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DCT Indust Form 4 June 04, 201	rial Trust Inc. 12											
FORM												
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMM Washington, D.C. 20549							OMMISSION	OMB Number:	3235-0287			
Check this box if no longer subject to STATEMENT OF C								Expires:	January 31, 2005			
						CIAL	ERSHIP OF	Estimated average				
Section 16. Form 4 or				SECUI	RITIES				burden hou response	•		
Form 5	Filed put	rsuant to	Section 1	16(a) of th	ne Securitie	s Excl	hange	Act of 1934,	0.0			
obligation may cor		(a) of the	Public U	Itility Hol	lding Comp	any A	ct of	1935 or Section	1			
<i>See</i> Instruction 30(h) of the Investment Company Act of 1940 1(b).												
(Print or Type Responses)												
			2. Issue Symbol	er Name an	d Ticker or Ti	ading		5. Relationship of Reporting Person(s) to Issuer				
			-	ndustrial]	Frust Inc. [I	DCT]		(Check all applicable)				
(Last)	(First) (Middle)	3. Date of	of Earliest T	ransaction			(Check	c all applicable	;)		
				Day/Year)			-	X_ Director 10% Owner X_ Officer (give title Other (specify				
			06/01/2012					below) below) Chairman				
			4. If Am	endment, D	ate Original		(6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)					Applicable Line)				
DENVER, CO 80202							_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative Se	curitie	s Acqu	ired, Disposed of,	or Beneficial	ly Owned		
1.Title of	2. Transaction Date	2A. Deen		3.			-	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Execution	n Date, if	Transaction Disposed of (D)				Securities	Ownership	Indirect		
(Instr. 3)		any (Month/Day/Year)		Code (Instr. 8)	(Instr. 3, 4 a	na 5)		Beneficially Owned	Form: Direct (D)	Beneficial Ownership		
								Following	or Indirect	(Instr. 4)		
						(A)		Reported Transaction(s)	(I) (Instr. 4)			
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common										By TGW		
Stock	06/01/2012			J	1,310,761	А	<u>(2)</u>	1,526,250	Ι	Investors		
										LLC		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				(,
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Operating Partnership Units <u>(1)</u>	<u>(2)</u>	06/01/2012		J			1,310,761	(2)	(2)	Common Stock	1,310,7
Operating Partnership Units (1)	\$ 5.85 <u>(2)</u>	06/01/2012		J <u>(3)</u>			327,690	(2)	(2)	Common Stock	327,6

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Execution Date, if

4.

Code

5. Number of

Securities

TransactionDerivative

6. Date Exercisable and

Expiration Date

(Month/Day/Year)

Reporting Owners

1. Title of

Derivative

Security

2.

Conversion

or Exercise

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
WATTLES THOMAS G 518 17TH STREET SUITE 800 DENVER, CO 80202	Х		Chairman						
Signatures									
/s/ John G. Spiegleman, Attorney-in-Fact		06/04/	/2012						

3. Transaction Date 3A. Deemed

any

(Month/Day/Year)

**Signature of Reporting Person

Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- The Operating Partnership Units (the "Units") are issued by DCT Industrial Operating Partnership LP, the operating partnership of the (1) Issuer (the "Partnership").
- Provided that the Units have been outstanding for at least one year, the Units are redeemable for an equal number of shares of the Issuer's (2)Common Stock, or at the election of the Issuer, cash equal to the fair market value of such shares. The Units have no expiration date.
- (3) The reported securities were redeemed by the Reporting Person for cash at the option of the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

7. Title and Amount of

Underlying Securities

(Instr. 3 and 4)