



DCT Industrial Trust Inc.



DCT NYSE

REIT - Residential / Commercial

Market Capitalization USD:

\$1,080.70 mm

CONCERN LEVEL: LOW

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance. 
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Philip L. Hawkins

Age: 56

CEO Since: 2006

	2009	2010	2011
Base Salary	\$600,000	\$600,000	\$600,000
Discretionary Bonus	\$480,000	\$510,000	\$0
Annual Cash Incentive	\$0	\$0	\$740,000
Benefits and Perquisites	\$0	\$0	\$0
TOTAL ANNUAL COMPENSATION	\$1,080,000	\$1,110,000	\$1,340,000
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$224,044	\$204,275	\$195,758
Stock Awards	\$566,569	\$1,119,765	\$754,334
TOTAL COMPENSATION	\$1,870,613	\$2,434,040	\$2,290,092
Median of Other Named Executive Officers Total Compensation	\$949,341	\$1,129,470	\$989,526
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$730,003	\$961,685	\$1,897,166
TOTAL REALIZED EQUITY COMPENSATION	\$730,003	\$961,685	\$1,897,166

Proxy Date: 14 Mar 2012

Annual Meeting Date: 26 Apr 2012

Equity Reserves: 8.63%

Stock Option Run Rate: 0.34%

DCT Industrial Trust Inc.

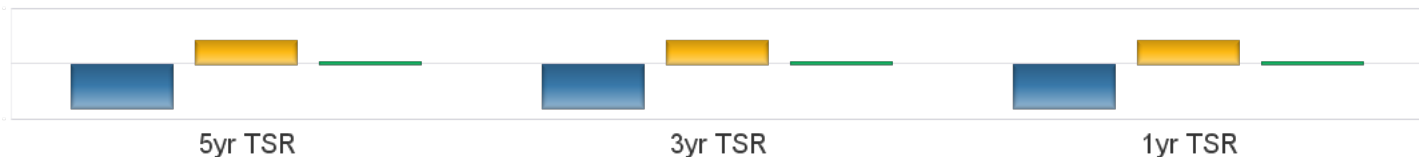
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Performance Comparison

■ vs S&P500 ■ vs Industry ■ DCT



Peer Comparisons (TRBC) =REIT - Residential / Commercial

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
DCT	DCT Industrial Trust Inc.	\$1,870,613	\$2,434,040	\$2,290,092	\$1,080,699,865
REG	Regency Centers Corporation	\$2,387,208	\$3,578,319		\$3,176,377,955
BRE	BRE Properties, Inc.	\$4,385,733	\$2,827,879		\$3,164,409,079
DDR	DDR Corp.	\$11,915,735	\$4,023,359		\$3,012,792,449
TCO	Taubman Centers, Inc.	\$2,088,213	\$3,768,942		\$2,912,437,095
AIV	Apartment Investment and Management	\$3,310,535	\$4,109,463	\$4,281,515	\$2,849,594,046
PDM	Piedmont Office Realty Trust, Inc.	\$2,644,540	\$5,038,854		\$2,794,608,143

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Asset-Based Peers: AMB Property Corporation, Duke Realty Corporation, EastGroup Properties, Inc., First Industrial Realty Trust, Inc., First Potomac Realty Trust, Liberty Property Trust, ProLogis, PS Business Parks, Inc..

Size-Based Peers: American Campus Communities, Inc., Colonial Properties Trust, Diamondrock Hospitality Company, EastGroup Properties, Inc., Equity One, Inc., Extra Space Storage Inc., Healthcare Realty Trust Incorporated, LaSalle Hotel Properties, Lexington Realty Trust, Medical Properties Trust, Inc., Post Properties, Inc., PS Business Parks, Inc., Sovran Self Storage, Inc., Sunstone Hotel Investors, Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Thomas F. Auquist	Chairman	63	Male	6	Outside
Bruce L. Warwick	Member	73	Male	7	Outside
Ravmond B. Greer	Member	49	Male	2	Outside

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