	(541,847)	(641,859)
Accumulated Other Comprehensive Income (Loss)	<u>1,338</u>	<u>(4,643)</u>
Total First Industrial Realty Trust, Inc.'s Stockholders' Equity	<u>1,427,800</u>	<u>1,241,441</u>
Noncontrolling Interest	<u>48,077</u>	<u>43,184</u>
Total Equity	<u>1,475,877</u>	<u>1,284,625</u>
Total Liabilities and Equity	<u>\$2,941,062</u>	<u>\$2,793,263</u>

The accompanying notes are an integral part of the consolidated financial statements.

FIRST INDUSTRIAL REALTY TRUST, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS

	<u>Year Ended December 31, 2017</u>	<u>Year Ended December 31, 2016</u>	<u>Year Ended December 31, 2015</u>
	(In thousands, except per share data)		
Revenues:			
Rental Income	\$303,874	\$289,858	\$281,186
Tenant Recoveries and Other Income	<u>92,528</u>	<u>88,162</u>	<u>84,637</u>
Total Revenues	<u>396,402</u>	<u>378,020</u>	<u>365,823</u>
Expenses:			
Property Expenses	113,494	112,324	114,628
General and Administrative	28,079	26,703	25,362
Acquisition Costs	—	491	1,403
Impairment of Real Estate	—	—	626
Depreciation and Other Amortization	<u>116,364</u>	<u>117,282</u>	<u>113,814</u>
Total Expenses	<u>257,937</u>	<u>256,800</u>	<u>255,833</u>
Other Income (Expense):			
Gain on Sale of Real Estate	131,269	68,202	48,906
Interest Expense	(57,199)	(59,430)	(67,424)
Amortization of Debt Issuance Costs	(3,162)	(3,219)	(3,159)
Settlement Gain (Loss) on Interest Rate Protection Agreements . .	1,896	—	(11,546)
Loss from Retirement of Debt	<u>(1,775)</u>	<u>—</u>	<u>—</u>
Total Other Income (Expense)	<u>71,029</u>	<u>5,553</u>	<u>(33,223)</u>
Income from Operations Before Equity in Income of Joint Ventures and Income Tax Provision	209,494	126,773	76,767
Equity in Income of Joint Ventures	—	—	55
Income Tax Provision	<u>(1,193)</u>	<u>(1,089)</u>	<u>(117)</u>
Net Income	208,301	125,684	76,705
Less: Net Income Attributable to the Noncontrolling Interest	<u>(6,845)</u>	<u>(4,452)</u>	<u>(2,903)</u>
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders and Participating Securities	<u>201,456</u>	<u>121,232</u>	<u>73,802</u>
Basic Earnings Per Share:			
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders	<u>\$ 1.70</u>	<u>\$ 1.05</u>	<u>\$ 0.67</u>
Diluted Earnings Per Share:			
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders	<u>\$ 1.69</u>	<u>\$ 1.05</u>	<u>\$ 0.66</u>
Dividends/Distributions Per Share	<u>\$ 0.84</u>	<u>\$ 0.76</u>	<u>\$ 0.51</u>
Weighted Average Shares Outstanding - Basic	<u>118,272</u>	<u>115,030</u>	<u>110,352</u>
Weighted Average Shares Outstanding - Diluted	<u>118,787</u>	<u>115,370</u>	<u>110,781</u>

The accompanying notes are an integral part of the consolidated financial statements.

FIRST INDUSTRIAL REALTY TRUST, INC.
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Year Ended December 31, 2017	Year Ended December 31, 2016	Year Ended December 31, 2015
	(In thousands)		
Net Income	\$208,301	\$125,684	\$76,705
Mark-to-Market Gain (Loss) on Interest Rate Protection Agreements ...	5,981	4,849	(9,155)
Reclassification of Fair Value of Interest Rate Protection Agreements (See Note 12)	—	—	12,990
Amortization of Interest Rate Protection Agreements	205	390	524
Foreign Currency Translation Adjustment	—	—	15
Comprehensive Income	214,487	130,923	81,079
Comprehensive Income Attributable to Noncontrolling Interest	(6,642)	(4,638)	(3,069)
Comprehensive Income Attributable to First Industrial Realty Trust, Inc.	<u>\$207,845</u>	<u>\$126,285</u>	<u>\$78,010</u>

The accompanying notes are an integral part of the consolidated financial statements.

FIRST INDUSTRIAL REALTY TRUST, INC.
CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

	Common Stock	Additional Paid-in- Capital	Distributions in Excess of Accumulated Earnings	Accumulated Other Comprehensive (Loss) Income	Noncontrolling Interest	Total
Balance as of December 31, 2014	\$1,106	\$1,751,059	\$(689,348)	\$(13,867)	\$41,877	\$1,090,827
Stock Based Compensation Activity	4	4,656	(2,417)	—	—	2,243
Conversion of Limited Partner Units to Common Stock	1	672	—	—	(673)	—
Reallocation—Additional Paid-in-Capital	—	28	—	—	(28)	—
Common Stock Dividends and Unit Distributions	—	—	(56,796)	—	(2,218)	(59,014)
Net Income	—	—	73,802	—	2,903	76,705
Reallocation—Other Comprehensive Income ..	—	—	—	(8)	8	—
Other Comprehensive Income	—	—	—	4,208	166	4,374
Balance as of December 31, 2015	<u>\$1,111</u>	<u>\$1,756,415</u>	<u>\$(674,759)</u>	<u>\$ (9,667)</u>	<u>\$42,035</u>	<u>\$1,115,135</u>
Issuance of Common Stock, Net of Issuance Costs	56	124,528	—	—	—	124,584
Stock Based Compensation Activity	2	5,516	(217)	—	—	5,301
Conversion of Limited Partner Units to Common Stock	3	2,859	—	—	(2,862)	—
Reallocation—Additional Paid-in-Capital	—	(2,547)	—	—	2,547	—
Common Stock Dividends and Unit Distributions	—	—	(88,115)	—	(3,203)	(91,318)
Net Income	—	—	121,232	—	4,452	125,684
Reallocation—Other Comprehensive Income ..	—	—	—	(29)	29	—
Other Comprehensive Income	—	—	—	5,053	186	5,239
Balance as of December 31, 2016	<u>\$1,172</u>	<u>\$1,886,771</u>	<u>\$(641,859)</u>	<u>\$ (4,643)</u>	<u>\$43,184</u>	<u>\$1,284,625</u>
Issuance of Common Stock, Net of Issuance Costs	25	74,636	—	—	—	74,661
Stock Based Compensation Activity	2	6,932	(724)	—	—	6,210
Conversion of Limited Partner Units to Common Stock	—	364	—	—	(364)	—
Reallocation—Additional Paid-in-Capital	—	(1,593)	—	—	1,593	—
Common Stock Dividends and Unit Distributions	—	—	(100,720)	—	(3,386)	(104,106)
Net Income	—	—	201,456	—	6,845	208,301
Reallocation—Other Comprehensive Income ..	—	—	—	(408)	408	—
Other Comprehensive Income	—	—	—	6,389	(203)	6,186
Balance as of December 31, 2017	<u><u>\$1,199</u></u>	<u><u>\$1,967,110</u></u>	<u><u>\$(541,847)</u></u>	<u><u>\$ 1,338</u></u>	<u><u>\$48,077</u></u>	<u><u>\$1,475,877</u></u>

The accompanying notes are an integral part of the consolidated financial statements.

FIRST INDUSTRIAL REALTY TRUST, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year Ended December 31, 2017	Year Ended December 31, 2016	Year Ended December 31, 2015
	<u>(In thousands)</u>		
CASH FLOWS FROM OPERATING ACTIVITIES:			
Net Income	\$ 208,301	\$ 125,684	\$ 76,705
Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities:			
Depreciation	94,078	95,514	92,955
Amortization of Debt Issuance Costs	3,162	3,219	3,159
Other Amortization, including Stock Based Compensation	29,252	28,403	28,359
Impairment of Real Estate	—	—	626
Provision for Bad Debt	177	563	954
Gain on Sale of Real Estate	(131,269)	(68,202)	(48,906)
Loss from Retirement of Debt	1,775	—	—
Mark-to-Market Loss on Interest Rate Protection Agreements	—	—	11,546
(Increase) Decrease in Tenant Accounts Receivable, Prepaid Expenses and Other Assets, Net	(5,829)	965	(2,686)
Increase in Deferred Rent Receivable, Net	(5,299)	(6,602)	(6,181)
(Decrease) Increase in Accounts Payable, Accrued Expenses, Other Liabilities, Rents Received in Advance and Security Deposits	(465)	(5,655)	5,673
Payments of Discounts and Prepayment Penalties Associated with Retirement of Debt	(1,453)	(554)	—
Gain on Casualty and Involuntary Conversion	(1,321)	—	—
Other Operating Activity	—	—	(55)
Net Cash Provided by Operating Activities	<u>191,109</u>	<u>173,335</u>	<u>162,149</u>
CASH FLOWS FROM INVESTING ACTIVITIES:			
Acquisitions of Real Estate	(175,303)	(107,484)	(168,122)
Additions to Investment in Real Estate and Non-Acquisition Tenant Improvements and Lease Costs	(146,003)	(179,994)	(150,079)
Net Proceeds from Sales of Investments in Real Estate	228,102	163,435	154,024
Proceeds from Casualty and Involuntary Conversion	10,094	—	—
Settlement of Interest Rate Protection Agreements	—	—	(11,546)
(Increase) Decrease in Escrows	(13,169)	13,008	(24,037)
Other Investing Activity	51	43	2,686
Net Cash Used in Investing Activities	<u>(96,228)</u>	<u>(110,992)</u>	<u>(197,074)</u>

FIRST INDUSTRIAL REALTY TRUST, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS (Continued)

	Year Ended December 31, 2017	Year Ended December 31, 2016	Year Ended December 31, 2015
	<u>(In thousands)</u>		
CASH FLOWS FROM FINANCING ACTIVITIES:			
Debt and Equity Issuance Costs	(6,864)	(375)	(5,158)
Proceeds from the Issuance of Common Stock, Net of Underwriter's Discount	74,880	124,936	—
Repurchase and Retirement of Restricted Stock	(2,401)	(5,242)	(2,101)
Common Stock Dividends and Unit Distributions Paid	(100,524)	(82,696)	(55,811)
Repayments on Mortgage Loans Payable	(46,832)	(70,969)	(35,004)
Proceeds from Senior Unsecured Notes	200,000	—	—
Repayments of Senior Unsecured Notes	(156,852)	(159,125)	—
Proceeds from Unsecured Term Loans	—	—	260,000
Proceeds from Unsecured Credit Facility	429,000	442,000	321,500
Repayments on Unsecured Credit Facility	<u>(474,000)</u>	<u>(305,000)</u>	<u>(454,000)</u>
Net Cash (Used in) Provided by Financing Activities	<u>(83,593)</u>	<u>(56,471)</u>	<u>29,426</u>
Net Effect of Exchange Rate Changes on Cash and Cash Equivalents	—	—	(14)
Net Increase (Decrease) in Cash and Cash Equivalents	11,287	5,872	(5,499)
Cash and Cash Equivalents, Beginning of Year	9,859	3,987	9,500
Cash and Cash Equivalents, End of Year	<u>\$ 21,146</u>	<u>\$ 9,859</u>	<u>\$ 3,987</u>
SUPPLEMENTAL INFORMATION TO STATEMENTS OF CASH FLOWS:			
Interest Paid, Net of Interest Expense Capitalized in Connection with Development Activity	<u>\$ 56,844</u>	<u>\$ 63,600</u>	<u>\$ 66,452</u>
Interest Expense Capitalized in Connection with Development Activity ...	<u>\$ 4,353</u>	<u>\$ 3,523</u>	<u>\$ 2,453</u>
Income Taxes Paid	<u>\$ 769</u>	<u>\$ 1,358</u>	<u>\$ 23</u>
Supplemental Schedule of Non-Cash Investing and Financing Activities:			
Common Stock Dividends and Unit Distributions Payable	<u>\$ 27,016</u>	<u>\$ 23,434</u>	<u>\$ 14,812</u>
Exchange of Limited Partnership Units for Common Stock:			
Noncontrolling Interest	\$ (364)	\$ (2,862)	\$ (673)
Common Stock	—	3	1
Additional Paid-in-Capital	364	2,859	672
Total	<u>\$ —</u>	<u>\$ —</u>	<u>\$ —</u>
Assumption of Indebtedness and Other Liabilities in Connection with the Acquisition of Real Estate	<u>\$ 1,269</u>	<u>\$ 5,405</u>	<u>\$ 2,090</u>
Accounts Payable Related to Construction in Progress and Additions to Investment in Real Estate	<u>\$ 38,597</u>	<u>\$ 32,712</u>	<u>\$ 25,747</u>
Write-off of Fully Depreciated Assets	<u>\$ (35,560)</u>	<u>\$ (44,080)</u>	<u>\$ (45,457)</u>

The accompanying notes are an integral part of the consolidated financial statements.

FIRST INDUSTRIAL, L.P.
CONSOLIDATED BALANCE SHEETS

	<u>December 31,</u> <u>2017</u>	<u>December 31,</u> <u>2016</u>
ASSETS		
(In thousands, except Unit data)		
Assets:		
Investment in Real Estate:		
Land	\$ 864,813	\$ 794,821
Buildings and Improvements	2,521,457	2,523,015
Construction in Progress	109,475	67,078
Less: Accumulated Depreciation	<u>(789,919)</u>	<u>(796,492)</u>
Net Investment in Real Estate (including \$270,708 and \$278,398 related to consolidated variable interest entities, see Note 5)	<u>2,705,826</u>	<u>2,588,422</u>
Real Estate and Other Assets Held for Sale, Net of Accumulated Depreciation and Amortization of \$0 and \$1,471	—	2,354
Cash and Cash Equivalents	21,146	9,859
Restricted Cash	25,336	11,602
Tenant Accounts Receivable, Net	4,873	4,757
Deferred Rent Receivable, Net	70,254	67,382
Deferred Leasing Intangibles, Net	30,481	29,499
Prepaid Expenses and Other Assets, Net	<u>93,264</u>	<u>89,826</u>
Total Assets	<u>\$2,951,180</u>	<u>\$2,803,701</u>
LIABILITIES AND PARTNERS' CAPITAL		
Liabilities:		
Indebtedness:		
Mortgage Loans Payable, Net (including \$61,256 and \$70,366 related to consolidated variable interest entities, see Note 5)	\$ 450,056	\$ 495,956
Senior Unsecured Notes, Net	246,673	204,998
Unsecured Term Loans, Net	455,768	456,638
Unsecured Credit Facility	144,500	189,500
Accounts Payable, Accrued Expenses and Other Liabilities	86,532	84,412
Deferred Leasing Intangibles, Net	10,355	10,400
Rents Received in Advance and Security Deposits	44,285	43,300
Distributions Payable	<u>27,016</u>	<u>23,434</u>
Total Liabilities	<u>1,465,185</u>	<u>1,508,638</u>
Commitments and Contingencies	—	—
Partners' Capital:		
First Industrial L.P.'s Partners' Capital:		
General Partner Units (119,883,180 and 117,107,746 units outstanding)	1,401,583	1,219,755
Limited Partners Units (4,008,221 and 4,039,375 units outstanding)	82,251	79,156
Accumulated Other Comprehensive Income (Loss)	<u>1,382</u>	<u>(4,804)</u>
Total First Industrial L.P.'s Partners' Capital	<u>1,485,216</u>	<u>1,294,107</u>
Noncontrolling Interest	<u>779</u>	<u>956</u>
Total Partners' Capital	<u>1,485,995</u>	<u>1,295,063</u>
Total Liabilities and Partners' Capital	<u>\$2,951,180</u>	<u>\$2,803,701</u>

The accompanying notes are an integral part of the consolidated financial statements.

FIRST INDUSTRIAL L.P.
CONSOLIDATED STATEMENTS OF OPERATIONS

	Year Ended December 31, 2017	Year Ended December 31, 2016	Year Ended December 31, 2015
(In thousands, except per Unit data)			
Revenues:			
Rental Income	\$303,874	\$289,858	\$281,186
Tenant Recoveries and Other Income	92,528	88,162	84,637
Total Revenues	396,402	378,020	365,823
Expenses:			
Property Expenses	113,494	112,324	114,628
General and Administrative	28,079	26,703	25,247
Acquisition Costs	—	491	1,403
Impairment of Real Estate	—	—	626
Depreciation and Other Amortization	116,364	117,282	113,814
Total Expenses	257,937	256,800	255,718
Other Income (Expense):			
Gain on Sale of Real Estate	131,269	68,202	48,906
Interest Expense	(57,199)	(59,430)	(67,424)
Amortization of Debt Issuance Costs	(3,162)	(3,219)	(3,159)
Settlement Gain (Loss) on Interest Rate Protection Agreements	1,896	—	(11,546)
Loss from Retirement of Debt	(1,775)	—	—
Total Other Income (Expense)	71,029	5,553	(33,223)
Income from Continuing Operations Before Equity in Income of Joint Ventures and Income Tax Provision	209,494	126,773	76,882
Equity in Income of Joint Ventures	—	—	55
Income Tax Provision	(1,193)	(1,089)	(117)
Net Income	208,301	125,684	76,820
Less: Net Income Attributable to the Noncontrolling Interest	(143)	(137)	(138)
Net Income Available to Unitholders and Participating Securities	\$208,158	\$125,547	\$ 76,682
Basic Earnings Per Unit:			
Net Income Available to Unitholders	\$ 1.70	\$ 1.05	\$ 0.67
Diluted Earnings Per Unit:			
Net Income Available to Unitholders	\$ 1.69	\$ 1.05	\$ 0.66
Distributions Per Unit	\$ 0.84	\$ 0.76	\$ 0.51
Weighted Average Units Outstanding - Basic	122,306	119,274	114,709
Weighted Average Units Outstanding - Diluted	122,821	119,614	115,138

The accompanying notes are an integral part of the consolidated financial statements.

FIRST INDUSTRIAL L.P.
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	<u>Year Ended December 31, 2017</u>	<u>Year Ended December 31, 2016</u>	<u>Year Ended December 31, 2015</u>
		(In thousands)	
Net Income	\$208,301	\$125,684	\$76,820
Mark-to-Market Gain (Loss) on Interest Rate Protection Agreements	5,981	4,849	(9,155)
Reclassification of Fair Value of Interest Rate Protection Agreements (See Note 12)	—	—	12,990
Amortization of Interest Rate Protection Agreements	205	390	524
Foreign Currency Translation Adjustment	—	—	(26)
Comprehensive Income	\$214,487	\$130,923	\$81,153
Comprehensive Income Attributable to Noncontrolling Interest	<u>(143)</u>	<u>(137)</u>	<u>(138)</u>
Comprehensive Income Attributable to Unitholders	<u>\$214,344</u>	<u>\$130,786</u>	<u>\$81,015</u>

The accompanying notes are an integral part of the consolidated financial statements.

FIRST INDUSTRIAL, L.P.

CONSOLIDATED STATEMENTS OF CHANGES IN PARTNERS' CAPITAL

	General Partner Units	Limited Partner Units	Accumulated Other Comprehensive (Loss) Income	Noncontrolling Interest	Total
Balance as of December 31, 2014	\$1,034,129	\$80,757	\$(14,376)	\$1,080	\$1,101,590
Stock Based Compensation Activity	2,243	—	—	—	2,243
Conversion of Limited Partner Units to General Partner Units	673	(673)	—	—	—
Unit Distributions	(56,796)	(2,218)	—	—	(59,014)
Contributions from Noncontrolling Interest	—	—	—	67	67
Distributions to Noncontrolling Interest	—	—	—	(189)	(189)
Net Income	73,779	2,903	—	138	76,820
Other Comprehensive Income	—	—	4,333	—	4,333
Balance as of December 31, 2015	\$1,054,028	\$80,769	\$(10,043)	\$1,096	\$1,125,850
Issuance of General Partner Units, Net of Issuance Costs	124,584	—	—	—	124,584
Stock Based Compensation Activity	5,301	—	—	—	5,301
Conversion of Limited Partner Units to General Partner Units	2,862	(2,862)	—	—	—
Unit Distributions	(88,115)	(3,203)	—	—	(91,318)
Contributions from Noncontrolling Interest	—	—	—	123	123
Distributions to Noncontrolling Interest	—	—	—	(400)	(400)
Net Income	121,095	4,452	—	137	125,684
Other Comprehensive Income	—	—	5,239	—	5,239
Balance as of December 31, 2016	\$1,219,755	\$79,156	\$ (4,804)	\$ 956	\$1,295,063
Contribution of General Partner Units, Net of Issuance Costs	74,661	—	—	—	74,661
Stock Based Compensation Activity	6,210	—	—	—	6,210
Conversion of Limited Partner Units to General Partner Units	364	(364)	—	—	—
Unit Distributions	(100,720)	(3,386)	—	—	(104,106)
Contributions from Noncontrolling Interest	—	—	—	40	40
Distributions to Noncontrolling Interest	—	—	—	(360)	(360)
Net Income	201,313	6,845	—	143	208,301
Other Comprehensive Income	—	—	6,186	—	6,186
Balance as of December 31, 2017	<u>\$1,401,583</u>	<u>\$82,251</u>	<u>\$ 1,382</u>	<u>\$ 779</u>	<u>\$1,485,995</u>

The accompanying notes are an integral part of the consolidated financial statements.

FIRST INDUSTRIAL, L.P.
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year Ended December 31, 2017	Year Ended December 31, 2016	Year Ended December 31, 2015
	(In thousands)		
CASH FLOWS FROM OPERATING ACTIVITIES:			
Net Income	\$ 208,301	\$ 125,684	\$ 76,820
Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities:			
Depreciation	94,078	95,514	92,955
Amortization of Debt Issuance Costs	3,162	3,219	3,159
Other Amortization, including Stock Based Compensation	29,252	28,403	28,359
Impairment of Real Estate	—	—	626
Provision for Bad Debt	177	563	954
Gain on Sale of Real Estate	(131,269)	(68,202)	(48,906)
Loss from Retirement of Debt	1,775	—	—
Mark-to-Market Loss on Interest Rate Protection Agreements	—	—	11,546
(Increase) Decrease in Tenant Accounts Receivable, Prepaid Expenses and Other Assets, Net	(5,510)	1,242	(2,673)
Increase in Deferred Rent Receivable, Net	(5,299)	(6,602)	(6,181)
(Decrease) Increase in Accounts Payable, Accrued Expenses, Other Liabilities, Rents Received in Advance and Security Deposits	(465)	(5,655)	5,682
Payments of Discounts and Prepayment Penalties Associated with Retirement of Debt	(1,453)	(554)	—
Gain on Casualty and Involuntary Conversion	(1,321)	—	—
Other Operating Activity	—	—	(55)
Net Cash Provided by Operating Activities	<u>191,428</u>	<u>173,612</u>	<u>162,286</u>
CASH FLOWS FROM INVESTING ACTIVITIES:			
Acquisitions of Real Estate	(175,303)	(107,484)	(168,122)
Additions to Investment in Real Estate and Non-Acquisition Tenant Improvements and Lease Costs	(146,003)	(179,994)	(150,079)
Net Proceeds from Sales of Investments in Real Estate	228,102	163,435	154,024
Proceeds from Casualty and Involuntary Conversion	10,094	—	—
Settlement of Interest Rate Protection Agreements	—	—	(11,546)
(Increase) Decrease in Escrows	(13,169)	13,008	(24,037)
Other Investing Activity	51	43	2,686
Net Cash Used in Investing Activities	<u>(96,228)</u>	<u>(110,992)</u>	<u>(197,074)</u>
CASH FLOWS FROM FINANCING ACTIVITIES:			
Debt and Equity Issuance Costs	(6,864)	(375)	(5,158)
Contribution of General Partner Units	74,880	124,936	—
Repurchase and Retirement of Restricted Units	(2,401)	(5,242)	(2,101)
Unit Distributions Paid	(100,524)	(82,696)	(55,811)
Contributions from Noncontrolling Interests	40	123	67
Distributions to Noncontrolling Interests	(360)	(400)	(189)
Repayments on Mortgage Loans Payable	(46,832)	(70,969)	(35,004)
Proceeds from Senior Unsecured Notes	200,000	—	—
Repayments of Senior Unsecured Notes	(156,852)	(159,125)	—
Proceeds from Unsecured Term Loans	—	—	260,000
Proceeds from Unsecured Credit Facility	429,000	442,000	321,500
Repayments on Unsecured Credit Facility	(474,000)	(305,000)	(454,000)
Net Cash (Used in) Provided by Financing Activities	<u>(83,913)</u>	<u>(56,748)</u>	<u>29,304</u>
Net Effect of Exchange Rate Changes on Cash and Cash Equivalents	—	—	(14)
Net Increase (Decrease) in Cash and Cash Equivalents	11,287	5,872	(5,484)
Cash and Cash Equivalents, Beginning of Year	9,859	3,987	9,485
Cash and Cash Equivalents, End of Year	<u>\$ 21,146</u>	<u>\$ 9,859</u>	<u>\$ 3,987</u>

FIRST INDUSTRIAL, L.P.
CONSOLIDATED STATEMENTS OF CASH FLOWS (Continued)

	Year Ended December 31, 2017	Year Ended December 31, 2016	Year Ended December 31, 2015
	<u>(In thousands)</u>		
SUPPLEMENTAL INFORMATION TO STATEMENTS OF CASH FLOWS:			
Interest Paid, Net of Interest Expense Capitalized in Connection with Development Activity . . .	\$ 56,844	\$ 63,600	\$ 66,452
Interest Expense Capitalized in Connection with Development Activity	\$ 4,353	\$ 3,523	\$ 2,453
Income Taxes Paid	\$ 769	\$ 1,358	\$ 23
Supplemental Schedule of Non-Cash Investing and Financing Activities:			
General and Limited Partner Unit Distributions Payable	\$ 27,016	\$ 23,434	\$ 14,812
Exchange of Limited Partner Units for General Partner Units:			
Limited Partner Units	\$ (364)	\$ (2,862)	\$ (673)
General Partner Units	364	2,862	673
Total	\$ —	\$ —	\$ —
Assumption of Indebtedness and Other Liabilities in Connection with the Acquisition of Real Estate	\$ 1,269	\$ 5,405	\$ 2,090
Accounts Payable Related to Construction in Progress and Additions to Investment in Real Estate	\$ 38,597	\$ 32,712	\$ 25,747
Write-off of Fully Depreciated Assets	\$(35,560)	\$(44,080)	\$(45,457)

The accompanying notes are an integral part of the consolidated financial statements.

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Dollars in thousands, except per share and Unit data)

1. Organization

First Industrial Realty Trust, Inc. (the “Company”) is a self-administered and fully integrated real estate company which owns, manages, acquires, sells, develops and redevelops industrial real estate. The Company is a Maryland corporation organized on August 10, 1993 and a real estate investment trust (“REIT”) as defined in the Internal Revenue Code of 1986 (the “Code”). Unless stated otherwise or the context otherwise requires, the terms “we,” “our” and “us” refer to the Company and its subsidiaries, including its operating partnership, First Industrial, L.P. (the “Operating Partnership”), and its consolidated subsidiaries.

We began operations on July 1, 1994. The Company’s operations are conducted primarily through the Operating Partnership, of which the Company is the sole general partner (the “General Partner”), with an approximate 96.8% and 96.7% ownership interest (“General Partner Units”) at December 31, 2017 and 2016, respectively. The Operating Partnership also conducts operations through eight other limited partnerships (the “Other Real Estate Partnerships”), numerous limited liability companies (“LLCs”) and certain taxable REIT subsidiaries (“TRSs”), the operating data of which, together with that of the Operating Partnership, is consolidated with that of the Company as presented herein. The Operating Partnership holds at least a 99% limited partnership interest in each of the Other Real Estate Partnerships. The general partners of the Other Real Estate Partnerships are separate corporations, wholly-owned by the Company, each with at least a .01% general partnership interest in the Other Real Estate Partnerships. The Company does not have any significant assets or liabilities other than its investment in the Operating Partnership and its 100% ownership interest in the general partners of the Other Real Estate Partnerships. Noncontrolling interest in the Operating Partnership of approximately 3.2% and 3.3% at December 31, 2017 and 2016, respectively, represents the aggregate partnership interest held by the limited partners thereof (“Limited Partner Units” and together with the General Partner Units, the “Units”).

Profits, losses and distributions of the Operating Partnership, the LLCs, the Other Real Estate Partnerships and the TRSs are allocated to the general partner and the limited partners, the members or the shareholders, as applicable, of such entities in accordance with the provisions contained within their respective organizational documents.

As of December 31, 2017, we owned 488 industrial properties located in 21 states, containing an aggregate of approximately 60.2 million square feet of gross leasable area (“GLA”).Of the 488 properties owned on a consolidated basis, none of them are directly owned by the Company.

Any references to the number of industrial properties and square footage in the financial statement footnotes are unaudited.

2. Summary of Significant Accounting Policies

Basis of Presentation

The accompanying consolidated financial statements at December 31, 2017 and 2016 and for each of the years ended December 31, 2017, 2016 and 2015 include the accounts and operating results of the Company and the Operating Partnership. All intercompany transactions have been eliminated in consolidation.

Use of Estimates

In order to conform with generally accepted accounting principles (“GAAP”), in preparation of our consolidated financial statements we are required to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of December 31, 2017 and

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2016, and the reported amounts of revenues and expenses for each of the years ended December 31, 2017, 2016 and 2015. Actual results could differ from those estimates.

Cash and Cash Equivalents

Cash and cash equivalents include all cash and liquid investments with an initial maturity of three months or less. The carrying amount approximates fair value due to the short term maturity of these investments.

Restricted Cash

Restricted cash includes cash held in escrow in connection with gross proceeds from the sales of certain industrial properties. These sales proceeds will be disbursed as we exchange into properties under Section 1031 of the Code. The carrying amount approximates fair value due to the short term maturity of these investments.

Investment in Real Estate and Depreciation

Investment in real estate is carried at cost, less accumulated depreciation and amortization. We review our properties on a quarterly basis for impairment and provide a provision if impairments exist. To determine if an impairment may exist, we review our properties and identify those that have had either an event of change or event of circumstances warranting further assessment of recoverability (such as a decrease in occupancy, a decline in general market conditions or a change in the expected hold period of an asset or asset group). If further assessment of recoverability is needed, we estimate the future net cash flows expected to result from the use of the property and its eventual disposition. If the sum of the expected future net cash flows (undiscounted and without interest charges) is less than the carrying amount of the property or group of properties, we will recognize an impairment loss based upon the estimated fair value of the property or group of properties. For properties we consider held for sale, we cease depreciating the properties and value the properties at the lower of depreciated cost or fair value, less costs to dispose. If circumstances arise that were previously considered unlikely, and, as a result, we decide not to sell a property or group of properties previously classified as held for sale, we will reclassify the properties as held and used. Properties are measured at the lower of their carrying amounts (adjusted for any depreciation and amortization expense that would have been recognized had the properties been continuously classified as held and used) or fair value at the date of the subsequent decision not to sell. We classify properties as held for sale when all criteria within the Financial Accounting Standards Board's (the "FASB") guidance on the impairment or disposal of long-lived assets are met.

Interest costs, real estate taxes, compensation costs of development personnel and other directly related costs incurred during construction periods are capitalized and depreciated commencing with the date the property is substantially completed. Upon substantial completion, we reclassify construction in progress to building, tenant improvements and leasing commissions. Such costs begin to be capitalized to the development projects from the point we are undergoing necessary activities to get the development ready for its intended use and cease when the development projects are substantially completed and held available for occupancy. Interest is capitalized using the weighted average borrowing rate during the period.

Depreciation expense is computed using the straight-line method based on the following useful lives:

	<u>Years</u>
Buildings and Improvements	7 to 50
Land Improvements	5 to 20
Furniture, Fixtures and Equipment	3 to 10
Tenant Improvements	Lease Term

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Construction expenditures for tenant improvements, leasehold improvements and leasing commissions (inclusive of compensation costs of personnel attributable to leasing) are capitalized and amortized over the terms of each specific lease. Capitalized compensation costs of personnel attributable to leasing relate to time directly attributable to originating leases with tenants that result directly from and are essential to originating those leases and would not have been incurred had these leasing transactions not occurred. Repairs and maintenance are charged to expense when incurred. Expenditures for improvements are capitalized.

Upon acquisition of a property, we allocate the purchase price of the property based upon the fair value of the assets acquired and liabilities assumed, which generally consists of land, buildings, tenant improvements, leasing commissions and intangible assets including in-place leases, above market and below market leases, below market ground lease obligations and tenant relationships. We allocate the purchase price to the fair value of the tangible assets of an acquired property by valuing the property as if it were vacant. Acquired above and below market leases and below market ground lease obligations are valued based on the present value of the difference between prevailing market rates and the in-place rates measured over a period equal to the remaining term of the lease for above market leases and below market ground lease obligations, and the initial term plus the term of any below market fixed rate renewal options for below market leases. The above market lease values are amortized as a reduction of rental revenue over the remaining term of the respective leases, and the below market lease values are amortized as an increase to base rental revenue over the remaining initial terms plus the terms of any below market fixed rate renewal options of the respective leases.

The purchase price is further allocated to in-place lease values and tenant relationships based on our evaluation of the specific characteristics of each tenant's lease and our overall relationship with the respective tenant. The value of in-place lease intangibles and tenant relationships, which are included as components of deferred leasing intangibles, net are amortized over the remaining lease term (and expected renewal periods of the respective lease for tenant relationships) as adjustments to depreciation and other amortization expense. If a tenant terminates its lease early, the unamortized portion of the tenant improvements, leasing commissions, above and below market leases, the in-place lease value and tenant relationships is immediately written off.

Acquisition related costs associated with business combinations are expensed as incurred. As defined by GAAP, a business is an integrated set of activities and assets that is capable of being conducted and managed for the purpose of providing a return in the form of dividends, lower costs or other economic benefits directly to investors or other owners, members or participants. Due to the adoption of the Accounting Standard Updates ("ASU") in 2017, we expect most acquisitions to be treated as asset acquisitions rather than business combinations as our typical acquisitions consist of properties whereby substantially all the fair value of gross assets acquired is concentrated in a single asset (land, building, and in-place leases), which under the new standard, will be treated as an asset acquisition. Acquisition costs related to asset acquisitions are capitalized to the basis of the acquired asset.

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Deferred leasing intangibles, net of accumulated amortization, included in our total assets and total liabilities consist of the following:

	<u>December 31, 2017</u>	<u>December 31, 2016</u>
In-Place Leases	\$19,921	\$17,529
Above Market Leases	2,298	2,373
Below Market Ground Lease Obligation	1,688	1,733
Tenant Relationships	<u>6,574</u>	<u>7,864</u>
Total Included in Total Assets, Net of \$29,604 and \$27,336 of Accumulated Amortization	<u>\$30,481</u>	<u>\$29,499</u>
Below Market Leases	<u>\$10,355</u>	<u>\$10,400</u>
Total Included in Total Liabilities, Net of \$10,578 and \$10,193 of Accumulated Amortization	<u>\$10,355</u>	<u>\$10,400</u>

Amortization expense related to in-place leases and tenant relationships was \$6,648, \$6,717 and \$6,326 for the years ended December 31, 2017, 2016 and 2015, respectively. Rental revenues increased by \$1,116, \$996 and \$462 related to net amortization of above and below market leases. We will recognize net amortization expense related to deferred leasing intangibles over the next five years, for properties owned as of December 31, 2017 as follows:

	<u>Estimated Amortization of In-Place Leases and Tenant Relationships</u>	<u>Estimated Net Increase to Rental Revenues Related to Above and Below Market Leases</u>
2018	\$5,648	\$1,009
2019	\$4,753	\$1,019
2020	\$3,982	\$ 914
2021	\$2,590	\$ 845
2022	\$2,339	\$ 833

Debt Issuance Costs

Debt issuance costs include fees and costs incurred to obtain long-term financing. These fees and costs are being amortized over the terms of the respective loans. Unamortized debt issuance costs are written-off when debt is retired before the maturity date. Debt issuance costs are presented as a direct deduction from the carrying amount of the respective debt liability, consistent with debt discounts. The debt issuance costs related to the unsecured credit facility remain classified as an asset and are included in prepaid expenses and other assets on the consolidated balance sheets.

Investments in Joint Ventures

Investments in joint ventures represented noncontrolling equity or limited partnership interests in joint ventures. We accounted for investments in joint ventures under the equity method of accounting, as we did not have a majority voting interest, operational control or financial control. Control is determined using accounting standards related to the consolidation of joint ventures and variable interest entities (“VIEs”). In order to assess whether consolidation of a VIE is required, an enterprise is required to qualitatively assess the determination of

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the primary beneficiary of a VIE based on whether the entity (1) has the power to direct matters that most significantly impact the activities of the VIE and (2) has the obligation to absorb losses or the right to receive benefits of the VIE that could potentially be significant to the VIE. Additionally, they require an ongoing reconsideration of the primary beneficiary and provide a framework for the events that trigger a reassessment of whether an entity is a VIE.

Under the equity method of accounting, our share of earnings or losses of joint ventures was reflected in income as earned and contributions or distributions increased or decreased our investments in joint ventures as paid or received, respectively. Differences between our carrying value of our investments in joint ventures and our underlying equity of such joint ventures were amortized over the respective lives of the underlying assets. During the year ended 2015, the joint venture in which we held a noncontrolling equity interest, sold its last remaining industrial property.

Limited Partner Units

Limited Partner Units are reported within Partners' Capital in the Operating Partnership's balance sheet as of December 31, 2017 and 2016 because they are not redeemable for cash or other assets (a) at a fixed or determinable date, (b) at the option of the Unitholder or (c) upon the occurrence of an event that is not solely within the control of the Operating Partnership. Redemption can be effectuated, as determined by the General Partner, either by exchanging the Units for shares of common stock of the Company on a one-for-one basis, subject to adjustment, or by paying cash equal to the fair market value of such shares.

The Operating Partnership is the only significant asset of the Company and economic, fiduciary and contractual means align the interests of the Company and the Operating Partnership. The Company's Board of Directors and officers of the Company direct the Company to act when acting in its capacity as sole general partner of the Operating Partnership. Because of this, the Operating Partnership is deemed to have effective control of the form of redemption consideration. As of December 31, 2017, all criteria were met for the Operating Partnership to control the actions or events necessary to issue the maximum number of the Company's common shares required to be delivered upon redemption of all remaining Limited Partner Units.

Stock Based Compensation

We measure compensation cost for all stock-based awards at fair value on the date of grant and recognize compensation expense over the service period for awards expected to vest.

Net income, net of preferred stock dividends or preferred Unit distributions and redemption of preferred stock or preferred Units, is allocated to common stockholders or Unitholders and participating securities based upon their proportionate share of weighted average shares or Units plus weighted average participating securities. Participating securities are unvested share-based payment awards that contain non-forfeitable rights to dividends or dividend equivalents. Restricted stock or restricted Unit awards granted to employees and directors are considered participating securities as they receive non-forfeitable dividend or dividend equivalents at the same rate as common stock or Units. See Note 8 for further disclosure about participating securities.

Revenue Recognition

Rental income is recognized on a straight-line method under which contractual rent increases are recognized evenly over the lease term. Tenant recovery income includes payments from tenants for real estate taxes, insurance and other property operating expenses and is recognized as revenue in the same period the related expenses are incurred by us.

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If the lease provides for tenant improvements, we determine whether the tenant improvements are owned by the tenant or us. When we are the owner of the tenant improvements, the tenant is not considered to have taken physical possession or have control of the leased asset until the tenant improvements are substantially complete. Also, when we are the owner of the tenant improvements, any tenant improvements funded by the tenant are treated as lease payments which are deferred and amortized into income over the lease term. When the tenant is the owner of the tenant improvements, we record any tenant improvement allowance funded as a lease inducement and amortize it as a reduction of revenue over the lease term.

Revenue is generally recognized on payments received from tenants for early lease terminations upon the effective termination of a tenant's lease and when we have no further obligations under the lease.

We provide an allowance for doubtful accounts against the portion of tenant accounts receivable including deferred rent receivable, which is estimated to be uncollectible. Tenant accounts receivable in the consolidated balance sheets are shown net of an allowance for doubtful accounts of \$310 and \$528 as of December 31, 2017 and 2016, respectively. Deferred rent receivable in the consolidated balance sheets is shown net of an allowance for doubtful accounts of \$1,557 and \$1,694 as of December 31, 2017 and 2016, respectively. For accounts receivable we deem uncollectible, we use the direct write-off method.

Gain on Sale of Real Estate

Gain on sale of real estate is recognized using the full accrual method, when appropriate. Gains relating to transactions which do not meet the full accrual method of accounting are deferred and recognized when the full accrual method of accounting criteria are met or by using the installment or deposit methods of profit recognition, as appropriate in the circumstances. As the assets are sold, their costs and related accumulated depreciation are written off with resulting gains or losses reflected in net income. Estimated future costs to be incurred by us after completion of each sale are accrued and included in the determination of the gain on sales.

Income Taxes

The Company has elected to be taxed as a REIT under the Code. To qualify as a REIT, the Company must meet a number of organizational and operational requirements, including a requirement to distribute at least 90% of its adjusted taxable income to its stockholders. Management intends to continue to adhere to these requirements and to maintain the Company's REIT status. As a REIT, the Company is entitled to a tax deduction for some or all of the dividends it pays to shareholders. Accordingly, the Company generally will not be subject to federal income taxes as long as it currently distributes to shareholders an amount equal to or in excess of the Company's taxable income. If the Company fails to qualify as a REIT in any taxable year, it will be subject to federal income taxes and may not be able to qualify as a REIT for four subsequent taxable years.

REIT qualification reduces, but does not eliminate, the amount of state and local taxes we pay. In addition, our financial statements include the operations of taxable corporate subsidiaries that are not entitled to a dividends paid deduction and are subject to corporate federal, state and local income taxes.

In accordance with partnership taxation, each of the partners of the Operating Partnership is responsible for reporting their share of taxable income or loss.

We may also be subject to certain federal excise and franchise taxes if we engage in certain types of transactions. A benefit or provision has been made for federal, state and local income taxes in the accompanying consolidated financial statements. The provision for excise and franchise taxes has been reflected in general and administrative expense in the consolidated statements of operations and has not been separately stated due to its insignificance.

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Earnings Per Share and Earnings Per Unit (“EPS” and “EPU”)

Basic net income per common share or Unit is computed by dividing net income available to common shareholders or Unitholders by the weighted average number of common shares or Units outstanding for the period.

Diluted net income per common share or Unit is computed by dividing net income available to common shareholders or Unitholders by the sum of the weighted average number of common shares or Units outstanding and any dilutive non-participating securities for the period.

Derivative Financial Instruments

Historically, we have used interest rate protection agreements (“Agreements”) to fix the interest rate on anticipated offerings of senior unsecured notes. Receipts or payments that result from the settlement of Agreements used to fix the interest rate on anticipated offerings of senior unsecured notes are amortized over the life of the derivative or the life of the debt and included in interest expense. Receipts or payments resulting from Agreements used to convert floating rate debt to fixed rate debt are recognized as a component of interest expense. Agreements which qualify for hedge accounting are marked-to-market and any gain or loss that is effective is recognized in other comprehensive income whereas mark-to-market gains and losses on Agreements which do not qualify for hedge accounting are recognized in net income immediately. Amounts accumulated in other comprehensive income (loss) during the hedge period are reclassified to earnings in the same period during which the forecasted transaction or hedged item affects net income. The credit risks associated with Agreements are controlled through the evaluation and monitoring of the creditworthiness of the counterparty. In the event that the counterparty fails to meet the terms of Agreements, our exposure is limited to the fair value of Agreements, not the notional amounts.

Fair Value

GAAP establishes a framework for measuring fair value and requires disclosures about fair value measurements. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (an exit price) in an orderly transaction between market participants. The guidance establishes a hierarchy for inputs used in measuring fair value based on observable and unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are based on market data obtained from independent sources. Unobservable inputs are inputs that reflect our assumptions of pricing the asset or liability based on the best information available in the circumstances. We estimate fair value using available market information and valuation methodologies we believe to be appropriate for these purposes. The fair value hierarchy consists of the following three broad levels:

- Level 1 — quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 — inputs other than quoted prices within Level 1 that are either directly or indirectly observable for the asset or liability; and
- Level 3 — unobservable inputs in which little or no market data exists for the asset or liability.

Our assets and liabilities that are measured at fair value are classified in their entirety based on the lowest level of input that is significant to their fair value measurement. Considerable judgment and a high degree of subjectivity are involved in developing these estimates and, accordingly, they are not necessarily indicative of amounts that we would realize on disposition.

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Discontinued Operations and Assets Held for Sale

We report results of operations from real estate assets that are sold or classified as held for sale as discontinued operations provided the disposal represents a strategic shift that has (or will have) a major effect on our operations and financial results.

We generally classify certain properties and related assets and liabilities as held for sale when the sale of an asset has been duly approved by management, a legally enforceable contract has been executed and the buyers due diligence period, if any, has expired. At such time, the respective assets and liabilities are presented separately on the consolidated balance sheets. Assets held for sale are reported at the lower of carrying value or estimated fair value less estimated costs to sell.

Segment Reporting

Management views the Company, inclusive of the Operating Partnership, as a single segment based on its method of internal reporting.

Recent Accounting Pronouncements

New Accounting Standards Adopted

Effective January 1, 2017, we adopted ASU No. 2017-01, “Business Combinations (Topic 805): Clarifying the Definition of a Business” (“ASU 2017-01”). ASU 2017-01 clarifies the framework for determining whether an integrated set of assets and activities meets the definition of a business. The revised framework establishes a screen for determining whether an integrated set of assets and activities is a business and narrows the definition of a business, which is expected to result in fewer transactions being accounted for as business combinations. Acquisitions of integrated sets of assets and activities that do not meet the definition of a business are accounted for as asset acquisitions. We applied ASU 2017-01 prospectively. We anticipate that our acquisitions of real estate in the future will generally not meet the definition of a business combination and, accordingly, transaction costs which have historically been expensed will be capitalized as part of the basis of the real estate assets acquired.

New Accounting Standards Issued but not yet Adopted

In May 2014, the FASB issued ASU No. 2014-09, “Revenue from Contracts with Customers” (“ASU 2014-09”). ASU 2014-09 requires entities to recognize revenue when they transfer promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled to in exchange for those goods or services. ASU 2014-09 is effective for annual periods beginning after December 15, 2017. We will adopt the new standard effective January 1, 2018. Given the nature of our business, a majority of our revenue comes from rent and recoveries earned from leasing our properties which will be assessed with the adoption of the new lease accounting standard discussed below. Generally, our only significant source of non-lease related contract revenue comes from real estate sales; however, our property dispositions over the last three years have been cash sales with no future involvement in the property operations. Therefore, we do not anticipate that the adoption of the standard will have a material impact on our financial position or results of operations.

In February 2016, the Financial Accounting Standards Board (the “FASB”) issued ASU No. 2016-02, “Leases” (“ASU 2016-02”), which amends the existing accounting standards for lease accounting and sets out the principles for the recognition, measurement, presentation and disclosure of leases. ASU 2016-02 will require

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lessees, at lease commencement to record a lease liability, which is a lessee's obligation to make lease payments arising from a lease, measured on a discounted basis, and record a right-of-use asset, which represents the lessee's right to use, or control the use of, a specified asset for the lease term. We are a lessee on a limited number of ground and office leases as disclosed in Note 14. While we expect to record a right-of-use asset and lease liability upon adoption of this standard, we anticipate the impact will not be material to our overall financial condition and results of operations. We are the lessor on a significant number of leases, however, we believe that ASU 2016-02 will have minimal impact to our financial condition or results of operations as such leases will be accounted for in a similar method to existing GAAP standards with the underlying leased asset being reported and recognized as a real estate asset and rental income being recognized on a straight line basis over the lease term. The most significant changes ASU 2016-02 will have to lessor accounting will be the requirement that lessors expense certain initial direct costs that are not incremental in negotiating a lease as incurred. Under existing GAAP standards, certain of these costs are capitalizable. ASU 2016-02 requires the use of a modified retrospective approach for all leases existing at, or entered into after, the beginning of the earliest period presented in the consolidated financial statements, with certain practical expedients available. If practical expedients are elected, we would not be required to reassess (1) whether an expired or existing contract meets the definition of a lease; (2) the lease classification for expired or existing leases; and (3) whether costs previously capitalized as initial direct costs would continue to be amortized. We continue to monitor FASB activity with respect to possible amendments to ASU 2016-02, particularly the Board's recent vote to provide an optional practical expedient to lessors that would remove the requirement for lessors to separate lease and non-lease components when the pattern of recognition of those components are the same and, when combined as a single unit, those would be classified as operating leases. Should such amendment be finalized, we expect to elect the practical expedient. We will adopt ASU 2016-02 on January 1, 2019 and anticipate electing the practical expedients. We will continue to refine our evaluation and finalize our implementation plan throughout 2018.

In August 2016, the FASB issued ASU No. 2016-15, "Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments" ("ASU 2016-15"). ASU 2016-15 addresses eight specific cash flow issues and intends to reduce the diversity in practice in how certain cash receipts and cash payments are presented and classified in the statement of cash flows. ASU 2016-15 is effective for annual periods beginning after December 15, 2017 with retrospective application required. We expect ASU 2016-15 to impact the presentation of our consolidated statement of cash flows and we will adopt ASU 2016-15 on January 1, 2018.

In November 2016, the FASB issued ASU No. 2016-18, "Statement of Cash Flows (Topic 230): Restricted Cash" ("ASU 2016-18"). ASU 2016-18 requires that the statement of cash flows explain the change during the period in the total of cash, cash equivalents and amounts generally described as restricted cash and restricted cash equivalents when reconciling the beginning- of-period and end-of-period total amounts shown on the statement of cash flows. ASU 2016-18 is effective for annual periods beginning after December 15, 2017. We expect ASU 2016-18 to impact the presentation of our consolidated statement of cash flows and we will adopt ASU 2016-18 on January 1, 2018.

In August 2017, the FASB issued ASU 2017-12, "Derivatives and Hedging (Topic 815): Targeting Improvements to Accounting for Hedging Activities" ("ASU 2017-12"). ASU 2017-12 is intended to better align financial reporting for hedging activities with the economic objectives of those activities. As a result of the transition guidance, cumulative ineffectiveness that has been previously recognized on cash flow and net investment hedges that are still outstanding and designated as of the date of adoption will be adjusted and removed from beginning retained earnings and placed in accumulated other comprehensive income. ASU 2017-12 is effective for annual periods beginning after December 15, 2018. We continue to assess all the potential impacts of ASU 2017-12; however, we do not expect the adoption to have a material impact on our financial condition or results of operations.

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3. Investment in Real Estate

REIT Acquisition

On August 15, 2017, via a share purchase agreement, we acquired a private real estate investment trust that owns one industrial property consisting of 0.2 million square feet of GLA from a third party seller in exchange for \$20,962, exclusive of closing costs and credits (“REIT Acquisition”). As part of the REIT Acquisition, we acquired 100% of the common shares of beneficial interest of this private real estate investment trust.

Acquisitions

The following table summarizes our acquisition of industrial properties from third parties for the years ended December 31, 2017, 2016 and 2015. The revenue and net income associated with the acquisition of the industrial properties, since their respective acquisition dates, are not significant for years ended December 31, 2017, 2016 or 2015.

	Year Ended December 31,		
	2017	2016	2015
Number of Industrial Properties Acquired	8	6	8
GLA (in millions)	1.1	0.7	1.9
Purchase Price (A)	\$174,209	\$111,130	\$169,218

(A) Purchase price includes the acquisition of several land parcels for the years ended December 31, 2017, 2016 and 2015 and excludes closing costs incurred with the acquisition of the industrial properties and land parcels.

The following table summarizes the fair value of amounts recognized for each major class of asset and liability for the industrial properties and land parcels acquired during the years ended December 31, 2017 and 2016:

	Year Ended December 31,	
	2017	2016
Land	\$ 92,810	\$ 70,380
Building and Improvements	73,028	37,031
Other Assets	1,659	781
In-Place Leases	7,905	3,253
Above Market Leases	227	214
Below Market Leases	(1,420)	—
Assumed Mortgage Loan Premium (See Note 4)	—	(529)
Total Purchase Price	\$174,209	\$111,130
Assumed Mortgage Loan (See Note 4)	—	(4,513)
Total Net Assets Acquired	<u>\$174,209</u>	<u>\$106,617</u>

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Sales

The following table summarizes our property dispositions for the years ended December 31, 2017, 2016 and 2015:

	Year Ended December 31,		
	2017	2016	2015
Number of Industrial Properties Sold	60	63	66
GLA (in millions)	4.6	3.9	3.8
Gross Proceeds from the Sale of Real Estate (A)	\$236,059	\$169,911	\$158,429
Gain on Sale of Real Estate (A)	\$131,269	\$ 68,202	\$ 48,906

(A) Gross proceeds and gain on sale of real estate includes the sale of several land parcels for the years ended December 31, 2017 and 2015.

Impairment Charge

The impairment charge of \$626 recorded during the year ended December 31, 2015 was due to marketing certain industrial properties for sale and our assessment of the likelihood and timing of a potential sale transaction. The fair market values were determined using third party offers. Valuations based on third party offers include bona fide contract prices and letter of intent amounts that we believe are indicative of fair value and fall into Level 3 of the fair value hierarchy.

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4. Indebtedness

The following table discloses certain information regarding our indebtedness:

	<u>Outstanding Balance at</u>		<u>Interest Rate at December 31, 2017</u>	<u>Effective Interest Rate at Issuance</u>	<u>Maturity Date</u>
	<u>December 31, 2017</u>	<u>December 31, 2016</u>			
Mortgage Loans					June 2018 –
Payable, Gross	\$451,602	\$498,435	4.03% – 8.26%	3.82% – 8.26%	September 2022
<i>Unamortized Debt Issuance</i>					
<i>Costs</i>	(1,806)	(2,905)			
<i>Unamortized Premiums</i>	260	426			
Mortgage Loans Payable, Net	<u>\$450,056</u>	<u>\$495,956</u>			
Senior Unsecured Notes, Gross					
2017 Notes	—	54,981	N/A	N/A	12/1/2017
2027 Notes	6,070	6,070	7.15%	7.11%	5/15/2027
2028 Notes	31,901	31,901	7.60%	8.13%	7/15/2028
2032 Notes	10,600	10,600	7.75%	7.87%	4/15/2032
2017 II Notes	—	101,871	N/A	N/A	5/15/2017
2027 Private Placement Notes	125,000	—	4.30%	4.30%	4/20/2027
2029 Private Placement Notes	75,000	—	4.40%	4.40%	4/20/2029
Subtotal	<u>\$248,571</u>	<u>\$205,423</u>			
<i>Unamortized Debt Issuance</i>					
<i>Costs</i>	(1,814)	(320)			
<i>Unamortized Discounts</i>	(84)	(105)			
Senior Unsecured Notes, Net	<u>\$246,673</u>	<u>\$204,998</u>			
Unsecured Term Loans, Gross					
2014 Unsecured Term Loan (A)	\$200,000	\$200,000	3.49%	N/A	1/29/2021
2015 Unsecured Term Loan (A)	260,000	260,000	2.99%	N/A	9/12/2022
Subtotal	<u>\$460,000</u>	<u>\$460,000</u>			
<i>Unamortized Debt Issuance</i>					
<i>Costs</i>	(4,232)	(3,362)			
Unsecured Term Loans, Net	<u>\$455,768</u>	<u>\$456,638</u>			
Unsecured Credit Facility (B)	<u>\$144,500</u>	<u>\$189,500</u>	2.46%	N/A	10/29/2021

(A) The interest rate at December 31, 2017 reflects the interest rate protection agreements we entered into to effectively convert the variable rate to a fixed rate. See Note 12.

(B) The maturity date may be extended an additional year at our election, subject to certain restrictions. Amounts exclude unamortized debt issuance costs of \$4,781 and \$2,876 as of December 31, 2017 and 2016, respectively, which are included in prepaid expenses and other assets on the consolidated balance sheets.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

Mortgage Loans Payable, Net

During the years ended December 31, 2017 and 2016, we paid off mortgage loans in the amount of \$36,108 and \$59,420, respectively. In connection with the mortgage loans paid off during the years ended December 31, 2017 and 2016, we recognized \$1,653 and \$79 as loss from retirement of debt, respectively, of which the loss related to the year ended December 31, 2016 was included in general and administrative expense.

During the year ended December 31, 2016, we assumed a mortgage loan in the amount of \$4,513 in conjunction with the acquisition of one industrial property, totaling approximately 0.1 million square feet of GLA. The mortgage loan bears interest at a fixed rate of 7.35%, principal payments are amortized over 25 years and the loan matures in September 2019. In conjunction with the assumption of the mortgage loan, we recorded a premium in the amount of \$529, which will be amortized as an adjustment to interest expense through maturity.

As of December 31, 2017, mortgage loans payable are collateralized, and in some instances cross-collateralized, by industrial properties with a net carrying value of \$576,580. We believe the Operating Partnership and the Company were in compliance with all covenants relating to mortgage loans as of December 31, 2017.

Senior Unsecured Notes, Net

During the year ended December 31, 2017, the Operating Partnership issued \$125,000 of 4.30% Series A Guaranteed Senior Notes due April 20, 2027 (the “2027 Private Placement Notes”) and \$75,000 of 4.40% Series B Guaranteed Senior Notes due April 20, 2029 (the “2029 Private Placement Notes”) and, together with the 2027 Private Placement Notes, collectively, the “Private Placement Notes”) in a private placement pursuant to a Note and Guaranty Agreement dated February 21, 2017. The 2027 Private Placement Notes and the 2029 Private Placement Notes are unsecured obligations of the Operating Partnership that are fully and unconditionally guaranteed by the Company and require semi-annual interest payments. The Operating Partnership issued an additional \$300,000 of senior unsecured private placement notes in February 2018. See Subsequent Events.

During the year ended December 31, 2017, we paid off and retired our 2017 II and 2017 Notes, at maturity, in the amounts of \$101,871 and \$54,981, respectively.

Unsecured Term Loans, Net

On January 29, 2014, we entered into a seven-year, \$200,000 unsecured loan (the “2014 Unsecured Term Loan”) with a syndicate of financial institutions. During the year ended December 31, 2017, we amended the terms of the 2014 Unsecured Term Loan to, among other things, reduce by 50 basis points our interest spread from the prior rate. At December 31, 2017, the 2014 Unsecured Term Loan requires interest only payments and bears interest at a variable rate based on LIBOR plus 120 basis points. During the year ended December 31, 2017, in connection with the amendment, we recognized \$51 as loss from retirement of debt related to the write-off of unamortized debt issuance costs related to a lender that opted out of its position and whose position was replaced by other lenders.

On September 11, 2015, we entered into a seven-year, \$260,000 unsecured loan (the “2015 Unsecured Term Loan”; together with the 2014 Unsecured Term Loan, the “Unsecured Term Loans”) with a syndicate of financial institutions. During the year ended December 31, 2017, we amended the terms of the 2015 Unsecured Term Loan to, among other things, reduce by 40 basis points our interest spread from the prior rate. At December 31, 2017, the 2015 Unsecured Term Loan requires interest only payments and bears interest at a variable rate based on LIBOR plus 120 basis points. The interest rates on the Unsecured Term Loans vary based on the Company’s leverage ratio or, at our election, the Company’s credit ratings.

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

Unsecured Credit Facility

On October 31, 2017, we amended and restated our \$625,000 revolving credit agreement (the “Old Credit Facility”) with a new \$725,000 revolving credit agreement (as amended and restated, the “Unsecured Credit Facility”). We may request that the borrowing capacity under the Unsecured Credit Facility be increased to \$1,000,000, subject to certain restrictions. The Unsecured Credit Facility matures on October 29, 2021, with an option to extend an additional one year at our election, subject to certain restrictions. At December 31, 2017, the Unsecured Credit Facility provides for interest only payments at LIBOR plus 110 basis points. The interest rate on the Unsecured Credit Facility varies based on our leverage ratio. During the year ended December 31, 2017, in connection with the amendment, we recognized \$71 as loss from retirement of debt related to the write-off of unamortized debt issuance costs related to a lender that opted out of its position and whose position was replaced by other lenders.

Indebtedness

The following is a schedule of the stated maturities and scheduled principal payments of our indebtedness, exclusive of premiums, discounts and debt issuance costs, for the next five years as of December 31, and thereafter:

	Amount
2018	\$ 165,449
2019	79,329
2020	58,762
2021	411,318
2022	341,244
Thereafter	248,571
Total	\$1,304,673

The Unsecured Credit Facility, the Unsecured Term Loans, the Private Placement Notes and the indentures governing our senior unsecured notes contain certain financial covenants, including limitations on incurrence of debt and debt service coverage. Under the Unsecured Credit Facility and the Unsecured Term Loans, an event of default can occur if the lenders, in their good faith judgment, determine that a material adverse change has occurred which could prevent timely repayment or materially impair our ability to perform our obligations under the loan agreements. We believe that the Operating Partnership and the Company were in compliance with all covenants relating to the Unsecured Credit Facility, the Unsecured Term Loans, the Private Placement Notes and indentures governing our senior unsecured notes as of December 31, 2017. However, these financial covenants are complex and there can be no assurance that these provisions would not be interpreted by our lenders and noteholders in a manner that could impose and cause us to incur material costs.

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

Fair Value

At December 31, 2017 and 2016, the fair value of our indebtedness was as follows:

	December 31, 2017		December 31, 2016	
	Carrying Amount (A)	Fair Value	Carrying Amount (A)	Fair Value
Mortgage Loans Payable, Net	\$ 451,862	\$ 467,303	\$ 498,861	\$ 513,540
Senior Unsecured Notes, Net	248,487	269,731	205,318	222,469
Unsecured Term Loans	460,000	460,000	460,000	458,602
Unsecured Credit Facility	144,500	144,500	189,500	189,500
Total	<u>\$1,304,849</u>	<u>\$1,341,534</u>	<u>\$1,353,679</u>	<u>\$1,384,111</u>

(A) The carrying amounts include unamortized premiums and discounts and exclude unamortized debt issuance costs.

The fair values of our mortgage loans payable were determined by discounting the future cash flows using the current rates at which similar loans would be made based upon similar remaining maturities. The current market rates we utilized were internally estimated. The fair value of the senior unsecured notes were determined by using rates, as advised by our bankers, that are based upon recent trades within the same series of the senior unsecured notes, recent trades for senior unsecured notes with comparable maturities, recent trades for fixed rate unsecured notes from companies with profiles similar to ours, as well as overall economic conditions. The fair value of the Unsecured Credit Facility and the Unsecured Term Loans was determined by discounting the future cash flows using current rates at which similar loans would be made to borrowers with similar credit ratings and for the same remaining term, assuming no repayment until maturity. We have concluded that our determination of fair value for each of our mortgage loans payable, senior unsecured notes, the Unsecured Term Loans and the Unsecured Credit Facility was primarily based upon Level 3 inputs.

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS—(Continued)

5. Variable Interest Entities

The Other Real Estate Partnerships are VIEs of the Operating Partnership and the Operating Partnership is the primary beneficiary, thus causing the Other Real Estate Partnerships to be consolidated by the Operating Partnership. In addition, the Operating Partnership is a VIE of the Company and the Company is the primary beneficiary.

The following table summarizes the assets and liabilities of the Other Real Estate Partnerships included in our consolidated balance sheets:

	December 31, 2017	December 31, 2016
ASSETS		
Assets:		
Net Investment in Real Estate	\$270,708	\$278,398
Other Assets, Net	23,530	24,401
Total Assets	\$294,238	\$302,799
LIABILITIES AND PARTNERS' CAPITAL		
Liabilities:		
Mortgage Loans Payable, Net	\$ 61,256	\$ 70,366
Other Liabilities, Net	9,283	9,138
Partners' Capital	223,699	223,295
Total Liabilities and Partners' Capital	\$294,238	\$302,799

6. Stockholders' Equity of the Company and Partners' Capital of the Operating Partnership

Operating Partnership Units

The Operating Partnership has issued General Partner Units, Limited Partner Units and preferred general partnership Units. The General Partner Units resulted from capital contributions from the Company. The Limited Partner Units are issued in conjunction with the acquisition of certain properties. Subject to certain lock-up periods, holders of Limited Partner Units can redeem their Units by providing written notification to the General Partner. Unless the General Partner provides notice of a redemption restriction to the holder, redemption must be made within seven business days after receipt of the holder's notice. The redemption can be effectuated, as determined by the General Partner, either by exchanging the Limited Partner Units for shares of common stock of the Company on a one-for-one basis, subject to adjustment, or by paying cash equal to the fair market value of such shares. Prior requests for redemption have generally been fulfilled with shares of common stock of the Company, and the Operating Partnership intends to continue this practice. If each Limited Partner Unit of the Operating Partnership were redeemed as of December 31, 2017, the Operating Partnership could satisfy its redemption obligations by making an aggregate cash payment of approximately \$126,139 or by issuing 4,008,221 shares of the Company's common stock. The preferred general partnership Units result from preferred capital contributions from the Company. The Operating Partnership is required to make all required distributions on the preferred general partnership Units prior to any distribution of cash or assets to the holders of the Units. The consent of the holder of the Limited Partner Units is required to alter such holder's rights as to allocations and distributions, to alter or modify such holder's rights with respect to redemption, to cause the early termination of the Operating Partnership or to amend the provisions of the partnership agreement which requires such consent.

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS—(Continued)

Preferred Stock or General Partner Preferred Units

The Company has 10,000,000 shares of preferred stock authorized. As of December 31, 2017 and 2016, there were no preferred shares or general partner preferred Units outstanding.

Shares of Common Stock or Unit Contributions

For the years ended December 31, 2017, 2016 and 2015, 31,154, 266,332 and 68,930 Limited Partner Units, respectively, were converted into an equivalent number of shares of common stock of the Company, resulting in a reclassification of \$364, \$2,862 and \$673, respectively, of noncontrolling interest to the Company's stockholders' equity.

During the year ended December 31, 2017, the Company issued 2,560,000 shares of the Company's common stock in an underwritten public offering. Proceeds to the Company, net of the underwriter's discount, were \$74,880. During the year ended December 31, 2016, the Company issued 5,600,000 shares of the Company's common stock in an underwritten public offering. Proceeds to the Company, net of the underwriter's discount, were \$124,936. The proceeds were contributed to the Operating Partnership in exchange for General Partner Units and are reflected in the Operating Partnership's financial statements as a general partner contribution.

On March 13, 2014, we entered into distribution agreements with sales agents to sell up to 13,300,000 shares of the Company's common stock, for up to \$200,000 aggregate gross sales proceeds, from time to time in "at-the-market" offerings (the "2014 ATM Program"). The distribution agreements entered into with respect to the 2014 ATM Program expired by their terms on March 13, 2017 and, on March 16, 2017, we entered into distribution agreements with sales agents to sell up to 8,000,000 shares of the Company's common stock, for up to \$200,000 aggregate gross sales proceeds, from time to time in "at-the-market" offerings (the "2017 ATM Program"). Under the terms of the 2014 ATM Program and the 2017 ATM Program, sales were or are to be made primarily in transactions that are deemed to be "at-the-market" offerings, including sales made directly on the New York Stock Exchange or sales made through a market maker other than on an exchange or by privately negotiated transactions. During the years ended December 31, 2017, 2016 and 2015, the Company did not issue any shares of common stock under the 2014 ATM Program or the 2017 ATM Program.

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

The following table is a roll-forward of the Company's shares of common stock outstanding and the Operating Partnership's Units outstanding, including unvested restricted stock or restricted Unit awards (see Note 11), for the three years ended December 31, 2017:

	<u>Shares of Common Stock Outstanding</u>	<u>General Partner and Limited Partner Units Outstanding</u>
Balance at December 31, 2014	110,600,866	114,975,503
Vesting of LTIP Unit Awards (As Defined in Note 11)	224,990	224,990
Issuance of Restricted Stock/Restricted Unit Awards	234,360	234,360
Repurchase and Retirement of Restricted Stock/Restricted Unit Awards	(101,921)	(101,921)
Conversion of Limited Partner Units	68,930	—
Balance at December 31, 2015	<u>111,027,225</u>	<u>115,332,932</u>
Issuance of Common Stock/Contribution of General Partner Units	5,600,000	5,600,000
Issuance of Restricted Stock/Restricted Unit Awards	322,833	322,833
Repurchase and Retirement of Restricted Stock/Restricted Unit Awards	(108,644)	(108,644)
Conversion of Limited Partner Units	266,332	—
Balance at December 31, 2016	<u>117,107,746</u>	<u>121,147,121</u>
Issuance of Common Stock/Contribution of General Partner Units	2,560,000	2,560,000
Issuance of Restricted Stock/Restricted Unit Awards	275,793	275,793
Repurchase and Retirement of Restricted Stock/Restricted Unit Awards	(91,513)	(91,513)
Conversion of Limited Partner Units	31,154	—
Balance at December 31, 2017	<u>119,883,180</u>	<u>123,891,401</u>

Dividends/Distributions

The following table summarizes dividends/distributions accrued during the past three years:

	<u>2017 Total Dividend/ Distribution</u>	<u>2016 Total Dividend/ Distribution</u>	<u>2015 Total Dividend/ Distribution</u>
Common Stock/Operating Partnership Units	\$104,106	\$91,318	\$59,014

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

7. Accumulated Other Comprehensive Income (Loss)

The following table summarizes the changes in accumulated other comprehensive loss by component for the years ended December 31, 2017 and 2016:

	<u>Interest Rate Protection Agreements</u>	<u>Total for Operating Partnership</u>	<u>Comprehensive Loss Attributable to Noncontrolling Interest</u>	<u>Total for Company</u>
Balance as of December 31, 2015	\$(10,043)	\$(10,043)	\$ 376	\$(9,667)
Other Comprehensive (Loss) Before				
Reclassifications	(2,274)	(2,274)	(215)	(2,489)
Amounts Reclassified from Accumulated Other				
Comprehensive Loss	7,513	7,513	—	7,513
Net Current Period Other Comprehensive Income ..	5,239	5,239	(215)	5,024
Balance as of December 31, 2016	\$ (4,804)	\$ (4,804)	\$ 161	\$(4,643)
Other Comprehensive Income Before				
Reclassifications	1,645	1,645	(205)	1,440
Amounts Reclassified from Accumulated Other				
Comprehensive Loss	4,541	4,541	—	4,541
Net Current Period Other Comprehensive Income ..	6,186	6,186	(205)	5,981
Balance as of December 31, 2017	\$ 1,382	\$ 1,382	\$ (44)	\$ 1,338

The following table summarizes the reclassifications out of accumulated other comprehensive loss for the years ended December 31, 2017, 2016 and 2015:

<u>Details about Accumulated Other Comprehensive Loss Components</u>	<u>Amount Reclassified from Accumulated Other Comprehensive Loss</u>			<u>Affected Line Items in the Consolidated Statements of Operations</u>
	<u>Year Ended December 31, 2017</u>	<u>Year Ended December 31, 2016</u>	<u>Year Ended December 31, 2015</u>	
Interest Rate Protection Agreements:				
Reclassification of Fair Value of Interest Rate Protection Agreement	\$ —	\$ —	\$12,990	Mark-to-Market and Settlement Loss on Interest Rate Protection Agreements
Amortization of Interest Rate Protection Agreements (Previously Settled)	205	390	524	Interest Expense
Settlement Payments to our Counterparties	4,336	7,123	5,529	Interest Expense
	<u>\$4,541</u>	<u>\$7,513</u>	<u>\$19,043</u>	Total

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS—(Continued)

The effective portion of changes in the fair value of derivatives designated and that qualify as cash flow hedges is recorded in other comprehensive income (loss) and is subsequently reclassified to earnings through interest expense over the life of the derivative or over the life of the debt. In the next 12 months, we expect to amortize approximately \$95 into net income by increasing interest expense for interest rate protection agreements we settled in previous periods. Additionally, recurring settlement amounts on the 2014 Swaps and 2015 Swaps (as defined in Note 12) will also be reclassified to net income. See Note 12 for more information about our derivatives.

8. Earnings Per Share and Earnings Per Unit (EPS/EPU)

The computation of basic and diluted EPS of the Company is presented below:

	Year Ended December 31, 2017	Year Ended December 31, 2016	Year Ended December 31, 2015
Numerator:			
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders and Participating Securities	\$201,456	\$121,232	\$ 73,802
Net Income Allocable to Participating Securities	(646)	(411)	(248)
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders	\$200,810	\$120,821	\$ 73,554
Denominator (In Thousands):			
Weighted Average Shares - Basic	118,272	115,030	110,352
Effect of Dilutive Securities:			
LTIP Unit Awards (As Defined in Note 11)	515	340	429
Weighted Average Shares - Diluted	118,787	115,370	110,781
Basic EPS:			
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders	\$ 1.70	\$ 1.05	\$ 0.67
Diluted EPS:			
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders	\$ 1.69	\$ 1.05	\$ 0.66

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

The computation of basic and diluted EPU of the Operating Partnership is presented below:

	<u>Year Ended December 31, 2017</u>	<u>Year Ended December 31, 2016</u>	<u>Year Ended December 31, 2015</u>
Numerator:			
Net Income Available to Unitholders and Participating Securities	\$208,158	\$125,547	\$ 76,682
Net Income Allocable to Participating Securities	<u>(646)</u>	<u>(410)</u>	<u>(248)</u>
Net Income Available to Unitholders	<u>\$207,512</u>	<u>\$125,137</u>	<u>\$ 76,434</u>
Denominator (In Thousands):			
Weighted Average Units - Basic	122,306	119,274	114,709
Effect of Dilutive Securities that Result in the Issuance of General Partner Units:			
LTIP Unit Awards (As Defined in Note 11)	<u>515</u>	<u>340</u>	<u>429</u>
Weighted Average Units - Diluted	<u>122,821</u>	<u>119,614</u>	<u>115,138</u>
Basic EPU:			
Net Income Available to Unitholders	<u>\$ 1.70</u>	<u>\$ 1.05</u>	<u>\$ 0.67</u>
Diluted EPU:			
Net Income Available to Unitholders	<u>\$ 1.69</u>	<u>\$ 1.05</u>	<u>\$ 0.66</u>

Participating securities include 408,248, 406,855 and 387,947 of unvested restricted stock or restricted Unit awards outstanding at December 31, 2017, 2016 and 2015, respectively, which participate in non-forfeitable distributions. Under the two class method, participating security holders are allocated income, in proportion to total weighted average shares or Units outstanding, based upon the greater of net income or common stock dividends or Unit distributions declared.

9. Income Taxes

Our Consolidated Financial Statements include the operations of our TRSs, which are not entitled to the dividends paid deduction and are subject to federal, state and local income taxes on its taxable income. During the years ended December 31, 2017, 2016 and 2015, the Company qualified as a REIT and incurred no federal income tax expense; accordingly, the only federal income taxes included in the accompanying Consolidated Financial Statements relate to activities of one of our TRSs.

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

The components of the income tax provision for the years ended December 31, 2017, 2016 and 2015 are comprised of the following:

	Year Ended December 31,		
	2017	2016	2015
Current:			
Federal	\$ (859)	\$ (656)	\$ 68
State	(344)	(251)	(297)
Deferred:			
State	10	(182)	112
	<u>\$ (1,193)</u>	<u>\$ (1,089)</u>	<u>\$ (117)</u>

Deferred income taxes represent the tax effect of the temporary differences between the book and tax basis of assets and liabilities. New 2017 tax reform legislation reduces the corporate tax rate to 21%, effective January 1, 2018. Consequently, our deferred income tax assets and liabilities were re-measured to reflect the reduction in the U.S. corporate income tax rate. As a result, we recorded a decrease related to the net deferred tax assets and a decrease to the associated valuation allowance.

Deferred income tax assets and liabilities include the following as of December 31, 2017 and 2016:

	Year Ended December 31,	
	2017	2016
Impairment of Real Estate	\$1,267	\$ 2,051
Other - Temporary Differences	233	433
Valuation Allowance	(984)	(2,181)
Total Deferred Income Tax Assets, Net of Allowance	<u>\$ 516</u>	<u>\$ 303</u>
Straight-line Rent	\$ (40)	\$ (51)
Basis Difference - Real Estate Properties	(488)	(260)
Other - Temporary Differences	(172)	(186)
Total Deferred Income Tax Liabilities	<u>\$ (700)</u>	<u>\$ (497)</u>
Total Net Deferred Income Tax Liabilities	<u>\$ (184)</u>	<u>\$ (194)</u>

A valuation allowance is recorded if we believe it is more likely than not that all or some portion of our deferred income tax assets will not be realized. We do not have projections of future taxable income or other sources of taxable income in the TRSs significant enough to allow us to believe it is more likely than not that we will realize our deferred income tax assets. Therefore, we have recorded a valuation allowance against our deferred income tax assets. An increase or decrease in the valuation allowance that results from a change in circumstances, and which causes a change in our judgment about the realizability of the related deferred income tax assets, is included in the current income tax provision.

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

The income tax provision pertaining to income from continuing operations of the TRSs differs from the amounts computed by applying the applicable federal statutory rate as follows for the years ended December 31, 2017, 2016 and 2015:

	Year Ended December 31,		
	2017	2016	2015
Tax (Provision) Benefit at Federal Rate Related to Continuing Operations	\$(1,416)	\$(1,764)	\$ 64
Change in Effective Tax Rate	(609)	—	—
State Tax Provision, Net of Federal Benefit	(376)	(462)	(212)
Non-deductible Permanent Items, Net	—	7	10
Change in Valuation Allowance	1,197	1,256	787
Other	11	(126)	(766)
Net Income Tax Provision	\$(1,193)	\$(1,089)	\$(117)

We evaluate tax positions taken in the financial statements on a quarterly basis under the interpretation for accounting for uncertainty in income taxes. As a result of this evaluation, we may recognize a tax benefit from an uncertain tax position only if it is “more-likely-than-not” that the tax position will be sustained on examination by taxing authorities. As of December 31, 2017, we do not have any unrecognized tax benefits.

We file income tax returns in the U.S. and various states. The statute of limitations for income tax returns is generally three years. As such, our tax returns that are subject to examination would be primarily from 2014 and thereafter.

Federal Income Tax Treatment of Common Dividends

For income tax purposes, dividends paid to the Company’s common shareholders are characterized as ordinary income, capital gains or as a return of a shareholder’s invested capital. For the years ended December 31, 2017, 2016 and 2015, the dividends per common share were characterized as follows:

	2017		2016		2015	
	As a Percentage of Distributions	Distributions	As a Percentage of Distributions	Distributions	As a Percentage of Distributions	Distributions
Ordinary Income	\$0.6552	74.23%	\$0.6935	82.53%	\$0.2629	67.93%
Unrecaptured Section 1250 Gain	0.1627	18.43%	0.1130	13.45%	0.1241	32.07%
Capital Gain	0.0648	7.34%	0.0066	0.78%	—	0.00%
Nondividend Distribution - Return of Capital	—	0.00%	0.0272	3.24%	—	0.00%
	\$0.8827	100.00%	\$0.8403	100.00%	\$0.3870	100.00%

The income tax characterization of dividends to common shareholders is based on the calculation of Taxable Earnings and Profits, as defined in the Code. Taxable Earnings and Profits differ from regular taxable income due primarily to differences in the estimated useful lives and methods used to compute depreciation and in the recognition of gains and losses on the sale of real estate assets.

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

10. Future Rental Revenues

Our properties are leased to tenants under net and semi-net operating leases. Future minimum rental receipts, excluding tenant reimbursements of expenses, under non-cancelable operating leases executed as of December 31, 2017 are approximately as follows:

2018	\$ 287,809
2019	254,064
2020	216,135
2021	170,559
2022	132,118
Thereafter	<u>356,402</u>
Total	<u><u>\$1,417,087</u></u>

11. Benefit Plans

Stock Based Compensation

The Company maintains a stock incentive plan (the “Stock Incentive Plan”), which is administered by the Compensation Committee of the Board of Directors. Officers, certain employees and the Company’s independent directors generally are eligible to participate in the Stock Incentive Plan. Awards made under the Stock Incentive Plan can be in the form of restricted stock awards, restricted stock unit awards, performance share awards, dividend equivalent rights, non-statutory stock options and stock appreciation rights. Special provisions apply to awards granted under the Stock Incentive Plan in the event of a change in control in the Company. As of December 31, 2017, awards covering 1.9 million shares of common stock were available to be granted under the Stock Incentive Plan.

Restricted Stock or Restricted Unit Awards

For the years ended December 31, 2017, 2016 and 2015, the Company awarded 260,685, 308,373 and 216,975 shares, respectively, of restricted stock awards to certain employees, which had a fair value of \$6,871, \$6,047 and \$4,708 on the date such awards were approved by either the Compensation Committee of the Board of Directors or the Company’s stockholders of the Stock Incentive Plan, as the case may be. These restricted stock awards were granted based upon the achievement of certain corporate performance goals and generally vest over a period of three years. Additionally, during the years ended December 31, 2017, 2016 and 2015, the Company awarded 15,108, 14,460 and 17,385 shares, respectively, of restricted stock to non-employee members of the Board of Directors, which had a fair value of \$420, \$350 and \$350 on the date of approval. These restricted stock awards vest over a one-year period. The Operating Partnership issued restricted Unit awards to the Company in the same amount for both restricted stock awards.

Compensation expense is charged to earnings over the vesting periods for the restricted stock or restricted Unit awards expected to vest except if the recipient is not required to provide future service in exchange for vesting of such restricted stock or restricted Unit awards. If vesting of a recipient’s restricted stock or restricted Unit awards is not contingent upon future service, the expense is recognized immediately at the date of grant. During the years ended December 31, 2017, 2016 and 2015, we recognized \$1,590, \$1,710 and \$1,352, respectively, of compensation expense related to restricted stock or restricted Unit awards granted to our former Chief Executive Officer for which future service was not required.

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

LTIP Unit Awards

For the years ended December 31, 2017 and 2016, the Company granted to certain employees 195,951 and 254,524 Long-Term Incentive Program (“LTIP”) performance units (“LTIP Unit Awards”), which had a fair value of \$2,473 and \$2,561 on the grant date. The LTIP Unit Awards vest based upon the relative total shareholder return (“TSR”) of the Company’s common stock compared to the TSRs of the MSCI US REIT Index and the NAREIT Industrial Index over a performance period of three years. Compensation expense is charged to earnings on a straight-line basis over the respective performance periods. At the end of the respective performance periods each participant will be issued shares of the Company’s common stock equal to the maximum shares issuable to the participant for the performance period multiplied by a percentage, ranging from 0% to 100%, based on the Company’s TSR as compared to the TSRs of the MSCI US REIT Index and the NAREIT Industrial Index. The participant is also entitled to dividend equivalents for shares issued pursuant to vested LTIP Unit Awards. The Operating Partnership issues General Partner Units to the Company in the same amounts for vested LTIP Unit Awards.

The fair values of the LTIP Unit Awards at issuance were determined by a lattice-binomial option-pricing model based on Monte Carlo simulations using the following assumptions:

	<u>Year Ended December 31, 2017</u>	<u>Year Ended December 31, 2016</u>
Expected dividend yield	2.71%	2.31%
Expected volatility - range used	21.50% - 21.80%	21.01% - 21.19%
Expected volatility - weighted average	21.68%	20.92%
Risk-free interest rate	0.66% - 1.58%	0.48% - 1.43%

Outstanding Restricted Stock or Restricted Unit Awards and LTIP Unit Awards

For the years ended December 31, 2017, 2016 and 2015, we recognized \$8,611, \$7,371 and \$7,177, respectively, in amortization related to restricted stock or restricted Unit awards and LTIP Unit Awards. Restricted stock or restricted Unit award and LTIP Unit Award amortization capitalized in connection with development activities was not significant. At December 31, 2017, we had \$7,752 in unrecognized compensation related to unvested restricted stock or restricted Unit awards and LTIP Unit Awards. The weighted average period that the unrecognized compensation is expected to be recognized is 0.88 years.

Restricted stock or restricted Unit award and LTIP Unit Award transactions for the year ended December 31, 2017 are summarized as follows:

	<u>Awards</u>	<u>Weighted Average Grant Date Fair Value</u>
Outstanding at December 31, 2016	917,532	\$14.35
Issued	471,744	\$20.70
Forfeited	(8,034)	\$19.61
Vested	<u>(268,414)</u>	\$21.36
Outstanding at December 31, 2017	<u>1,112,828</u>	\$15.31

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

401(k)/Profit Sharing Plan

Under the Company's 401(k)/Profit Sharing Plan, all eligible employees may participate by making voluntary contributions and the Company may make, but is not required to make, matching contributions, which are funded by the Operating Partnership. For the years ended December 31, 2017, 2016 and 2015, total expense related to matching contributions was \$518, \$509 and \$471, respectively.

12. Derivatives

Our objectives in using derivatives are to add stability to interest expense and to manage our cash flow volatility and exposure to interest rate movements. To accomplish this objective, we primarily use interest rate protection agreements as part of our interest rate risk management strategy. Interest rate protection agreements designated as cash flow hedges involve the receipt of variable-rate amounts from a counterparty in exchange for fixed-rate payments over the life of the agreements without exchange of the underlying notional amount.

In connection with the originations of the Unsecured Term Loans (see Note 4), we entered into interest rate protection agreements to manage our exposure to changes in the one month LIBOR rate. The four interest rate protection agreements, which fix the variable rate of the 2014 Unsecured Term Loan, have an aggregate notional value of \$200,000, mature on January 29, 2021 and fix the LIBOR rate at a weighted average rate of 2.29% (the "2014 Swaps"). The six interest rate protection agreements, which fix the variable rate of the 2015 Unsecured Term Loan, have an aggregate notional value of \$260,000, mature on September 12, 2022 and fix the LIBOR rate at a weighted average rate of 1.79% (the "2015 Swaps"). We designated the 2014 Swaps and 2015 Swaps as cash flow hedges.

During the year ended December 31, 2014, we entered into three interest rate protection agreements, with an aggregate notional value of \$220,000, to manage our exposure to changes in the three month LIBOR rate (the "Settled Swaps") related to an anticipated unsecured debt offering. At origination, we designated the Settled Swaps as cash flow hedges but, during the three months ended March 31, 2015, the Settled Swaps were de-designated and the fair market value loss of \$12,990 was reclassified to earnings from other comprehensive income since we determined the forecasted offering of unsecured debt was no longer probable to occur within the time period stated in the designation memos. During the year ended December 31, 2015, we made a settlement payment of \$11,546 to our derivative counterparties, which is recognized as settlement loss on interest rate protection agreements.

Derivative Instruments Not Designated for Hedge Accounting Treatment

In September 2017, we entered into two interest rate protection agreements (the "Treasury Locks"), with an aggregate notional value of \$100,000, in order to fix the interest rate on an anticipated unsecured debt offering. The Treasury Locks fixed the ten year U.S. Treasury rate at a weighted average rate of approximately 2.18%. Due to the strict requirements surrounding the application of hedge accounting, we elected not to designate the Treasury Locks as hedges. As such, the change in the fair value of the Treasury Locks is recorded within the income statement as opposed to being recorded in other comprehensive income. During the year ended December 31, 2017 we settled the Treasury Locks and recognized \$1,896 in settlement gain on interest rate protection agreements.

Our agreements with our derivative counterparties contain provisions where if we default on any of our indebtedness, then we could also be declared in default on our derivative obligations subject to certain thresholds. As of December 31, 2017, we had not posted any collateral related to these agreements and were not in breach of any of the provisions of these agreements. If we had breached these agreements, we could have been required to settle our obligations under the agreements at their termination value.

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

The following table sets forth our financial assets and liabilities related to the 2014 Swaps and 2015 Swaps, which are included in prepaid expenses and other assets and accounts payable, accrued expenses and other liabilities on the consolidated balance sheets and are accounted for at fair value on a recurring basis as of December 31, 2017:

<u>Description</u>	<u>Fair Value</u>	<u>Fair Value Measurements at Reporting Date Using:</u>		
		<u>Quoted Prices in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Unobservable Inputs (Level 3)</u>
<i>Derivatives designated as a hedging instrument:</i>				
Assets:				
2015 Swaps	\$ 3,860	—	\$ 3,860	—
Liabilities:				
2014 Swaps	\$(1,474)	—	\$(1,474)	—

There was no ineffectiveness recorded on the 2014 Swaps and 2015 Swaps during the year ended December 31, 2017.

The estimated fair value of the 2014 Swaps and 2015 Swaps was determined using the market standard methodology of netting the discounted fixed cash payments and the discounted expected variable cash receipts. The variable cash receipts are based on an expectation of interest rates (forward curves) derived from observable market interest rate curves. In addition, credit valuation adjustments are incorporated in the fair value to account for potential non-performance risk, including our own non-performance risk and the respective counterparty's non-performance risk. We determined that the significant inputs used to value the 2014 Swaps and 2015 Swaps fell within Level 2 of the fair value hierarchy.

13. Related Party Transactions

At December 31, 2017 and 2016, the Operating Partnership had receivable balances of \$10,129 and \$10,448, respectively, from a direct wholly-owned subsidiary of the Company.

14. Commitments and Contingencies

In the normal course of business, we are involved in legal actions arising from the ownership of our industrial properties. In our opinion, the liabilities, if any, that may ultimately result from such legal actions are not expected to have a materially adverse effect on our consolidated financial position, operations or liquidity.

Four properties have leases granting the tenants options to purchase the property. Such options are exercisable at various times at appraised fair market value or at a fixed purchase price. None of the tenant purchase options have been exercised.

At December 31, 2017, we had outstanding letters of credit and performance bonds in the aggregate amount of \$20,188.

In conjunction with the development of industrial properties, we have entered into agreements with general contractors for the construction of industrial properties. At December 31, 2017, we had 11 industrial properties totaling approximately 4.2 million square feet of GLA under construction. The estimated total investment as of

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

December 31, 2017 is approximately \$291,000 (unaudited). Of this amount, approximately \$175,800 (unaudited) remains to be funded. There can be no assurance that the actual completion cost will not exceed the estimated total investment.

During the year ended December 31, 2016, a fire significantly destroyed one industrial property totaling approximately 0.03 million square feet of GLA located in San Diego, California. In a separate event, on April 3, 2017, a fire caused significant damage to one industrial property totaling approximately 0.08 million square feet of GLA located in Los Angeles, California. During the respective periods in which the fires occurred, we wrote off the unamortized net book value of the building improvements for the damaged portions of the industrial properties and recorded a receivable from our insurance company for the amount of the write off, less our \$25 deductible per occurrence. During the year ended December 31, 2017, we collected insurance proceeds in excess of the amounts we wrote off related to unamortized net book value of the building improvements.

Ground and Operating Lease Agreements

For the years ended December 31, 2017, 2016 and 2015, we recognized \$1,419, \$1,380 and \$1,281, respectively, in operating and ground lease expense.

Future minimum rental payments under the terms of all non-cancelable ground and operating leases under which we are the lessee as of December 31, 2017 are as follows:

2018	\$ 1,495
2019	772
2020	678
2021	630
2022	583
Thereafter	<u>27,139</u>
Total(A)	<u>\$31,297</u>

(A) Minimum rental payments have not been reduced by minimum sublease rentals of \$783 due in the future under non-cancelable subleases.

15. Subsequent Events

From January 1, 2018 to February 23, 2018, we acquired one industrial property and one land parcel for a purchase price of approximately \$15,625, excluding costs incurred in conjunction with the acquisition of the industrial property.

During January 2018, the Company restructured its staffing to align its personnel with changes in its portfolio. The severance and other costs associated with the restructuring is approximately \$1,000.

During February 2018, the Company renewed a lease on a long term basis for a 1.3 million square feet facility located in Eastern PA, that was set to expire during the three months ended March 31, 2018.

Effective as of January 1, 2018, the Company, as general partner of the Operating Partnership, adopted a First Amendment to the Twelfth Amended and Restated Limited Partnership Agreement (the "LPA Amendment") to amend the Twelfth Amended and Restated Limited Partnership Agreement of the Operating

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

Partnership (the “Existing LPA”) to provide that the General Partner, who had existing authority regarding tax matters decision-making authority as the “Tax Matters Partner” of the Operating Partnership under the Existing LPA, would also be designated as the “Partnership Representative” of the Operating Partnership pursuant to the revised partnership audit rules adopted pursuant to the Bipartisan Budget Act of 2015 with respect to taxable years starting January 1, 2018. A conformed copy of the Existing LPA, which incorporates the amendments effectuated pursuant to the LPA Amendment, is attached as Exhibit 3.9 to the Company’s Form 10-K for the year ended December 31, 2017.

On February 15, 2018, the Operating Partnership issued \$150,000 of 3.86% Series C Guaranteed Senior Notes due February 15, 2028 (the “2028 Private Placement Notes”) and \$150,000 of 3.96% Series D Guaranteed Senior Notes due February 15, 2030 (the “2030 Private Placement Notes”) in a private placement pursuant to a Note and Guaranty Agreement dated December 12, 2017. The 2028 Private Placement Notes and the 2030 Private Placement Notes are unsecured obligations of the Operating Partnership that are fully and unconditionally guaranteed by the Company and require semi-annual interest payments.

We anticipate paying off \$157,782 of mortgage loans payable which were originally scheduled to mature on June 1, 2018 on or about March 1, 2018.

16. Quarterly Financial Information (unaudited)

The following tables summarize the Company’s unaudited quarterly financial information for each of the years ended December 31, 2017 and 2016.

	Year Ended December 31, 2017			
	First Quarter	Second Quarter	Third Quarter	Fourth Quarter
Total Revenues	<u>\$ 97,383</u>	<u>\$ 97,579</u>	<u>\$ 99,310</u>	<u>\$ 102,130</u>
Net Income Available to First Industrial Realty Trust, Inc.’s Common Stockholders and Participating Securities	\$ 22,709	\$ 37,562	\$ 43,198	\$ 97,987
Net Income Allocable to Participating Securities	<u>(67)</u>	<u>(129)</u>	<u>(145)</u>	<u>(331)</u>
Net Income Available to First Industrial Realty Trust, Inc.’s Common Stockholders	<u>\$ 22,642</u>	<u>\$ 37,433</u>	<u>\$ 43,053</u>	<u>\$ 97,656</u>
Basic EPS:				
Net Income Available to First Industrial Realty Trust, Inc.’s Common Stockholders	<u>\$ 0.19</u>	<u>\$ 0.32</u>	<u>\$ 0.36</u>	<u>\$ 0.82</u>
Diluted EPS:				
Net Income Available to First Industrial Realty Trust, Inc.’s Common Stockholders	<u>\$ 0.19</u>	<u>\$ 0.32</u>	<u>\$ 0.36</u>	<u>\$ 0.81</u>
Weighted Average Shares Basic/Diluted (In Thousands):				
Weighted Average Shares - Basic	<u>116,837</u>	<u>117,299</u>	<u>119,446</u>	<u>119,462</u>
Weighted Average Shares - Diluted	<u>117,261</u>	<u>117,779</u>	<u>119,990</u>	<u>120,076</u>

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

	Year Ended December 31, 2016			
	First Quarter	Second Quarter	Third Quarter	Fourth Quarter
Total Revenues	\$ 93,467	\$ 93,015	\$ 93,562	\$ 97,976
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders and Participating Securities	\$ 15,688	\$ 50,229	\$ 31,519	\$ 23,796
Net Income Allocable to Participating Securities	(63)	(180)	(110)	(82)
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders	\$ 15,625	\$ 50,049	\$ 31,409	\$ 23,714
Basic EPS:				
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders	\$ 0.14	\$ 0.43	\$ 0.27	\$ 0.20
Diluted EPS:				
Net Income Available to First Industrial Realty Trust, Inc.'s Common Stockholders	\$ 0.14	\$ 0.43	\$ 0.27	\$ 0.20
Weighted Average Shares Basic/Diluted (In Thousands):				
Weighted Average Shares - Basic	110,793	116,191	116,467	116,636
Weighted Average Shares - Diluted	110,985	116,558	116,864	117,042

The following tables summarize the Operating Partnership's unaudited quarterly financial information for each of the years ended December 31, 2017 and 2016.

	Year Ended December 31, 2017			
	First Quarter	Second Quarter	Third Quarter	Fourth Quarter
Total Revenues	\$ 97,383	\$ 97,579	\$ 99,310	\$ 102,130
Net Income Available to Unitholders and Participating Securities	\$ 23,464	\$ 38,827	\$ 44,613	\$ 101,254
Net Income Allocable to Participating Securities	(66)	(129)	(145)	(331)
Net Income Available to Unitholders	\$ 23,398	\$ 38,698	\$ 44,468	\$ 100,923
Basic EPU:				
Net Income Available to Unitholders	\$ 0.19	\$ 0.32	\$ 0.36	\$ 0.82
Diluted EPU:				
Net Income Available to Unitholders	\$ 0.19	\$ 0.32	\$ 0.36	\$ 0.81
Weighted Average Units Basic/Diluted (In Thousands):				
Weighted Average Units - Basic	120,877	121,339	123,483	123,483
Weighted Average Units - Diluted	121,301	121,819	124,027	124,097

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)

	<u>Year Ended December 31, 2016</u>			
	<u>First Quarter</u>	<u>Second Quarter</u>	<u>Third Quarter</u>	<u>Fourth Quarter</u>
Total Revenues	\$ 93,467	\$ 93,015	\$ 93,562	\$ 97,976
Net Income Available to Unitholders and Participating Securities	\$ 16,281	\$ 52,048	\$ 32,630	\$ 24,588
Net Income Allocable to Participating Securities	(63)	(180)	(110)	(83)
Net Income Available to Unitholders	<u>\$ 16,218</u>	<u>\$ 51,868</u>	<u>\$ 32,520</u>	<u>\$ 24,505</u>
Basic EPU:				
Net Income Available to Unitholders	<u>\$ 0.14</u>	<u>\$ 0.43</u>	<u>\$ 0.27</u>	<u>\$ 0.20</u>
Diluted EPU:				
Net Income Available to Unitholders	<u>\$ 0.14</u>	<u>\$ 0.43</u>	<u>\$ 0.27</u>	<u>\$ 0.20</u>
Weighted Average Units Basic/Diluted (In Thousands):				
Weighted Average Units - Basic	<u>115,096</u>	<u>120,486</u>	<u>120,740</u>	<u>120,740</u>
Weighted Average Units - Diluted	<u>115,288</u>	<u>120,853</u>	<u>121,137</u>	<u>121,146</u>

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SCHEDULE III:
REAL ESTATE AND ACCUMULATED DEPRECIATION
As of December 31, 2017

Building Address	Location (City/State)	(a)		(b)		(c)		Accumulated Depreciation 12/31/2017	Year Acquired/ Constructed	Depreciable Lives (Years)	
		Encumbrances	Land Improvements	Initial Cost		Buildings and Improvements	Land Improvements				Buildings and Improvements Total
				Buildings and Improvements	Buildings and Improvements						
(In thousands)											
Atlanta											
1650 Highway 155	McDonough, GA	—	779	4,544	(755)	356	4,212	4,568	2,467	1994 (i)	
4051 Southmeadow Parkway	Atlanta, GA	—	726	4,130	1,662	726	5,792	6,518	2,881	1994 (i)	
4071 Southmeadow Parkway	Atlanta, GA	—	750	4,460	1,835	828	6,217	7,045	3,313	1994 (i)	
4081 Southmeadow Parkway	Atlanta, GA	—	1,012	5,918	2,088	1,157	7,861	9,018	4,077	1994 (i)	
5570 Tulane Drive (d)	Atlanta, GA	2,131	527	2,984	1,232	546	4,197	4,743	1,976	1996 (i)	
955 Cobb Place	Kennesaw, GA	2,803	780	4,420	1,036	804	5,432	6,236	2,613	1997 (i)	
1005 Sigman Road	Conyers, GA	2,192	566	3,134	1,176	574	4,302	4,876	1,628	1999 (i)	
2050 East Park Drive	Conyers, GA	—	452	2,504	860	459	3,357	3,816	1,346	1999 (i)	
3060 South Park Blvd	Ellenwood, GA	—	1,600	12,464	3,202	1,604	15,662	17,266	5,482	2003 (i)	
175 Greenwood Industrial Parkway	McDonough, GA	4,127	1,550	—	7,632	1,550	7,632	9,182	2,603	2004 (i)	
5095 Phillip Lee Drive	Atlanta, GA	3,630	735	3,627	493	740	4,115	4,855	3,182	2005 (i)	
6514 Warren Drive	Norcross, GA	—	510	1,250	133	513	1,380	1,893	560	2005 (i)	
6544 Warren Drive	Norcross, GA	—	711	2,310	334	715	2,640	3,355	1,183	2005 (i)	
5356 E. Ponce De Leon	Stone Mountain, GA	—	604	3,888	3	610	3,885	4,495	2,271	2005 (i)	
5390 E. Ponce De Leon	Stone Mountain, GA	—	397	1,791	206	402	1,992	2,394	951	2005 (i)	
195 & 197 Collins Boulevard	Athens, GA	—	1,410	5,344	539	989	6,304	7,293	4,078	2005 (i)	
1755 Enterprise Drive	Buford, GA	1,181	712	2,118	(202)	716	1,912	2,628	825	2006 (i)	
4555 Atwater Court	Buford, GA	2,035	881	3,550	96	885	3,642	4,527	1,402	2006 (i)	
80 Liberty Industrial Parkway	McDonough, GA	—	756	3,695	(1,392)	467	2,592	3,059	1,105	2007 (i)	
596 Bonnie Valentine	Pendergrass, GA	—	2,580	21,730	2,537	2,594	24,253	26,847	6,929	2007 (i)	
11415 Old Roswell Road	Alpharetta, GA	—	2,403	1,912	808	2,428	2,695	5,123	867	2008 (i)	
1281 Highway 155 S.	McDonough, GA	—	2,501	—	17,055	2,501	17,055	19,556	592	2016 (i)	
Baltimore											
9700 Martin Luther King Hwy	Lanham, MD	—	700	1,920	638	700	2,558	3,258	1,077	2003 (i)	
9730 Martin Luther King Hwy	Lanham, MD	—	500	955	433	500	1,388	1,888	644	2003 (i)	
4621 Boston Way	Lanham, MD	—	1,100	3,070	1,084	1,100	4,154	5,254	1,815	2003 (i)	
4720 Boston Way	Lanham, MD	—	1,200	2,174	838	1,200	3,012	4,212	1,310	2003 (i)	
22520 Randolph Drive	Dulles, VA	—	3,200	8,187	187	3,208	8,366	11,574	2,245	2004 (i)	

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As of December 31, 2017

Building Address	Location (City/State)	(a)		(b) Initial Cost	(c) Costs Capitalized Subsequent to Acquisition or Completion		Gross Amount Carried At Close of Period 12/31/17	Accumulated Depreciation 12/31/2017	Year Acquired/ Constructed	Depreciable Lives (Years)	
		Encumbrances	Land		Buildings and Improvements	Provision					Buildings and Improvements
22630 Dulles Summit Court	Dulles, VA	—	2,200	9,346	(903)	2,206	8,437	10,643	2,531	2004	(i)
4370-4383 Lottsford Vista Road	Lanham, MD	—	279	1,358	63	296	1,404	1,700	471	2005	(i)
4400 Lottsford Vista Road	Lanham, MD	—	351	1,955	(21)	372	1,913	2,285	606	2005	(i)
4420 Lottsford Vista Road	Lanham, MD	—	539	2,196	289	568	2,456	3,024	825	2005	(i)
11204 McCormick Road	Hunt Valley, MD	—	1,017	3,132	210	1,038	3,321	4,359	1,637	2005	(i)
11110 Pepper Road	Hunt Valley, MD	—	918	2,529	300	938	2,809	3,747	1,324	2005	(i)
11100-11120 Gilroy Road	Hunt Valley, MD	—	901	1,455	67	919	1,504	2,423	696	2005	(i)
10709 Gilroy Road	Hunt Valley, MD	2,014	913	2,705	(103)	913	2,602	3,515	1,596	2005	(i)
10707 Gilroy Road	Hunt Valley, MD	—	1,111	3,819	564	1,136	4,358	5,494	2,169	2005	(i)
38 Loveton Circle	Sparks, MD	—	1,648	2,151	(192)	1,690	1,917	3,607	967	2005	(i)
1225 Bengies Road	Baltimore, MD	—	2,640	270	13,510	2,823	13,597	16,420	4,311	2008	(i)
400 Old Post Road	Aberdeen, MD	—	3,411	17,144	1,486	3,411	18,630	22,041	1,584	2015	(i)
500 Old Post Road	Aberdeen, MD	—	5,959	30,533	146	5,959	30,679	36,638	2,712	2015	(i)
Central/Eastern Pennsylvania											
1214-B Freedom Road	Cranberry Township, PA	1,008	31	994	613	200	1,438	1,638	1,324	1994	(i)
401 Russell Drive	Middletown, PA	—	262	857	1,799	287	2,631	2,918	2,141	1994	(i)
2700 Commerce Drive	Middletown, PA	—	196	997	797	206	1,784	1,990	1,527	1994	(i)
2701 Commerce Drive	Middletown, PA	1,477	141	859	1,399	164	2,235	2,399	1,620	1994	(i)
2780 Commerce Drive	Middletown, PA	1,235	113	743	1,150	209	1,797	2,006	1,537	1994	(i)
350 Old Silver Spring Road	Mechanicsburg, PA	—	510	2,890	6,449	541	9,308	9,849	4,453	1997	(i)
16522 Hunters Green Parkway	Hagerstown, MD	12,010	1,390	13,104	5,007	1,863	17,638	19,501	5,571	2003	(i)
18212 Shawley Drive	Hagerstown, MD	5,020	1,000	5,847	1,304	1,016	7,135	8,151	2,328	2004	(i)
37 Valley View Drive	Jessup, PA	2,303	542	—	3,197	532	3,207	3,739	1,005	2004	(i)
14 McFadden Road	Palmer, PA	—	600	1,349	(274)	625	1,050	1,675	367	2004	(i)
431 Railroad Avenue	Shiremanstown, PA	—	1,293	7,164	1,968	1,341	9,084	10,425	4,845	2005	(i)
6951 Allentown Blvd	Harrisburg, PA	—	585	3,176	315	601	3,475	4,076	1,640	2005	(i)
320 Reliance Road	Washington, PA	—	201	1,819	(348)	178	1,494	1,672	875	2005	(i)
2801 Red Lion Road	Philadelphia, PA	—	950	5,916	7	964	5,909	6,873	2,928	2005	(i)
1351 Eisenhower Blvd., Bldg. 1	Harrisburg, PA	—	382	2,343	8	387	2,346	2,733	740	2006	(i)

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SCHEDULE III:
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As of December 31, 2017

Building Address	Location (City/State)	(a)		(b)		Gross Amount Carried At Close of Period 12/31/17	Accumulated Depreciation 12/31/2017	Year Acquired/ Constructed	Depreciable Lives (Years)		
		Encumbrances	Land Improvements	(c)							
				Buildings and Improvements	Land Improvements					Buildings and Improvements Total	
				Initial Cost	Capitalized Costs Subsequent to Acquisition or Completion						
					Provision						
						(In thousands)					
1351 Eisenhower Blvd., Bldg. 2	Harrisburg, PA	—	436	1,587	(223)	443	1,357	1,800	473	2006	(i)
200 Cascade Drive, Bldg. 1	Allentown, PA	12,693	2,133	17,562	745	2,769	17,671	20,440	7,402	2007	(i)
200 Cascade Drive, Bldg. 2	Allentown, PA	1,628	310	2,268	67	316	2,329	2,645	831	2007	(i)
1490 Dennison Circle	Carlisle, PA	—	1,500	—	13,874	2,341	13,033	15,374	4,083	2008	(i)
298 First Avenue	Covington Twp, PA	—	7,022	—	57,325	7,019	57,328	64,347	13,543	2008	(i)
225 Cross Farm Lane	York, PA	17,172	4,718	—	23,163	4,715	23,166	27,881	5,941	2008	(i)
6300 Bristol Pike	Levittown, PA	—	1,074	2,642	(110)	964	2,642	3,606	2,230	2008	(i)
2455 Boulevard of Generals	Norristown, PA	3,123	1,200	4,800	950	1,226	5,724	6,950	2,014	2008	(i)
105 Steamboat Blvd	Manchester, PA	—	4,085	14,464	1	4,070	14,480	18,550	3,451	2012	(i)
20 Leo Lane	York County, PA	—	6,884	—	27,442	6,889	27,437	34,326	2,724	2013	(i)
3895 Eastgate Blvd, Bldg. A	Easton, PA	—	4,855	—	17,788	4,388	18,255	22,643	1,096	2015	(i)
3895 Eastgate Blvd, Bldg. B	Easton, PA	—	3,459	—	13,816	3,128	14,147	17,275	932	2015	(i)
Chicago											
720-730 Landwehr Drive	Northbrook, IL	—	521	2,982	855	521	3,837	4,358	2,107	1994	(i)
1385 101st Street	Lemont, IL	3,705	967	5,554	1,723	968	7,276	8,244	3,884	1994	(i)
2300 Windsor Court	Addison, IL	3,492	688	3,943	1,040	696	4,975	5,671	2,885	1994	(i)
305-311 Era Drive	Northbrook, IL	—	200	1,154	1,242	205	2,391	2,596	1,039	1994	(i)
800 Business Drive	Mount Prospect, IL	—	631	3,493	328	666	3,786	4,452	1,622	2000	(i)
580 Slawin Court	Mount Prospect, IL	734	233	1,292	(37)	162	1,326	1,488	689	2000	(i)
1005 101st Street	Lemont, IL	5,420	1,200	6,643	1,619	1,220	8,242	9,462	3,050	2001	(i)
175 Wall Street	Glendale Heights, IL	1,565	427	2,363	692	433	3,049	3,482	997	2002	(i)
251 Airport Road	North Aurora, IL	4,155	983	—	6,924	983	6,924	7,907	2,889	2002	(i)
1661 Feehanville Drive	Mount Prospect, IL	—	985	5,455	3,735	1,044	9,131	10,175	4,254	2004	(i)
400 Crossroads Pkwy	Bolingbrook, IL	5,273	1,178	9,453	1,102	1,181	10,552	11,733	4,175	2005	(i)
7801 W. Industrial Drive	Forest Park, IL	—	1,215	3,020	1,314	1,220	4,329	5,549	1,830	2005	(i)
725 Kimberly Drive	Carol Stream, IL	—	793	1,395	234	801	1,621	2,422	815	2005	(i)
17001 S. Vincennes	Thornton, IL	—	497	504	3	513	491	1,004	415	2005	(i)
2900 W. 166th Street	Markham, IL	—	1,132	4,293	(881)	1,134	3,410	4,544	1,158	2007	(i)
555 W. Algonquin Road	Arlington Heights, IL	1,899	574	741	1,936	579	2,672	3,251	990	2007	(i)

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		Encumbrances	Land Improvements	Initial Cost		Buildings and Improvements	Provision				Capitalized Subsequent to Acquisition or Completion	Gross Amount Carried At Close of Period 12/31/17
				Buildings and Improvements	Land Improvements							
(In thousands)												
1501 Oakton Street	Elk Grove Village, IL	6,095	3,369	6,121	134	3,482	6,142	9,624	1,902	2008	(i)	
16500 W. 103rd Street	Woodridge, IL	—	744	2,458	143	762	2,583	3,345	965	2008	(i)	
8505 50th Street	Kenosha, WI	—	3,212	—	32,956	3,212	32,956	36,168	8,027	2008	(i)	
4100 Rock Creek Blvd	Joliet, IL	—	4,476	16,061	634	4,476	16,695	21,171	3,085	2013	(i)	
10100 58th Place	Kenosha, WI	—	4,201	17,604	1,203	4,201	18,807	23,008	4,378	2013	(i)	
401 Airport Road	North Aurora, IL	—	534	1,957	12	534	1,969	2,503	299	2014	(i)	
3737 84th Avenue	Somers, WI	—	1,943	—	24,144	1,943	24,144	26,087	1,000	2016	(i)	
81 Paragon Drive	Romeoville, IL	—	1,787	7,252	689	1,787	7,941	9,728	300	2016	(i)	
10680 88th Avenue	Pleasant Prairie, WI	—	1,376	4,757	—	1,376	4,757	6,133	34	2017	(i)	
8725 31st Street	Somers, WI	—	2,133	—	26,478	2,134	26,477	28,611	575	2017	(i)	
Cincinnati												
4700-4750 Creek Road	Blue Ash, OH	—	1,080	6,118	1,510	1,109	7,599	8,708	3,743	1996	(i)	
4436 Muhlhauer Road	Hamilton, OH	3,614	630	—	5,238	630	5,238	5,868	1,954	2002	(i)	
4438 Muhlhauer Road	Hamilton, OH	—	779	—	6,355	779	6,355	7,134	2,458	2002	(i)	
420 Wards Corner Road	Loveland, OH	—	600	1,083	945	606	2,022	2,628	826	2003	(i)	
422 Wards Corner Road	Loveland, OH	—	600	1,811	385	592	2,204	2,796	793	2003	(i)	
4663 Dues Drive	Westchester, OH	—	858	2,273	606	875	2,862	3,737	1,801	2005	(i)	
9345 Princeton-Glendale Road	Westchester, OH	1,279	818	1,648	380	840	2,006	2,846	1,533	2006	(i)	
9525 Glades Drive	Westchester, OH	—	347	1,323	112	355	1,427	1,782	602	2007	(i)	
9774-9792 Windisch Road	Westchester, OH	—	392	1,744	421	394	2,163	2,557	795	2007	(i)	
9808-9830 Windisch Road	Westchester, OH	—	395	2,541	261	397	2,800	3,197	913	2007	(i)	
9842-9862 Windisch Road	Westchester, OH	—	506	3,148	157	508	3,303	3,811	1,052	2007	(i)	
9872-9898 Windisch Road	Westchester, OH	—	546	3,039	159	548	3,196	3,744	1,127	2007	(i)	
9902-9922 Windisch Road	Westchester, OH	—	623	4,003	1,293	627	5,292	5,919	2,276	2007	(i)	
Cleveland												
30311 Emerald Valley Parkway	Glenwillow, OH	7,102	681	11,838	993	691	12,821	13,512	5,305	2006	(i)	
30333 Emerald Valley Parkway	Glenwillow, OH	—	466	5,447	(615)	475	4,823	5,298	1,734	2006	(i)	
7800 Cochran Road	Glenwillow, OH	3,750	972	7,033	338	991	7,352	8,343	2,864	2006	(i)	
7900 Cochran Road	Glenwillow, OH	3,761	775	6,244	137	792	6,364	7,156	2,546	2006	(i)	

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		Encumbrances	Land	Initial Cost		Buildings and Improvements	Provision					Land	Improvements	Total
				Buildings and Improvements	Buildings and Improvements									
7905 Cochran Road	Glenwillow, OH	4,090	920	6,174	45	922	6,217	7,139	2,224	2006	(i)			
8181 Darrow Road	Twinsburg, OH	6,992	2,478	6,791	2,084	2,496	8,857	11,353	5,000	2008	(i)			
Dallas/Ft. Worth														
2406-2416 Walnut Ridge	Dallas, TX	—	178	1,006	592	172	1,604	1,776	680	1997	(i)			
2401-2419 Walnut Ridge	Dallas, TX	—	148	839	416	142	1,261	1,403	571	1997	(i)			
900-906 Great Southwest Pkwy	Arlington, TX	—	237	1,342	478	270	1,787	2,057	847	1997	(i)			
3000 West Commerce	Dallas, TX	—	456	2,584	1,160	469	3,731	4,200	1,833	1997	(i)			
405-407 113th	Arlington, TX	—	181	1,026	464	185	1,486	1,671	677	1997	(i)			
816 111th Street	Arlington, TX	—	251	1,421	139	258	1,553	1,811	755	1997	(i)			
7427 Dogwood Park	Richland Hills, TX	—	96	532	316	102	842	944	355	1998	(i)			
7348-54 Tower Street	Richland Hills, TX	—	88	489	218	94	701	795	316	1998	(i)			
7339-41 Tower Street	Richland Hills, TX	—	98	541	175	104	710	814	317	1998	(i)			
7437-45 Tower Street	Richland Hills, TX	—	102	563	423	108	980	1,088	361	1998	(i)			
7331-59 Airport Freeway	Richland Hills, TX	1,813	354	1,958	632	372	2,572	2,944	1,143	1998	(i)			
7338-60 Dogwood Park	Richland Hills, TX	—	106	587	257	112	838	950	365	1998	(i)			
7450-70 Dogwood Park	Richland Hills, TX	—	106	584	152	112	730	842	338	1998	(i)			
7423-49 Airport Freeway	Richland Hills, TX	1,527	293	1,621	565	308	2,171	2,479	944	1998	(i)			
7400 Whitehall Street	Richland Hills, TX	—	109	603	95	115	692	807	321	1998	(i)			
1602-1654 Terre Colony	Dallas, TX	—	458	2,596	864	468	3,450	3,918	1,450	2000	(i)			
2220 Merritt Drive	Garland, TX	—	352	1,993	393	316	2,422	2,738	896	2000	(i)			
2485-2505 Merritt Drive	Garland, TX	—	431	2,440	529	443	2,957	3,400	1,193	2000	(i)			
2110 Hutton Drive	Carrollton, TX	—	374	2,117	385	255	2,621	2,876	1,176	2001	(i)			
2025 McKenzie Drive	Carrollton, TX	—	437	2,478	516	442	2,989	3,431	1,151	2001	(i)			
2019 McKenzie Drive	Carrollton, TX	—	502	2,843	288	507	3,126	3,633	1,282	2001	(i)			
2029-2035 McKenzie Drive	Carrollton, TX	—	306	1,870	356	306	2,226	2,532	858	2001	(i)			
2015 McKenzie Drive	Carrollton, TX	2,029	510	2,891	460	516	3,345	3,861	1,386	2001	(i)			
2009 McKenzie Drive	Carrollton, TX	1,940	476	2,699	516	481	3,210	3,691	1,385	2001	(i)			
900-1100 Avenue S	Grand Prairie, TX	—	623	3,528	994	629	4,516	5,145	1,628	2002	(i)			
Plano Crossing Bus. Park (f)	Plano, TX	7,480	1,961	11,112	1,160	1,981	12,252	14,233	4,611	2002	(i)			

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		Encumbrances	Land	Buildings and		Provision	Land					Improvements	Total
				Improvements	Improvements								
7413A-C Dogwood Park	Richland Hills, TX	—	110	623	197	111	819	930	317	2002	(i)		
7450 Tower Street	Richland Hills, TX	—	36	204	203	36	407	443	144	2002	(i)		
7436 Tower Street	Richland Hills, TX	—	57	324	191	58	514	572	161	2002	(i)		
7426 Tower Street	Richland Hills, TX	—	76	429	185	76	614	690	219	2002	(i)		
7427-7429 Tower Street	Richland Hills, TX	—	75	427	190	76	616	692	197	2002	(i)		
2840-2842 Handley Ederville Road	Richland Hills, TX	—	112	635	84	113	718	831	266	2002	(i)		
7451-7477 Airport Freeway	Richland Hills, TX	1,276	256	1,453	363	259	1,813	2,072	652	2002	(i)		
3000 Wesley Way	Richland Hills, TX	—	208	1,181	45	211	1,223	1,434	462	2002	(i)		
7451 Dogwood Park	Richland Hills, TX	—	133	753	167	134	919	1,053	328	2002	(i)		
825-827 Avenue H (d)	Richland Hills, TX	2,296	600	3,006	402	604	3,404	4,008	1,603	2004	(i)		
1013-31 Avenue M	Grand Prairie, TX	—	300	1,504	296	302	1,798	2,100	791	2004	(i)		
1172-84 113th Street (d)	Grand Prairie, TX	—	700	3,509	(16)	704	3,489	4,193	1,312	2004	(i)		
1200-16 Avenue H (d)	Arlington, TX	—	600	2,846	760	604	3,602	4,206	1,295	2004	(i)		
1322-66 W. North Carrier Parkway (e)	Grand Prairie, TX	4,190	1,000	5,012	1,302	1,006	6,308	7,314	2,469	2004	(i)		
2401-2407 Centennial Drive	Arlington, TX	2,060	600	2,534	578	604	3,108	3,712	1,358	2004	(i)		
3111 West Commerce Street	Dallas, TX	3,541	1,000	3,364	1,818	1,011	5,171	6,182	2,201	2004	(i)		
13800 Senlac Drive	Farmers Branch, TX	2,751	823	4,042	(63)	825	3,977	4,802	1,825	2005	(i)		
801-831 S Great Southwest Pkwy (g)	Grand Prairie, TX	—	2,581	16,556	419	2,586	16,970	19,556	10,466	2005	(i)		
801 Heinz Way	Grand Prairie, TX	2,597	599	3,327	291	601	3,616	4,217	1,764	2005	(i)		
901-937 Heinz Way	Grand Prairie, TX	2,037	493	2,758	56	481	2,826	3,307	1,496	2005	(i)		
3301 Century Circle	Irving, TX	—	760	3,856	128	771	3,973	4,744	1,256	2007	(i)		
3901 W Miller Road	Garland, TX	—	1,912	—	15,358	1,947	15,323	17,270	4,578	2008	(i)		
1251 North Cockrell Hill Road	Dallas, TX	—	2,064	—	13,539	1,073	14,530	15,603	1,170	2015	(i)		
1171 North Cockrell Hill Road	Dallas, TX	—	1,215	—	10,971	632	11,554	12,186	821	2015	(i)		
3996 Scientific Drive	Arlington, TX	—	1,301	—	8,082	1,349	8,034	9,383	780	2015	(i)		
750 Gateway Blvd	Coppell, TX	—	1,452	4,679	80	1,452	4,759	6,211	383	2015	(i)		
2250 East Bardin Road	Arlington, TX	—	1,603	—	10,465	1,603	10,465	12,068	610	2016	(i)		

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		Encumbrances	Land	Buildings and		Land	Improvements					Total
				Improvements	Provision							
Denver												
4785 Eliati	Denver, CO	—	173	981	382	175	1,361	1,536	583	1997	(i)	
4770 Fox Street	Denver, CO	—	132	750	294	134	1,042	1,176	461	1997	(i)	
3851-3871 Revere	Denver, CO	—	361	2,047	522	368	2,562	2,930	1,254	1997	(i)	
4570 Ivy Street	Denver, CO	—	219	1,239	174	220	1,412	1,632	723	1997	(i)	
5855 Stapleton Drive North	Denver, CO	—	288	1,630	217	290	1,845	2,135	930	1997	(i)	
5885 Stapleton Drive North	Denver, CO	—	376	2,129	348	380	2,473	2,853	1,238	1997	(i)	
5977 North Broadway	Denver, CO	1,471	268	1,518	603	271	2,118	2,389	1,014	1997	(i)	
5952-5978 North Broadway	Denver, CO	2,133	414	2,346	704	422	3,042	3,464	1,468	1997	(i)	
4721 Ironton Street	Denver, CO	—	232	1,313	352	236	1,661	1,897	786	1997	(i)	
7003 E 47th Ave Drive	Denver, CO	—	441	2,689	47	441	2,736	3,177	1,412	1997	(i)	
9500 West 49th Street—A	Wheatridge, CO	1,045	283	1,625	80	287	1,701	1,988	897	1997	(i)	
9500 West 49th Street—B	Wheatridge, CO	870	225	1,272	158	227	1,428	1,655	707	1997	(i)	
9500 West 49th Street—C	Wheatridge, CO	2,306	600	3,409	378	601	3,786	4,387	1,878	1997	(i)	
9500 West 49th Street—D	Wheatridge, CO	1,051	246	1,537	216	247	1,752	1,999	940	1997	(i)	
451-591 East 124th Avenue	Thornton, CO	—	383	2,145	441	383	2,586	2,969	1,326	1997	(i)	
6547 South Racine Circle	Centennial, CO	2,699	739	4,241	494	739	4,735	5,474	2,242	1997	(i)	
11701 East 53rd Avenue	Denver, CO	—	416	2,355	297	422	2,646	3,068	1,296	1997	(i)	
5401 Oswego	Denver, CO	—	273	1,547	237	278	1,779	2,057	885	1997	(i)	
445 Bryant Street	Denver, CO	8,586	1,829	10,219	2,939	1,829	13,158	14,987	5,788	1998	(i)	
12055 E 49th Ave/4955 Peoria	Denver, CO	—	298	1,688	439	305	2,120	2,425	1,038	1998	(i)	
4940-4950 Paris	Denver, CO	—	152	861	207	156	1,064	1,220	498	1998	(i)	
7367 South Revere Parkway	Centennial, CO	—	926	5,124	977	934	6,093	7,027	2,839	1998	(i)	
8200 East Park Meadows Drive (d)	Lone Tree, CO	5,615	1,297	7,348	1,158	1,304	8,499	9,803	3,666	2000	(i)	
3250 Quantin Street (d)	Aurora, CO	5,125	1,220	6,911	815	1,230	7,716	8,946	3,311	2000	(i)	
8020 Southpark Circle	Littleton, CO	—	739	—	3,305	781	3,263	4,044	1,309	2000	(i)	
1130 W. 124th Avenue	Westminster, CO	—	441	—	3,612	441	3,612	4,053	1,370	2000	(i)	
1070 W. 124th Avenue	Westminster, CO	—	374	—	2,771	374	2,771	3,145	1,110	2000	(i)	
1020 W. 124th Avenue	Westminster, CO	—	374	—	2,727	374	2,727	3,101	1,132	2000	(i)	

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		Encumbrances	Land	Initial Cost		Buildings and Improvements	Provision					Buildings and Improvements	Total
				Buildings and Improvements	Land								
8810 W. 116th Circle	Broomfield, CO	—	312	—	1,815	370	1,757	2,127	659	2001	(i)		
960 W. 124th Avenue	Westminster, CO	—	441	—	3,659	442	3,658	4,100	1,505	2001	(i)		
8820 W. 116th Circle	Broomfield, CO	—	338	1,918	343	372	2,227	2,599	819	2003	(i)		
8835 W. 116th Circle	Broomfield, CO	—	1,151	6,523	1,092	1,304	7,462	8,766	2,874	2003	(i)		
18150 E. 32nd Place	Aurora, CO	—	563	3,188	143	572	3,322	3,894	1,311	2004	(i)		
3400 Fraser Street	Aurora, CO	2,009	616	3,593	(134)	620	3,455	4,075	1,324	2005	(i)		
7005 E. 46th Avenue Drive	Denver, CO	1,198	512	2,025	(107)	517	1,913	2,430	719	2005	(i)		
4001 Salazar Way	Frederick, CO	3,714	1,271	6,508	(713)	1,276	5,790	7,066	1,833	2006	(i)		
5909-5915 N. Broadway	Denver, CO	—	495	1,268	120	500	1,383	1,883	783	2006	(i)		
21301 E. 33rd Drive	Aurora, CO	—	2,860	8,202	677	2,861	8,878	11,739	336	2017	(i)		
Detroit													
47461 Clipper	Plymouth Township, MI	—	122	723	103	122	826	948	472	1994	(i)		
449 Executive Drive	Troy, MI	—	125	425	974	218	1,306	1,524	1,214	1994	(i)		
1416 Meijer Drive	Troy, MI	—	94	394	477	121	844	965	716	1994	(i)		
1624 Meijer Drive	Troy, MI	—	236	1,406	1,093	373	2,362	2,735	2,190	1994	(i)		
1972 Meijer Drive	Troy, MI	—	315	1,301	787	372	2,031	2,403	1,778	1994	(i)		
1707 Northwood Drive	Troy, MI	—	95	262	1,724	239	1,842	2,081	1,703	1994	(i)		
1826 Northwood Drive	Troy, MI	—	55	208	472	103	632	735	563	1994	(i)		
1864 Northwood Drive	Troy, MI	—	57	190	489	107	629	736	578	1994	(i)		
2730 Research Drive	Rochester Hills, MI	—	903	4,215	829	903	5,044	5,947	4,553	1994	(i)		
2791 Research Drive	Rochester Hills, MI	—	557	2,731	680	560	3,408	3,968	2,699	1994	(i)		
2871 Research Drive	Rochester Hills, MI	—	324	1,487	412	327	1,896	2,223	1,556	1994	(i)		
2870 Technology Drive	Rochester Hills, MI	—	275	1,262	356	279	1,614	1,893	1,435	1994	(i)		
2900 Technology Drive	Rochester Hills, MI	—	214	977	627	219	1,599	1,818	1,092	1994	(i)		
2930 Technology Drive	Rochester Hills, MI	—	131	594	432	138	1,019	1,157	773	1994	(i)		
2950 Technology Drive	Rochester Hills, MI	—	178	819	368	185	1,180	1,365	940	1994	(i)		
23014 Commerce Drive	Farmington Hills, MI	—	39	203	191	56	377	433	344	1994	(i)		
23028 Commerce Drive	Farmington Hills, MI	—	98	507	295	125	775	900	703	1994	(i)		
23035 Commerce Drive	Farmington Hills, MI	—	71	355	300	93	633	726	545	1994	(i)		

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Building Address	Location (City/State)	(a)		(b)		(c)		Accumulated Depreciation 12/31/2017	Year Acquired/ Constructed	Depreciable Lives (Years)			
		Encumbrances	Land Improvements	Initial Cost		Buildings and Improvements	Provision				Land Improvements	Buildings and Improvements	Total
				Capitalized Subsequent to Acquisition or Completion	Gross Amount Carried At Close of Period 12/31/17								
23093 Commerce Drive	Farmington Hills, MI	—	211	1,024	1,337	295	2,277	2,572	1,924	1994	(i)		
23135 Commerce Drive	Farmington Hills, MI	—	146	701	312	158	1,001	1,159	923	1994	(i)		
23163 Commerce Drive	Farmington Hills, MI	—	111	513	393	138	879	1,017	800	1994	(i)		
23177 Commerce Drive	Farmington Hills, MI	—	175	1,007	689	254	1,617	1,871	1,464	1994	(i)		
23370 Commerce Drive	Farmington Hills, MI	—	59	233	209	66	435	501	382	1994	(i)		
4400 Purks Drive	Auburn Hills, MI	—	602	3,410	3,995	612	7,395	8,007	3,703	1995	(i)		
12707 Eckles Road	Plymouth Township, MI	—	255	1,445	241	267	1,674	1,941	854	1996	(i)		
32975 Capitol Avenue	Livonia, MI	—	135	748	(174)	77	632	709	344	1998	(i)		
11923 Brookfield Avenue	Livonia, MI	—	120	665	(314)	32	439	471	297	1998	(i)		
47711 Clipper Street	Plymouth Township, MI	—	539	2,983	579	575	3,526	4,101	1,623	1998	(i)		
12874 Westmore Avenue	Livonia, MI	—	137	761	(234)	58	606	664	346	1998	(i)		
1775 Bellingham	Troy, MI	—	344	1,902	339	367	2,218	2,585	1,066	1998	(i)		
1785 East Maple	Troy, MI	—	92	507	210	98	711	809	319	1998	(i)		
980 Chicago	Troy, MI	—	206	1,141	333	220	1,460	1,680	664	1998	(i)		
1885 Enterprise Drive	Rochester Hills, MI	—	209	1,158	589	223	1,733	1,956	849	1998	(i)		
1935-55 Enterprise Drive	Rochester Hills, MI	—	1,285	7,144	1,322	1,371	8,380	9,751	3,978	1998	(i)		
5500 Enterprise Court	Warren, MI	—	675	3,737	772	721	4,463	5,184	2,106	1998	(i)		
750 Chicago Road	Troy, MI	—	323	1,790	404	345	2,172	2,517	1,050	1998	(i)		
800 Chicago Road	Troy, MI	—	283	1,567	380	302	1,928	2,230	913	1998	(i)		
850 Chicago Road	Troy, MI	—	183	1,016	279	196	1,282	1,478	587	1998	(i)		
4872 S. Lapeer Road	Lake Orion Twsp, MI	—	1,342	5,441	1,214	1,412	6,585	7,997	3,388	1999	(i)		
1400 Allen Drive	Troy, MI	—	209	1,154	380	212	1,531	1,743	605	2000	(i)		
1408 Allen Drive	Troy, MI	—	151	834	121	153	953	1,106	404	2000	(i)		
28435 Automation Blvd	Wixom, MI	—	621	—	3,661	628	3,654	4,282	1,193	2004	(i)		
32200 North Avis Drive	Madison Heights, MI	—	503	3,367	(1,452)	195	2,223	2,418	859	2005	(i)		
100 Kay Industrial Drive	Orion Township, MI	—	677	2,018	164	685	2,174	2,859	1,145	2005	(i)		
42555 Merrill Road	Sterling Heights, MI	—	1,080	2,300	3,487	1,090	5,777	6,867	2,688	2006	(i)		
200 Northpoine Drive	Orion Township, MI	—	723	2,063	(456)	734	1,596	2,330	687	2006	(i)		

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Building Address	Location (City/State)	(a)		(b)		(c)		Accumulated Depreciation 12/31/2017	Year Acquired/ Constructed	Depreciable Lives (Years)
		Encumbrances	Land Improvements	Initial Cost	Buildings and Improvements	Capitalized Costs Subsequent to Acquisition or Completion	Gross Amount Carried At Close of Period 12/31/17			
(In thousands)										
Houston										
3351 Rauch Street	Houston, TX	—	272	1,541	581	278	2,116	2,394	948	1997 (i)
3801-3851 Yale Street	Houston, TX	—	413	2,343	1,505	425	3,836	4,261	1,492	1997 (i)
3337-3347 Rauch Street	Houston, TX	—	227	1,287	433	233	1,714	1,947	775	1997 (i)
8505 North Loop East	Houston, TX	—	439	2,489	575	449	3,054	3,503	1,459	1997 (i)
4749-4799 Eastpark Drive	Houston, TX	—	594	3,368	1,220	611	4,571	5,182	2,195	1997 (i)
4851 Homestead Road	Houston, TX	2,426	491	2,782	1,342	504	4,111	4,615	1,928	1997 (i)
3365-3385 Rauch Street	Houston, TX	—	284	1,611	487	290	2,092	2,382	945	1997 (i)
5050 Campbell Road	Houston, TX	—	461	2,610	1,078	470	3,679	4,149	1,664	1997 (i)
4300 Pine Timbers	Houston, TX	2,282	489	2,769	725	499	3,484	3,983	1,729	1997 (i)
2500-2530 Fairway Park Drive	Houston, TX	—	766	4,342	2,141	792	6,457	7,249	2,844	1997 (i)
6550 Longpointe	Houston, TX	—	362	2,050	1,025	370	3,067	3,437	1,400	1997 (i)
1815 Turning Basin Drive	Houston, TX	—	487	2,761	1,871	531	4,588	5,119	1,898	1997 (i)
1819 Turning Basin Drive	Houston, TX	—	231	1,308	896	251	2,184	2,435	946	1997 (i)
1805 Turning Basin Drive	Houston, TX	—	564	3,197	2,489	616	5,634	6,250	2,425	1997 (i)
11505 State Highway 225	La Porte, TX	—	940	4,675	10	940	4,685	5,625	1,645	2005 (i)
1500 East Main Street	La Porte, TX	—	201	1,328	(91)	204	1,234	1,438	1,060	2005 (i)
7230-7238 Wynnwood	Houston, TX	—	254	764	203	259	962	1,221	536	2007 (i)
7240-7248 Wynnwood	Houston, TX	—	271	726	333	276	1,054	1,330	508	2007 (i)
7250-7260 Wynnwood	Houston, TX	—	200	481	1,501	203	1,979	2,182	529	2007 (i)
6400 Long Point	Houston, TX	—	188	898	110	188	1,008	1,196	424	2007 (i)
7967 Blankenship	Houston, TX	—	307	1,166	337	307	1,503	1,810	620	2010 (i)
8800 City Park Loop East	Houston, TX	—	3,717	19,237	(535)	3,717	18,702	22,419	4,785	2011 (i)
4800 West Greens Road	Houston, TX	—	3,350	—	17,772	3,312	17,810	21,122	2,020	2014 (i)
611 East Sam Houston Parkway S	Pasadena, TX	—	1,970	7,431	874	2,011	8,264	10,275	484	2015 (i)
619 East Sam Houston Parkway S	Pasadena, TX	—	2,879	11,713	772	2,872	12,492	15,364	752	2015 (i)
Indianapolis										
2900 North Shadeland Avenue	Indianapolis, IN	—	2,057	13,565	6,946	2,057	20,511	22,568	9,376	1996 (i)
1445 Brookville Way	Indianapolis, IN	—	459	2,603	1,416	476	4,002	4,478	1,811	1996 (i)

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Building Address	Location (City/State)	(a)		(b) Initial Cost	(c) Costs Capitalized Subsequent to Acquisition or Completion		Gross Amount Carried At Close of Period 12/31/17		Accumulated Depreciation 12/31/2017	Year Acquired/ Constructed	Depreciable Lives (Years)
		Encumbrances	Land		Buildings and		Total				
					Improvements	Provision		Land			
1440 Brookville Way	Indianapolis, IN	—	665	3,770	880	685	4,630	5,315	2,330	1996	(i)
1240 Brookville Way	Indianapolis, IN	—	247	1,402	502	258	1,893	2,151	920	1996	(i)
1345 Brookville Way	Indianapolis, IN	—	586	3,321	1,671	601	4,977	5,578	2,411	1996	(i)
1350 Brookville Way	Indianapolis, IN	—	205	1,161	348	212	1,502	1,714	734	1996	(i)
1504 Sadlier Circle South	Indianapolis, IN	—	219	1,238	53	115	1,395	1,510	706	1996	(i)
1335 Sadlier Circle East	Indianapolis, IN	—	81	460	187	86	642	728	314	1996	(i)
6951 East 30th Street	Indianapolis, IN	—	256	1,449	419	265	1,859	2,124	907	1996	(i)
6701 East 30th Street	Indianapolis, IN	—	78	443	98	82	537	619	284	1996	(i)
6737 East 30th Street	Indianapolis, IN	1,975	385	2,181	641	398	2,809	3,207	1,352	1996	(i)
6555 East 30th Street	Indianapolis, IN	—	484	4,760	2,576	484	7,336	7,820	3,268	1996	(i)
7901 West 21st Street	Indianapolis, IN	—	1,048	6,027	376	1,048	6,403	7,451	3,172	1997	(i)
1225 Brookville Way	Indianapolis, IN	—	60	—	431	68	423	491	206	1997	(i)
6751 East 30th Street	Indianapolis, IN	2,453	728	2,837	417	741	3,241	3,982	1,606	1997	(i)
6575 East 30th Street	Indianapolis, IN	1,296	118	—	1,986	128	1,976	2,104	922	1998	(i)
6585 East 30th Street	Indianapolis, IN	2,106	196	—	3,223	196	3,223	3,419	1,530	1998	(i)
14425 Bergen Blvd	Noblesville, IN	—	647	—	3,730	743	3,634	4,377	1,077	2007	(i)
6635 East 30th Street	Indianapolis, IN	—	466	3,093	60	466	3,153	3,619	201	2016	(i)
Miami											
4700 NW 15th Avenue	Ft. Lauderdale, FL	—	908	1,883	8	912	1,887	2,799	747	2007	(i)
4710 NW 15th Avenue	Ft. Lauderdale, FL	—	830	2,722	12	834	2,730	3,564	835	2007	(i)
4720 NW 15th Avenue	Ft. Lauderdale, FL	—	937	2,455	373	942	2,823	3,765	1,039	2007	(i)
4740 NW 15th Avenue	Ft. Lauderdale, FL	—	1,107	3,111	16	1,112	3,122	4,234	968	2007	(i)
4750 NW 15th Avenue	Ft. Lauderdale, FL	—	947	3,079	353	951	3,428	4,379	1,008	2007	(i)
4800 NW 15th Avenue	Ft. Lauderdale, FL	—	1,092	3,308	135	1,097	3,438	4,535	1,005	2007	(i)
6891 NW 74th Street	Medley, FL	—	857	3,428	4,295	864	7,716	8,580	2,807	2007	(i)
12601 & 12605 NW 115th Avenue	Medley, FL	—	2,316	—	423	762	1,977	2,739	421	2008	(i)
1351 NW 78th Avenue	Doral, FL	—	3,111	4,634	(383)	3,111	4,251	7,362	283	2016	(i)
2500 N.W. 19th Street	Pompano Beach, FL	—	8,824	11,660	17	8,824	11,677	20,501	231	2017	(i)

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Building Address	Location (City/State)	(a)		(b)		(c)		Gross Amount Carried At Close of Period 12/31/17	Accumulated Depreciation 12/31/2017	Year Acquired/ Constructed	Depreciable Lives (Years)		
		Encumbrances	Land	Initial Cost		Buildings and Improvements	Provision					Buildings and Improvements	Total
				Buildings and Improvements	Land								
(In thousands)													
Milwaukee													
5355 South Westridge Drive	New Berlin, WI	4,232	1,630	7,058	(105)	1,646	6,937	8,583	2,129	2004	(i)		
17005 West Ryerson Road	New Berlin, WI	2,558	403	3,647	415	405	4,060	4,465	2,169	2005	(i)		
1500 Peebles Drive	Richland Center, WI	—	1,577	1,018	(441)	1,528	626	2,154	565	2005	(i)		
16600 West Glendale Avenue	New Berlin, WI	1,892	704	1,923	972	715	2,884	3,599	2,121	2006	(i)		
N58W15380 Shawn Circle	Menomonee Falls, WI	—	1,188	—	16,931	1,204	16,915	18,119	4,641	2008	(i)		
Minneapolis/St. Paul													
6201 West 111th Street	Bloomington, MN	2,110	1,358	8,622	13,464	1,519	21,925	23,444	13,390	1994	(i)		
1030 Lone Oak Road	Eagan, MN	2,105	456	2,703	847	456	3,550	4,006	1,927	1994	(i)		
1060 Lone Oak Road	Eagan, MN	2,690	624	3,700	795	624	4,495	5,119	2,442	1994	(i)		
5400 Nathan Lane	Plymouth, MN	—	749	4,461	884	757	5,337	6,094	2,899	1994	(i)		
6655 Wedgewood Road	Maple Grove, MN	—	1,466	8,342	5,870	1,466	14,212	15,678	7,014	1994	(i)		
10120 West 76th Street	Eden Prairie, MN	—	315	1,804	1,043	315	2,847	3,162	1,411	1995	(i)		
12155 Nicollet Avenue	Burnsville, MN	—	286	—	1,957	288	1,955	2,243	980	1995	(i)		
5775 12th Avenue	Shakopee, MN	3,611	590	—	5,712	590	5,712	6,302	1,934	1998	(i)		
1157 Valley Park Drive	Shakopee, MN	3,989	760	—	7,330	888	7,202	8,090	2,971	1999	(i)		
9600 West 76th Street	Eden Prairie, MN	2,008	1,000	2,450	98	1,034	2,514	3,548	805	2004	(i)		
9700 West 76th Street	Eden Prairie, MN	2,165	1,000	2,709	117	1,038	2,788	3,826	876	2004	(i)		
7600 69th Avenue	Greenfield, MN	—	1,500	8,328	(468)	1,510	7,850	9,360	2,147	2004	(i)		
5017 Boone Avenue North	New Hope, MN	—	1,000	1,599	581	1,009	2,171	3,180	1,225	2005	(i)		
1087 Park Place	Shakopee, MN	3,346	1,195	4,891	(246)	1,198	4,642	5,840	1,505	2005	(i)		
5391 12th Avenue SE	Shakopee, MN	—	1,392	8,149	(294)	1,395	7,852	9,247	2,475	2005	(i)		
4701 Valley Industrial Blvd S	Shakopee, MN	4,744	1,296	7,157	(172)	1,299	6,982	8,281	3,400	2005	(i)		
6455 City West Parkway	Eden Prairie, MN	—	659	3,189	1,274	665	4,457	5,122	1,811	2006	(i)		
7035 Winnetka Avenue North	Brooklyn Park, MN	4,343	1,275	—	7,533	1,343	7,465	8,808	2,004	2007	(i)		
139 Eva Street	St. Paul, MN	—	2,132	3,105	(286)	2,175	2,776	4,951	826	2008	(i)		
21900 Dodd Boulevard	Lakeville, MN	9,009	2,289	7,952	—	2,289	7,952	10,241	2,720	2010	(i)		
375 Rivertown Drive	Woodbury, MN	7,198	2,635	8,157	1,197	2,635	9,354	11,989	1,714	2014	(i)		
935 Aldrin Drive	Eagan, MN	5,341	2,096	7,884	293	2,096	8,177	10,273	1,218	2014	(i)		

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		Encumbrances	Land	Buildings and Improvements	Initial Cost		Buildings and Improvements	Land			
7050 Winnetka Avenue North	Brooklyn Park, MN	—	1,623	—	—	7,567	1,634	7,556	9,190	2014	(i)
7051 West Broadway	Brooklyn Park, MN	3,733	1,275	—	—	5,828	1,279	5,824	7,103	2014	(i)
Nashville											
1931 Air Lane Drive	Nashville, TN	1,881	489	2,785	—	305	493	3,086	3,579	1997	(i)
4640 Cummings Park	Nashville, TN	—	360	2,040	—	625	365	2,660	3,025	1999	(i)
1740 River Hills Drive	Nashville, TN	2,686	848	4,383	—	746	888	5,089	5,977	2005	(i)
211 Ellery Court	Nashville, TN	2,008	606	3,192	—	23	616	3,205	3,821	2007	(i)
130 Maddox Road	Mount Juliet, TN	15,821	1,778	—	—	23,910	1,778	23,910	25,688	2008	(i)
New Jersey											
14 World's Fair Drive	Franklin, NJ	—	483	2,735	—	728	503	3,443	3,946	1997	(i)
12 World's Fair Drive	Franklin, NJ	—	572	3,240	—	844	593	4,063	4,656	1997	(i)
22 World's Fair Drive	Franklin, NJ	—	364	2,064	—	547	375	2,600	2,975	1997	(i)
26 World's Fair Drive	Franklin, NJ	—	361	2,048	—	616	377	2,648	3,025	1997	(i)
24 World's Fair Drive	Franklin, NJ	—	347	1,968	—	581	362	2,534	2,896	1997	(i)
20 World's Fair Drive Lot 13	Somerset, NJ	—	9	—	—	2,629	691	1,947	2,638	1999	(i)
45 Route 46	Pine Brook, NJ	—	969	5,491	—	966	978	6,448	7,426	2000	(i)
43 Route 46	Pine Brook, NJ	—	474	2,686	—	438	479	3,119	3,598	2000	(i)
39 Route 46	Pine Brook, NJ	—	260	1,471	—	243	262	1,712	1,974	2000	(i)
26 Chapin Road	Pine Brook, NJ	—	956	5,415	—	526	965	5,932	6,897	2000	(i)
30 Chapin Road	Pine Brook, NJ	—	960	5,440	—	471	970	5,901	6,871	2000	(i)
20 Hook Mountain Road	Pine Brook, NJ	—	1,507	8,542	—	1,401	1,534	9,916	11,450	2000	(i)
30 Hook Mountain Road	Pine Brook, NJ	—	389	2,206	—	520	396	2,719	3,115	2000	(i)
16 Chapin Road	Pine Brook, NJ	—	885	5,015	—	611	901	5,610	6,511	2000	(i)
20 Chapin Road	Pine Brook, NJ	—	1,134	6,426	—	590	1,154	6,996	8,150	2000	(i)
2500 Main Street	Sayreville, NJ	—	944	—	—	4,575	944	4,575	5,519	2002	(i)
2400 Main Street	Sayreville, NJ	—	996	—	—	5,448	996	5,448	6,444	2003	(i)
7851 Airport Highway	Pennsauken, NJ	—	160	508	—	328	162	834	996	2003	(i)
103 Central Avenue	Mt. Laurel, NJ	—	610	1,847	—	1,617	619	3,455	4,074	2003	(i)
309-313 Pierce Street	Somerset, NJ	2,937	1,300	4,628	—	606	1,309	5,225	6,534	2004	(i)

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		Encumbrances	Land	Buildings and Improvements	Initial Cost		Buildings and Improvements	Land				
7890 Airport Hwy/7015 Central	Pennsauken, NJ	—	300	989	495	425	1,359	1,784	1,031	2006	(i)	
400 Cedar Lane	Florence Township, NJ	—	9,730	—	26,173	9,730	26,173	35,903	697	2016	(i)	
301 Borden town Hedding Road	Borden town, NJ	—	3,983	15,881	—	3,983	15,881	19,864	238	2017	(i)	
Orlando												
6301 Hazeltine National Drive	Orlando, FL	—	909	4,613	222	920	4,824	5,744	1,614	2005	(i)	
8751 Skinner Court	Orlando, FL	4,518	1,691	7,249	30	1,692	7,278	8,970	487	2016	(i)	
4473 Shader Road	Orlando, FL	—	2,094	10,444	56	2,094	10,500	12,594	587	2016	(i)	
550 Gills Drive	Orlando, FL	—	1,321	6,176	4	1,321	6,180	7,501	115	2017	(i)	
450 Gills Drive	Orlando, FL	—	1,031	6,406	—	1,031	6,406	7,437	47	2017	(i)	
Phoenix												
1045 South Edward Drive	Tempe, AZ	—	390	2,160	398	396	2,552	2,948	1,153	1999	(i)	
50 South 56th Street	Chandler, AZ	3,050	1,206	3,218	1,379	1,252	4,551	5,803	1,890	2004	(i)	
7102 West Roosevelt	Phoenix, AZ	4,863	1,613	6,451	424	1,620	6,868	8,488	3,014	2006	(i)	
4137 West Adams Street	Phoenix, AZ	2,044	990	2,661	239	1,038	2,852	3,890	1,222	2006	(i)	
245 West Lodge	Tempe, AZ	—	898	3,066	(2,251)	362	1,351	1,713	500	2007	(i)	
1590 East Riverview Dr.	Phoenix, AZ	4,517	1,293	5,950	91	1,292	6,042	7,334	1,660	2008	(i)	
14131 N. Rio Vista Blvd	Peoria, AZ	—	2,563	9,388	175	2,563	9,563	12,126	2,740	2008	(i)	
8716 W. Ludlow Drive	Peoria, AZ	—	2,709	10,970	1,196	2,709	12,166	14,875	3,501	2008	(i)	
3815 W. Washington Street	Phoenix, AZ	3,133	1,675	4,514	406	1,719	4,876	6,595	1,414	2008	(i)	
9180 W. Buckeye Road	Tolleson, AZ	—	1,904	6,805	2,610	1,923	9,396	11,319	2,525	2008	(i)	
8644 West Ludlow Drive	Peoria, AZ	—	1,726	7,216	—	1,726	7,216	8,942	815	2014	(i)	
8606 West Ludlow Drive	Peoria, AZ	—	956	2,668	123	956	2,791	3,747	327	2014	(i)	
8679 West Ludlow Drive	Peoria, AZ	—	672	2,791	—	672	2,791	3,463	322	2014	(i)	
94th Avenue & Buckeye Road	Tolleson, AZ	—	4,315	—	16,131	4,315	16,131	20,446	825	2015	(i)	
16601 West Sells Drive	Goodyear, AZ	—	24,743	—	19,086	24,803	19,026	43,829	398	2017	(i)	
Seattle												
1901 Raymond Ave SW	Renton, WA	—	4,458	2,659	532	4,594	3,055	7,649	944	2008	(i)	
19014 64th Avenue South	Kent, WA	2,891	1,990	3,979	464	2,042	4,391	6,433	1,679	2008	(i)	
18640 68th Avenue South	Kent, WA	—	1,218	1,950	310	1,258	2,220	3,478	883	2008	(i)	

FIRST INDUSTRIAL REALTY TRUST, INC. AND FIRST INDUSTRIAL, L.P.
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Building Address	Location (City/State)	(a)		(b)		(c)		Gross Amount Carried At Close of Period 12/31/17	Accumulated Depreciation 12/31/2017	Year Acquired/Constructed	Depreciable Lives (Years)		
		Encumbrances	Land Improvements	Initial Cost		Buildings and Land Improvements	Provision					Buildings and Land Improvements	Total
				Buildings and Land Improvements	Buildings and Land Improvements								
(In thousands)													
Southern California													
1944 Vista Bella Way	Rancho Dominguez, CA	3,070	1,746	3,148	465	1,822	3,537	5,359	1,720	2005	(i)		
2000 Vista Bella Way	Rancho Dominguez, CA	1,223	817	1,673	232	853	1,869	2,722	922	2005	(i)		
2835 East Ana Street	Rancho Dominguez, CA	2,544	1,682	2,750	409	1,772	3,069	4,841	1,496	2005	(i)		
16275 Technology Drive	San Diego, CA	—	2,848	8,641	(40)	2,859	8,590	11,449	2,999	2005	(i)		
665 N. Baldwin Park Blvd.	City of Industry, CA	3,463	2,124	5,219	362	2,143	5,562	7,705	1,802	2006	(i)		
27801 Avenue Scott	Santa Clarita, CA	5,790	2,890	7,020	196	2,902	7,204	10,106	2,650	2006	(i)		
2610 & 2660 Columbia Street	Torrance, CA	4,199	3,008	5,826	510	3,031	6,313	9,344	2,386	2006	(i)		
433 Alaska Avenue	Torrance, CA	—	681	168	3	684	168	852	109	2006	(i)		
6305 El Camino Real	Carlsbad, CA	—	1,590	6,360	7,730	1,590	14,090	15,680	4,784	2006	(i)		
2325 Camino Vida Roble	Carlsbad, CA	1,873	1,441	1,239	630	1,446	1,864	3,310	665	2006	(i)		
2335 Camino Vida Roble	Carlsbad, CA	964	817	762	125	821	883	1,704	401	2006	(i)		
2345 Camino Vida Roble	Carlsbad, CA	635	562	456	105	565	558	1,123	227	2006	(i)		
2355 Camino Vida Roble	Carlsbad, CA	618	481	365	246	483	609	1,092	323	2006	(i)		
2365 Camino Vida Roble	Carlsbad, CA	1,171	1,098	630	341	1,102	967	2,069	539	2006	(i)		
2375 Camino Vida Roble	Carlsbad, CA	1,239	1,210	874	105	1,214	975	2,189	414	2006	(i)		
6451 El Camino Real	Carlsbad, CA	—	2,885	1,931	670	2,895	2,591	5,486	956	2006	(i)		
13100 Gregg Street	Poway, CA	3,124	1,040	4,160	744	1,073	4,871	5,944	2,091	2007	(i)		
21730-21748 Marilla Street	Chatsworth, CA	2,683	2,585	3,210	174	2,608	3,361	5,969	1,365	2007	(i)		
8015 Paramount	Pico Rivera, CA	—	3,616	3,902	(510)	3,657	3,351	7,008	1,321	2007	(i)		
3365 E. Slauson	Vernon, CA	—	2,367	3,243	(559)	2,396	2,655	5,051	1,047	2007	(i)		
3015 East Ana	Rancho Dominguez, CA	—	19,678	9,321	6,305	20,144	15,160	35,304	5,021	2007	(i)		
1250 Rancho Conejo Blvd.	Thousand Oaks, CA	—	1,435	779	45	1,441	818	2,259	326	2007	(i)		
1260 Rancho Conejo Blvd.	Thousand Oaks, CA	—	1,353	722	(722)	675	678	1,353	235	2007	(i)		
1270 Rancho Conejo Blvd.	Thousand Oaks, CA	—	1,224	716	(13)	1,229	698	1,927	283	2007	(i)		
1280 Rancho Conejo Blvd.	Thousand Oaks, CA	2,341	2,043	3,408	(241)	2,051	3,159	5,210	807	2007	(i)		
1290 Rancho Conejo Blvd.	Thousand Oaks, CA	1,969	1,754	2,949	(322)	1,761	2,620	4,381	677	2007	(i)		
100 West Sinclair Street	Perris, CA	—	4,894	3,481	(5,233)	1,819	1,323	3,142	676	2007	(i)		
14050 Day Street	Moreno Valley, CA	3,442	2,538	2,538	513	2,565	3,023	5,588	1,119	2008	(i)		

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Building Address	Location (City/State)	(a)		(b)		(c)		Gross Amount Carried At Close of Period 12/31/17	Accumulated Depreciation 12/31/2017	Year Acquired/ Constructed	Depreciable Lives (Years)			
		Encumbrances	Land	Initial Cost		Buildings and Improvements	Provision					Land Improvements	Buildings and Improvements	Total
				Buildings and Improvements	Land									
12925 Marlay Avenue	Fontana, CA	8,780	6,072	7,891	292	6,090	8,165	14,255	3,899	2008	(i)			
18201-18291 Santa Fe	Rancho Dominguez, CA	9,817	6,720	—	9,220	6,897	9,043	15,940	2,181	2008	(i)			
10111 Rancho Conejo	Thousand Oaks, CA	4,523	7,717	2,518	(169)	7,752	2,313	10,065	988	2008	(i)			
20700 Denker Avenue	Torrance, CA	5,490	5,767	2,538	1,397	5,964	3,739	9,703	2,141	2008	(i)			
18408 Laurel Park Road	Rancho Dominguez, CA	—	2,850	2,850	913	2,874	3,739	6,613	1,270	2008	(i)			
19021 S. Reyes Avenue	Rancho Dominguez, CA	—	8,183	7,501	233	8,545	7,372	15,917	1,572	2008	(i)			
24870 Nandina Avenue	Moreno Valley, CA	—	13,543	—	21,146	6,482	28,207	34,689	3,982	2012	(i)			
6185 Kimball Avenue	Chino, CA	—	6,385	—	12,343	6,382	12,346	18,728	2,291	2013	(i)			
5553 Bandini Blvd.	Bell, CA	—	32,536	—	21,620	32,540	21,616	54,156	2,344	2013	(i)			
16875 Heacock Street	Moreno Valley, CA	—	—	6,831	72	—	6,903	6,903	1,383	2014	(i)			
4710 Guasti Road	Ontario, CA	5,774	2,846	6,564	212	2,846	6,776	9,622	757	2014	(i)			
17100 Perris Blvd	Moreno Valley, CA	—	6,388	—	25,892	6,395	25,885	32,280	2,538	2014	(i)			
13414 S. Figueroa	Los Angeles, CA	4,352	1,701	—	6,579	1,887	6,393	8,280	568	2014	(i)			
3841 Ocean Ranch Boulevard	Oceanside, CA	—	4,400	—	8,038	4,400	8,038	12,438	681	2015	(i)			
3831 Ocean Ranch Boulevard	Oceanside, CA	—	2,693	—	4,584	2,694	4,583	7,277	376	2015	(i)			
3821 Ocean Ranch Boulevard	Oceanside, CA	—	2,792	—	4,469	2,792	4,469	7,261	337	2015	(i)			
145 West 134th Street	Los Angeles, CA	—	2,901	2,285	173	2,901	2,458	5,359	275	2015	(i)			
6150 Sycamore Canyon Blvd.	Riverside, CA	—	3,182	10,643	—	3,182	10,643	13,825	907	2015	(i)			
17825 Indian Street	Moreno Valley, CA	—	5,034	22,095	24	5,034	22,119	27,153	1,696	2015	(i)			
24901 San Michele Road	Moreno Valley, CA	—	1,274	—	11,581	1,274	11,581	12,855	504	2016	(i)			
1445 Engineer Street	Vista, CA	—	6,816	4,417	(10)	6,816	4,407	11,223	360	2016	(i)			
19067 Reyes Ave	Rancho Dominguez, CA	—	9,281	3,920	3,474	9,381	7,294	16,675	241	2016	(i)			
10586 Tamarind Avenue	Fontana, California	—	4,275	8,275	50	4,275	8,325	12,600	142	2017	(i)			
2777 Loker Avenue West	Carlsbad, CA	—	7,599	13,267	5	7,599	13,272	20,871	343	2017	(i)			
7105 Old 215 Frontage Road	Riverside, CA	—	4,900	—	11,995	4,900	11,995	16,895	175	2017	(i)			
St. Louis														
1067-1083 Warson-Bldg A	St. Louis, MO	—	246	1,359	1,020	251	2,374	2,625	781	2002	(i)			
1093-1107 Warson-Bldg B	St. Louis, MO	—	380	2,103	1,988	388	4,083	4,471	1,402	2002	(i)			
1113-1129 Warson-Bldg C	St. Louis, MO	—	303	1,680	986	310	2,659	2,969	936	2002	(i)			

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		Encumbrances	Land Improvements	Initial Cost		Buildings and Improvements	Land Improvements					Total
				Buildings and Improvements	Buildings and Improvements							
1131-1151 Warson-Bldg D	St. Louis, MO	—	353	1,952	1,244	360	3,189	3,549	1,078	2002	(i)	
6821-6857 Hazelwood Avenue	Berkeley, MO	4,743	985	6,205	1,090	985	7,295	8,280	2,800	2003	(i)	
13701 Rider Trail North	Earth City, MO	—	800	2,099	427	804	2,522	3,326	1,058	2003	(i)	
1908-2000 Innerbelt (d)	Overland, MO	6,771	1,590	9,026	1,254	1,591	10,279	11,870	4,783	2004	(i)	
21-25 Gateway Commerce Center	Edwardsville, IL	—	1,874	31,958	45	1,902	31,975	33,877	10,020	2006	(i)	
Tampa												
5525 Johns Road	Tampa, FL	—	192	1,086	305	200	1,383	1,583	694	1997	(i)	
5709 Johns Road	Tampa, FL	—	192	1,086	238	200	1,316	1,516	647	1997	(i)	
5711 Johns Road	Tampa, FL	—	243	1,376	186	255	1,550	1,805	755	1997	(i)	
5455 W Waters Avenue	Tampa, FL	—	307	1,742	761	326	2,484	2,810	1,371	1997	(i)	
5553 W Waters Avenue	Tampa, FL	—	307	1,742	374	326	2,097	2,423	1,055	1997	(i)	
5501 W Waters Avenue	Tampa, FL	—	215	871	410	242	1,254	1,496	549	1997	(i)	
5503 W Waters Avenue	Tampa, FL	—	98	402	194	110	584	694	267	1997	(i)	
5555 W Waters Avenue	Tampa, FL	—	213	1,206	220	221	1,418	1,639	691	1997	(i)	
5557 W Waters Avenue	Tampa, FL	—	59	335	51	62	383	445	187	1997	(i)	
5463 W Waters Avenue	Tampa, FL	—	497	2,751	1,312	560	4,000	4,560	1,717	1998	(i)	
5461 W Waters Avenue	Tampa, FL	—	261	—	1,312	265	1,308	1,573	630	1998	(i)	
5481 W Waters Avenue	Tampa, FL	—	558	—	2,291	561	2,288	2,849	1,008	1999	(i)	
4515-4519 George Road	Tampa, FL	—	633	3,587	857	640	4,437	5,077	1,798	2001	(i)	
6089 Johns Road	Tampa, FL	—	180	987	136	186	1,117	1,303	458	2004	(i)	
6091 Johns Road	Tampa, FL	—	140	730	54	144	780	924	301	2004	(i)	
6103 Johns Road	Tampa, FL	—	220	1,160	50	226	1,204	1,430	479	2004	(i)	
6201 Johns Road	Tampa, FL	—	200	1,107	41	205	1,143	1,348	548	2004	(i)	
6203 Johns Road	Tampa, FL	—	300	1,460	(270)	311	1,179	1,490	454	2004	(i)	
6205 Johns Road	Tampa, FL	—	270	1,363	47	278	1,402	1,680	431	2004	(i)	
6101 Johns Road	Tampa, FL	—	210	833	95	216	922	1,138	429	2004	(i)	
4908 Tampa West Blvd	Tampa, FL	—	2,622	8,643	(807)	2,635	7,823	10,458	3,628	2005	(i)	
Other												
1815-1957 South 4650 West	Salt Lake City, UT	6,234	1,707	10,873	62	1,713	10,929	12,642	3,617	2006	(i)	

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Building Address	Location (City/State)	(a)		(b)		(c)		Accumulated Depreciation 12/31/2017	Year Acquired/ Constructed	Depreciable Lives (Years)	
		Encumbrances	Land Improvements	Initial Cost		Buildings and Improvements Provision	Capitalized Costs Subsequent to Acquisition or Completion				Gross Amount Carried At Close of Period 12/31/17
				Buildings and Improvements	Land Improvements						
3200 Pond Station	Jefferson County, KY	—	2,074	—	9,681	2,120	9,635	11,755	2,581	2007	(i)
581 Welltown Road/Tyson Blvd	Winchester, VA	—	2,320	—	11,109	2,401	11,028	13,429	2,872	2007	(i)
7501 NW 106th Terrace	Kansas City, MO	10,986	4,152	—	13,687	4,228	13,611	17,839	3,136	2008	(i)
600 Greene Drive	Greenville, KY	—	294	8,570	(727)	296	7,841	8,137	5,861	2008	(i)
Developments in Process											
First Nandina Logistics Center	Moreno Valley, CA	—	16,494	—	15,609	17,066	15,037	32,103	—	2013	(i)
The Ranch By First Industrial	Eastvale, CA	—	22,857	—	47,484	22,860	47,481	70,341	—	2016	(i)
First Park @ PV 303 Bldg B	Goodyear, AZ	—	6,259	—	12,840	6,269	12,830	19,099	—	2017	(i)
First Logistics Center @ I-78/81 Bldg A	Union Township, PA	—	13,702	—	2,201	13,724	2,179	15,903	—	2017	(i)
First Joliet Logistics Center	Joliet, IL	—	2,595	—	3,726	2,598	3,723	6,321	—	2017	(i)
First 290 @ Guhn Road	Houston, TX	—	1,367	—	567	1,367	567	1,934	—	2017	(i)
Land Parcels											
Land Parcels (h)		2,016	167,269	10,558	27,681	162,050	43,459	205,509	3,836	—	
Total		451,862	876,011	1,531,513	1,088,221	864,813	2,630,932	3,495,745	789,919		

NOTES:

- (a) See description of encumbrances in Note 4 of the Notes to Consolidated Financial Statements. For purposes of this schedule the total principal balance of a mortgage loan payable that is collateralized by a pool of properties is allocated among the properties in the pool based on each property's carrying balance.
- (b) Initial cost for each respective property is tangible purchase price allocated in accordance with FASB's guidance on business combinations.
- (c) Improvements are net of the write-off of fully depreciated assets and impairment of real estate and include construction in progress.
- (d) Comprised of two properties.
- (e) Comprised of three properties.

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- (f) Comprised of four properties.
- (g) Comprised of five properties.
- (h) These properties represent developable land and land parcels for which we receive ground lease income.
- (i) Depreciation is computed based upon the following estimated lives:

Buildings and Improvements	7 to 50 years
Land Improvements	5 to 20 years
Tenant Improvements	Lease Term

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At December 31, 2017, the aggregate cost of land and buildings and equipment for federal income tax purpose was approximately \$3.4 billion (excluding construction in progress).

The changes in investment in real estate for the three years ended December 31, are as follows:

	<u>2017</u>	<u>2016</u>	<u>2015</u>
		(In thousands)	
Balance, Beginning of Year	\$3,388,611	\$3,297,649	\$3,183,369
Acquisition of Real Estate Assets	168,517	108,538	161,074
Construction Costs and Improvements	137,361	167,342	142,535
Disposition of Real Estate Assets	(170,928)	(153,364)	(162,636)
Impairment of Real Estate	—	—	(626)
Write-off of Fully Depreciated and Other Assets	(27,816)	(31,554)	(26,067)
Balance, End of Year Including Real Estate Held for Sale	<u>\$3,495,745</u>	<u>\$3,388,611</u>	<u>\$3,297,649</u>
Real Estate Held for Sale	—	(3,697)	(3,681)
Balance, End of Year Excluding Real Estate Held for Sale	<u><u>\$3,495,745</u></u>	<u><u>\$3,384,914</u></u>	<u><u>\$3,293,968</u></u>

The changes in accumulated depreciation for the three years ended December 31, are as follows:

	<u>2017</u>	<u>2016</u>	<u>2015</u>
		(In thousands)	
Balance, Beginning of Year	\$797,919	\$792,501	\$786,978
Depreciation for Year	94,078	95,514	92,955
Disposition of Real Estate Assets	(78,844)	(62,634)	(61,365)
Write-off of Fully Depreciated and Other Assets	(23,234)	(27,462)	(26,067)
Balance, End of Year Including Real Estate Held for Sale	<u>\$789,919</u>	<u>\$797,919</u>	<u>\$792,501</u>
Real Estate Held for Sale	—	(1,427)	(1,171)
Balance, End of Year Excluding Real Estate Held for Sale	<u><u>\$789,919</u></u>	<u><u>\$796,492</u></u>	<u><u>\$791,330</u></u>

PART II

MARKET INFORMATION

The following table sets forth, for the periods indicated, the high and low closing prices per share of the Company's common stock, which trades on the New York Stock Exchange under the trading symbol "FR" and the dividends declared per share for the Company's common stock and the distributions declared per Unit for the Operating Partnership's Units. There is no established public trading market for the Units.

<u>Quarter Ended</u>	<u>Closing High</u>	<u>Closing Low</u>	<u>Dividend/ Distribution Declared</u>
December 31, 2017	\$32.82	\$30.49	\$0.2100
September 30, 2017	\$31.74	\$28.21	\$0.2100
June 30, 2017	\$30.04	\$26.88	\$0.2100
March 31, 2017	\$28.66	\$25.35	\$0.2100
December 31, 2016	\$28.12	\$25.35	\$0.1900
September 30, 2016	\$29.61	\$27.00	\$0.1900
June 30, 2016	\$27.82	\$22.36	\$0.1900
March 31, 2016	\$22.98	\$19.32	\$0.1900

As of February 20, 2018, the Company had 408 common stockholders of record. The number of holders does not include individuals or entities who beneficially own shares but whose shares are held of record by a broker or clearing agency, but does include each such broker or clearing agency as one record holder. The Operating Partnership had 124 holders of record of Units registered with our transfer agent.

In order to comply with the REIT requirements of the Code, the Company is generally required to make common share distributions and preferred share distributions (other than capital gain distributions) to its shareholders in amounts that together at least equal i) the sum of a) 90% of the Company's "REIT taxable income" computed without regard to the dividends paid deduction and net capital gains and b) 90% of net income (after tax), if any, from foreclosure property, minus ii) certain excess non-cash income.

Our dividend/distribution policy is determined by the Company's Board of Directors and is dependent on multiple factors, including cash flow and capital expenditure requirements, as well as ensuring that the Company meets the minimum distribution requirements set forth in the Code. The Company met the minimum distribution requirements with respect to 2017.

Holders of Units are entitled to receive distributions when, as and if declared by the Company's Board of Directors, after the priority distributions required under the Operating Partnership's partnership agreement have been made with respect to preferred partnership interests in the Operating Partnership out of any funds legally available for that purpose.

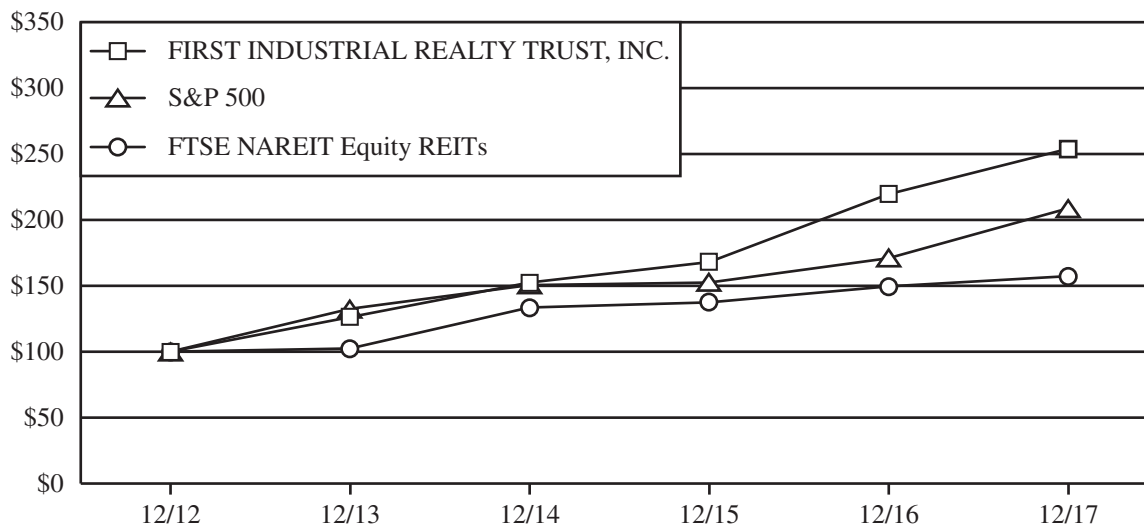
During the year ended December 31, 2017, the Operating Partnership did not issue any Limited Partner Units.

Subject to certain lock-up periods, holders of Limited Partner Units can redeem their Units by providing written notification to the General Partner of the Operating Partnership. Unless the General Partner provides notice of a redemption restriction to the holder, redemption must be made within seven business days after receipt of the holder's notice. The redemption can be effectuated, as determined by the General Partner, either by exchanging the Limited Partner Units for shares of common stock of the Company on a one-for-one basis, subject to adjustment, or by paying cash equal to the fair market value of such shares. Prior requests for redemption have generally been fulfilled with shares of common stock of the Company, and the Operating Partnership intends to continue this practice. If each Limited Partner Unit of the Operating Partnership were redeemed as of December 31, 2017, the Operating Partnership could satisfy its redemption obligations by making an aggregate cash payment of approximately \$126.1 million or by issuing 4,008,221 shares of the Company's common stock.

Performance Graph

The following graph provides a comparison of the cumulative total stockholder return among the Company, the FTSE NAREIT Equity REIT Total Return Index (the “NAREIT Index”) and the Standard & Poor’s 500 Index (“S&P 500”). The NAREIT Index represents the performance of our publicly traded industrial REIT peers. The historical information set forth below is not necessarily indicative of future performance.

COMPARISON OF 5 YEAR CUMULATIVE TOTAL RETURN* Among First Industrial Realty Trust, Inc., the S&P 500 Index, and the FTSE NAREIT Equity REITs Index



* \$100 invested on 12/31/12 in stock or index, including reinvestment of dividends. Fiscal year ending December 31.

	12/12	12/13	12/14	12/15	12/16	12/17
FIRST INDUSTRIAL REALTY TRUST, INC.	\$100.00	\$126.53	\$152.33	\$168.04	\$219.21	\$253.14
S&P 500	\$100.00	\$132.39	\$150.51	\$152.59	\$170.84	\$208.14
FTSE NAREIT Equity REITs	\$100.00	\$102.47	\$133.35	\$137.61	\$149.33	\$157.14

* The information provided in this performance graph shall not be deemed to be “soliciting material,” to be “filed” or to be incorporated by reference into any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934 unless specifically treated as such.

CORPORATE MANAGEMENT AND DIRECTORS

CORPORATE MANAGEMENT

Peter E. Baccile

Director, President and Chief Executive Officer

Scott A. Musil

Chief Financial Officer,

Treasurer and Assistant Secretary

Johannson L. Yap

Chief Investment Officer and

Executive Vice President — West Region

David G. Harker

Executive Vice President — Central Region

Peter O. Schultz

Executive Vice President — East Region

Christopher M. Schneider

*Chief Information Officer and Senior Vice President —
Operations*

Donald R. Stoffle

Executive Director — Dispositions

Robert J. Walter

Senior Vice President — Capital Markets

Daniel J. Hemmer

General Counsel and Secretary

Arthur J. Harmon

Vice President — Investor Relations and Marketing

Sara Niemiec

Chief Accounting Officer

DIRECTORS

Bruce W. Duncan‡

Chairman

First Industrial Realty Trust, Inc.

Director

Boston Properties, Inc.

Marriot International, Inc.

T. Rowe Price Funds

Peter E. Baccile‡

Director, President and Chief Executive Officer

First Industrial Realty Trust, Inc.

Matthew S. Dominski‡§

Director

CBL & Associates Properties, Inc.

H. Patrick Hackett, Jr.*‡§

Principal

HHS Co.

Director

Wintrust Financial Corporation

Wintrust Bank

Denise A. Olsen*†

Senior Managing Director

GEM Realty Capital

John Rau*§

Lead Independent Director

First Industrial Realty Trust, Inc.

President, Chief Executive Officer and Director

Miami Corporation

Chairman

BMO Financial Corp.

Director

AGL Resources Inc.

L. Peter Sharpe*†

Former President and Chief Executive Officer

Cadillac Fairview Corporation

Director

Postmedia Network Canada Corp.

Morguard Corporation

Allied Properties Real Estate Investment Trust

Multiplan Empreendimentos Imobiliarios S.A.

W. Ed Tyler†

Chief Executive Officer

Ideapoint Ventures

Director

Nanophase Technologies Corporation

Committee Membership Legend

* Audit Committee

† Compensation Committee

‡ Investment Committee

§ Nominating/Corporate
Governance Committee

CORPORATE AND STOCKHOLDER INFORMATION

Executive Office

First Industrial Realty Trust, Inc.
*311 South Wacker Drive, Suite 3900
Chicago, IL 60606
**One North Wacker Drive, Suite 4200
Chicago, IL 60606
Phone: 312.344.4300
Fax: 312.922.6320
www.firstindustrial.com
info@firstindustrial.com

Stock Exchange Listing

New York Stock Exchange
Symbol: FR

Registrar and Transfer Agent

Computershare Trust Company, N.A.
P.O. Box 43078
Providence, RI 02940-3078
Phone: 800.446.2617

Independent Registered Public Accounting Firm

PricewaterhouseCoopers LLP
Chicago, Illinois

Corporate Counsel

Barack Ferrazzano Kirschbaum &
Nagelberg LLP
Chicago, Illinois

10-K Report

A copy of the Company's Form 10-K as filed with the Securities and Exchange Commission is available on the Company's website and may also be obtained free of charge by contacting our Vice President — Investor Relations and Marketing. Please address any communications to our Vice President — Investor Relations and Marketing "c/o First Industrial Realty Trust, Inc., 311 South Wacker Drive, Suite 3900, Chicago, IL 60606" or, if such communications are to be delivered on or following June 1, 2018, "c/o First Industrial Realty Trust, Inc., One North Wacker Drive, Suite 4200, Chicago, IL 60606." Included in such report were the certifications required by Section 302 of the Sarbanes-Oxley Act.

Annual Meeting

The Annual Meeting of Stockholders of First Industrial Realty Trust, Inc., will be held on Thursday, May 10, 2018, at 9:00 A.M. CDT at the 2nd Floor Conference Center, 311 South Wacker Drive, Chicago, Illinois.

To contact First Industrial's Audit Committee:

Chairman of the Audit Committee
c/o First Industrial Realty Trust, Inc.
*311 South Wacker Drive, Suite 3900
Chicago, IL 60606
**One North Wacker Drive, Suite 4200
Chicago, IL 60606

To contact First Industrial's Nominating/Corporate Governance Committee:

Chairman of the Nominating/Corporate Governance Committee
c/o First Industrial Realty Trust, Inc.
*311 South Wacker Drive, Suite 3900
Chicago, IL 60606
**One North Wacker Drive, Suite 4200
Chicago, IL 60606

To contact First Industrial's Lead Independent Director:

Lead Independent Director
c/o First Industrial Realty Trust, Inc.
*311 South Wacker Drive, Suite 3900
Chicago, IL 60606
**One North Wacker Drive, Suite 4200
Chicago, IL 60606

* Such address to be used prior to June 1, 2018.

** Such address to be used on or after June 1, 2018.

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LISTED

NYSE