

Corral Teresa
Form 3
May 03, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Corral Teresa		(Month/Day/Year)	DCT Industrial Trust Inc. [DCT]	
(Last)	(First)	04/28/2011	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
DCT INDUSTRIAL TRUST INC.,Â 518 17TH STREET, SUITE 800			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			Executive Vice President	
DENVER,Â COÂ 80202			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	56,459 ⁽¹⁾	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options	Â <u>(2)</u>	01/11/2017	Common Stock	13,089	\$ 11.46	D	Â
Stock Options	Â <u>(3)</u>	02/11/2018	Common Stock	31,250	\$ 8.64	D	Â
Stock Options	Â <u>(4)</u>	02/10/2019	Common Stock	30,000	\$ 3.41	D	Â
Stock Options	Â <u>(5)</u>	02/11/2020	Common Stock	13,813	\$ 4.56	D	Â
Stock Options	Â <u>(6)</u>	02/03/2021	Common Stock	14,458	\$ 5.55	D	Â
LTIP Units <u>(7)</u>	Â <u>(7)(8)</u>	Â <u>(7)</u>	Common Stock	56,364	\$ <u>(7)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Corral Teresa DCT INDUSTRIAL TRUST INC. 518 17TH STREET, SUITE 800 DENVER,Â COÂ 80202	Â	Â	Â Executive Vice President	Â

Signatures

/s/ Stuart B. Brown,
Attorney-in-Fact

05/03/2011

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Includes 5,236 shares of restricted stock granted under the Issuer's 2006 Long-Term Incentive Plan, as amended and restated from time to time (the "Plan"). The restricted stock is subject to certain vesting requirements.
- (2) The Stock Options (the "Options") were granted under the Plan. The Options vest over four years: 25% on January 1, 2008, and 25% on each January 1st of the following three years.
- (3) The Options were granted under the Plan and vest over four years: 25% on January 1, 2009, and 25% on each January 1st of the following three years.
- (4) The Options were granted under the Plan and vest over four years: 25% on January 1, 2010, and 25% on each January 1st of the following three years.
- (5) The Options were granted under the Plan and vest over four years: 25% on January 1, 2011, and 25% on each January 1st of the following three years.
- (6) The Options were granted under the Plan and vest over four years: 25% on January 1, 2012, and 25% on each January 1st of the following three years.

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Represents units of limited partnership interest in DCT Industrial Operating Partnership LP ("DCTOP"), of which the Issuer is the sole general partner, issued as long term incentive compensation pursuant to the Issuer's equity based compensation programs. Conditioned upon minimum allocations to the capital accounts of the LTIP Units for federal income tax purposes, each LTIP Unit may be converted, at (7) the election of the holder, into a common unit of limited partnership interest in DCTOP ("Common OP Unit"). Each Common OP Unit acquired upon conversion of an LTIP Unit may be presented for redemption at the election of the holder for cash equal to the fair market value of a share of the Issuer's Common Stock, except that the Issuer may, at its election, acquire each Common OP Unit so presented for one share of Common Stock.

The LTIP Units vest over four years: 4,630 LTIP Units vest in four equal installments, 25% on January 1, 2009 and 25% on each January 1st of the following three years; 17,595 LTIP Units vest in four equal installments, 25% on January 1, 2010 and 25% on each January 1st of the following three years; 16,842 LTIP Units vest in four equal installments, 25% on January 1, 2011 and 25% on each January 1st of the following three years; and 17,297 LTIP Units vest in four equal installments, 25% on January 1, 2012 and 25% on each January 1st of the following three years. (8)

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Remarks:

ExhibitÂ List:Â Â ExhibitÂ 24.Â Â TeresaÂ CorralÂ PowerÂ ofÂ Attorney

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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