
**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): April 14, 2017

Industrial Property Trust Inc.

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction
of incorporation)

000-55376
(Commission
File Number)

61-1577639
(IRS Employer
Identification No.)

518 Seventeenth Street, 17th Floor
Denver, CO 80202
(Address of principal executive offices)

(303) 228-2200
(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01. Regulation FD Disclosure.

On April 14, 2017, Industrial Property Trust Inc. (the “Company”) issued a press release announcing first quarter 2017 acquisition activity. A copy of this press release is attached as Exhibit 99.1 to this Current Report on Form 8-K. Pursuant to the rules and regulations of the Securities and Exchange Commission (the “SEC”), the information set forth in Exhibit 99.1 is deemed to have been furnished and shall not be deemed to be “filed” under the Securities Exchange Act of 1934.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release of the Company, dated April 14, 2017.

Forward-Looking Statement

This Current Report on Form 8-K, including the press release furnished as an exhibit to this report, contains forward-looking statements, such as statements concerning the further acquisition of industrial properties by the Company, that are based on the Company’s current expectations, plans, estimates, assumptions, and beliefs that involve numerous risks and uncertainties, including, without limitation, risks associated with the Company’s ability to consummate additional acquisitions and otherwise execute on its investment strategy, the availability of affordable financing, the Company’s ability to identify and time investments that will generate attractive returns for investors, customers’ ability to continue to comply with the terms of their respective leases, and those risks set forth in the Company’s Annual Report on Form 10-K filed with the SEC on March 15, 2017 and the Company’s other filings with the SEC. Although these forward-looking statements reflect management’s belief as to future events, actual events or the Company’s investments and results of operations could differ materially from those expressed or implied in these forward-looking statements. To the extent that the Company’s assumptions differ from actual results, the Company’s ability to meet such forward-looking statements, including its ability to consummate additional acquisitions and financings, to invest in a diversified portfolio of high-quality real estate investments, and to generate attractive returns for investors, may be significantly hindered. You are cautioned not to place undue reliance on any forward-looking statements. The Company cannot assure you that it will attain its investment objectives.

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.

April 14, 2017

INDUSTRIAL PROPERTY TRUST INC.

By: /s/ THOMAS G. MCGONAGLE

Name: Thomas G. McGonagle

Title: Chief Financial Officer

EXHIBIT INDEX

99.1 Press Release of the Company, dated April 14, 2017.

FOR IMMEDIATE RELEASE
April 14, 2017

For more information:
Contact: Eric Paul
Dividend Capital
(303) 228-2200

**INDUSTRIAL PROPERTY TRUST INC. ANNOUNCES
FIRST QUARTER 2017 ACQUISITION ACTIVITY**

DENVER, CO — April 14, 2017 — Industrial Property Trust Inc. (“IPT”), an industrial real estate investment trust that owns and operates distribution warehouses throughout the United States, announced today that, during the first quarter of 2017, it had acquired, either directly or through its 20% ownership interest in a joint venture partnership, 13 industrial buildings totaling 1.8 million square feet, located in seven markets throughout the United States, for an aggregate purchase price of approximately \$147.4 million.

“These acquisitions will help us continue to grow our established position in targeted supply-constrained markets,” said Dwight Merriman, Chief Executive Officer of IPT. “We continue to progress towards building a high quality, national industrial property operating platform, and are benefiting from strong property and market-level fundamentals.”

From January 2014 through March 2017, IPT had acquired, either directly or through its 20% ownership interest in a joint venture partnership, 260 industrial buildings totaling 41.6 million square feet in 27 markets throughout the United States for an aggregate purchase price of approximately \$3.1 billion. Of these buildings, IPT owned and managed 30 industrial buildings totaling approximately 5.3 million square feet through its 20.0% ownership interest in a joint venture partnership.

About Industrial Property Trust Inc.

IPT is focused on acquiring, developing, and managing high-quality distribution warehouses that are leased to corporate customers. IPT’s core strategy is to build a national industrial property operating platform by targeting markets that have high barriers to entry, proximity to a large demographic base, and/or access to major distribution hubs. IPT has operated and elected to be treated as a real estate investment trust (“REIT”) for U.S. federal income tax purposes, commencing with the taxable year that ended on December 31, 2013, and IPT intends to continue to operate in accordance with the requirements for qualification as a REIT.

This press release contains forward-looking statements, such as statements concerning IPT’s further acquisition of industrial properties, that are based on IPT’s current expectations, plans, estimates, assumptions and beliefs that involve numerous risks and uncertainties, including, without limitation, IPT’s ability to consummate additional acquisitions and otherwise execute on its investment strategy, the availability of affordable financing, IPT’s ability to identify and time investments that will generate attractive returns for investors, customers’ ability to continue to comply with the terms of their respective leases, and those risks set forth in IPT’s Annual Report on Form 10-K for the year ended December 31, 2016 filed with the Securities and Exchange Commission (the “SEC”) on March 15, 2017, as amended or supplemented by IPT’s other filings with the SEC (available at www.sec.gov). Any of these statements could be inaccurate, and actual events or IPT’s investments and results of operations could differ materially from those expressed or implied. To the extent that IPT’s assumptions differ from actual results, IPT’s ability to meet such forward-looking statements, including its ability to consummate additional acquisitions and financings, to invest in a diversified portfolio of high-quality real estate investments, and to generate attractive returns for investors, may be significantly hindered. You are cautioned not to place undue reliance on any forward-looking statements. IPT cannot assure you that it will attain its investment objectives.

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