

DCT Industrial Trust Inc.  
Form 8-K  
July 31, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

**Date of Report (Date of earliest event reported): July 31, 2014**

**DCT INDUSTRIAL TRUST INC.**

(Exact name of registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction

of incorporation)

**001-33201**  
(Commission

File Number)

**82-0538520**  
(IRS Employer

Identification No.)

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518 17<sup>th</sup> Street, Suite 800

Denver, CO 80202

(Address of principal executive offices)

(303) 597-2400

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02 Results of Operations and Financial Condition.**

On July 31, 2014, we issued a press release entitled "DCT INDUSTRIAL TRUST INC. REPORTS SECOND QUARTER 2014 RESULTS" which sets forth disclosure regarding our results of operations for the second quarter ended June 30, 2014. A copy of this press release as well as a copy of the supplemental information referred to in the press release are made available on our website and are attached hereto as Exhibits 99.1 and 99.2 and incorporated herein by reference. This Item 2.02 and the attached exhibits 99.1 and 99.2 are provided under Item 2.02 of Form 8-K and are furnished to, and shall not be deemed to be filed with, the Securities and Exchange Commission.

DCT Industrial Trust Inc. will hold its second quarter 2014 earnings conference call on Friday, August 1, 2014 at 11:00 a.m. Eastern time. You may join the conference call through a live Internet webcast via DCT Industrial's website at <http://www.dctindustrial.com> by clicking on the webcast link in the Investors section of the website. Alternatively, you may join the conference call by telephone by dialing (877) 506-6112 or (412) 902-6686. If you are unable to join the live conference call, you may access the webcast replay on DCT Industrial's website until August 1, 2015. A telephone replay will be available through Friday, August 15, 2014 following the call by dialing (877) 344-7529 or (412) 317-0088 and using the passcode 10048728. Please note that the full text of the press release and supplemental schedules are available through DCT Industrial's website at <http://www.dctindustrial.com>. The information contained on DCT Industrial's website is not incorporated by reference herein.

Set forth below are several non-GAAP financial measures that are included in the attached press release together with the most directly comparable GAAP financial measure.

For the three months ended June 30, 2014: Net Income Attributable to Common Stockholders was \$6.8 million, or \$0.02 per diluted common share; and Funds From Operations, or FFO, as adjusted for acquisition costs, was \$41.6 million, or \$0.12 per diluted common share and unit. For the three months ended June 30, 2013: Net Income Attributable to Common Stockholders was \$10.8 million, or \$0.04 per diluted common share; and FFO, as adjusted for acquisition costs, was \$33.6 million, or \$0.11 per diluted common share and unit.

For the three months ended June 30, 2014, Income From Continuing Operations was \$1.7 million; and net operating income, or NOI, was \$60.2 million. For the three months ended June 30, 2013, Loss From Continuing Operations was \$4.6 million and NOI was \$48.8 million.

For the three months ended June 30, 2014, our Income (Loss) From Continuing Operations increased \$6.3 million from a loss of \$4.6 million for the three months ended June 30, 2013 to income of \$1.7 million for the same period in 2014. Same store net operating income, excluding lease termination revenue, for the three months ended June 30, 2014, increased 5.5% compared to the same period in 2013 and increased 4.2% on a cash-adjusted basis.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits:

Exhibit Number	Description
99.1	Press release dated July 31, 2014 and entitled "DCT INDUSTRIAL TRUST INC. REPORTS SECOND QUARTER 2014 RESULTS"
99.2	Supplemental information entitled "DCT INDUSTRIAL SECOND QUARTER 2014 SUPPLEMENTAL REPORTING PACKAGE"

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**DCT INDUSTRIAL TRUST INC.**

July 31, 2014

By: /s/ John G. Spiegleman  
Name: John G. Spiegleman  
Title: Executive Vice President and General Counsel