

DCT Industrial Trust Inc.  
Form 4  
December 22, 2016

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Skomal Mark

(Last) (First) (Middle)

DCT INDUSTRIAL TRUST  
INC., 555 17TH STREET, SUITE  
3700

(Street)

DENVER, CO 80202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
DCT Industrial Trust Inc. [DCT]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/21/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
Chief Accounting Officer

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

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |
| Common Stock                    | 12/21/2016                           |  | M                              |   | 2,262 A \$ 44.2   | 2,762  | D                                 |
| Common Stock                    | 12/21/2016                           |  | M                              |   | 1,953 A \$ 34.56  | 4,715  | D                                 |
| Common Stock                    | 12/21/2016                           |  | M                              |   | 3,200 A \$ 13.64  | 7,915  | D                                 |
| Common Stock                    | 12/21/2016                           |  | F                              |   | 5,428 D \$ 46.98  | 2,487  | D                                 |

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



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- (2) The Stock Options ("Options") were granted under the Issuer's Long-Term Incentive Plan. The Options vested over four years: 25% on May 31, 2008, and 25% on each of May 31, 2009, 2010, and 2011.
- (3) The Options were granted under the Issuer's Long-Term Incentive Plan. The Options vested over four years: 25% on January 1, 2009, and 25% on each of January 1, 2010, 2011 and 2012.
- (4) The Options were granted under the Issuer's Long-Term Incentive Plan. The Options vested over four years: 25% on January 1, 2010, and 25% on each of January 1, 2011, 2012 and 2013.

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

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