

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

### Part I Reporting Issuer

<b>1</b> Issuer's name		<b>2</b> Issuer's employer identification number (EIN)	
DCT INDUSTRIAL TRUST INC		82-0538520	
<b>3</b> Name of contact for additional information	<b>4</b> Telephone No. of contact	<b>5</b> Email address of contact	
BRIANA OCHILTREE	303-597-1550	INVESTORRELATIONS@DCTINDUSTRIAL.COM	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact		<b>7</b> City, town, or post office, state, and Zip code of contact	
555 17TH STREET, SUITE 3700		DENVER, CO 80202	
<b>8</b> Date of action		<b>9</b> Classification and description	
1/7/2016, 4/13/2016, 7/13/2016, 10/19/2016		QUARTERLY DIVIDEND PAYMENTS	
<b>10</b> CUSIP number	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol	<b>13</b> Account number(s)
233153204		DCT	

### Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

**14** Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **DCT INDUSTRIAL TRUST INC PAID QUARTERLY COMMON STOCK DIVIDENDS OF \$0.29 PER SHARE IN 2016. PLEASE SEE BELOW FOR EACH QUARTER:**

	DECLARATION	RECORD	PAYABLE	
QUARTER	DATE	DATE	DATE	DIVIDEND
Q4 2015	11/10/2015	12/24/2015	1/7/2016	\$0.29
Q1 2016	2/4/2016	4/1/2016	4/13/2016	\$0.29
Q2 2016	5/5/2016	7/1/2016	7/13/2016	\$0.29
Q3 2016	8/4/2016	10/7/2016	10/19/2016	\$0.29

**15** Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **DCT INDUSTRIAL TRUST INC DETERMINED THAT 4.49% OF THE COMMON STOCK CASH DIVIDEND PAID EACH QUARTER IS A RETURN OF CAPITAL, WHICH IS A REDUCTION OF THE TAX BASIS. THE FOLLOWING ARE THE PER SHARE AMOUNTS OF RETURN OF CAPITAL INCLUDED IN EACH DIVIDEND:**

PAYABLE	RETURN OF
DATE	CAPITAL
1/7/2016	\$0.013034
4/13/2016	\$0.013034
7/13/2016	\$0.013034
10/19/2016	\$0.013034

**16** Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **DCT INDUSTRIAL TRUST INC DETERMINES ITS ANNUAL EARNINGS AND PROFITS UNDER IRC SECTION 312 (AS MODIFIED BY IRC SECTION 857(d) FOR A REAL ESTATE INVESTMENT TRUST) AND THE REGULATIONS THEREUNDER. DIVIDENDS IN EXCESS OF EARNINGS AND PROFITS ARE A RETURN OF CAPITAL.**

**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ IRC SECTION 301(c)(2)

18 Can any resulting loss be recognized? ▶ NO TAX LOSS IS RECOGNIZED BY SHAREHOLDERS AS A RESULT OF RECEIVING THE 2016 COMMON STOCK QUARTERLY DISTRIBUTION PAYMENTS.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ *Mark Skomal* Date ▶ 1/19/17

Print your name ▶ MARK SKOMAL Title ▶ SVP, CAO & CONTROLLER

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	Firm's EIN ▶			
	Firm's address ▶	Phone no.			