

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

5.02(e): On January 12, 2012, the Compensation Committee of the Board of Trustees (the “Committee”) approved the adoption of the 2012 Executive Incentive Plan for the Trust’s chief executive officer (the “CEO”) and chief financial officer (the “CFO”). Both individuals will participate in a short-term incentive program, based on the achievement of funds from operations per share targets, subject to the Trust’s achievement of a maximum level of debt to EBITDA. The CEO and the CFO will have target short-term incentive opportunities equal to 100% and 60% of base salary, respectively.

Threshold payout (50% of target incentive), target payout (100% of target incentive) and maximum payout (200% of target incentive) will be determined by the Committee based on its assessment of the achievement of performance goals established in advance by the Committee.

The foregoing description is qualified in its entirety by the 2012 Executive Incentive Plan attached as Exhibit 10.1 hereto, which is hereby incorporated by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

10.1 2012 Executive Incentive Plan, dated January 12, 2012

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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.

RAMCO-GERSHENSON
PROPERTIES TRUST

Date: January 13, 2012 By: /s/ Gregory R. Andrews
Gregory R. Andrews
Chief Financial Officer

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EXHIBIT INDEX

Exhibit Description

10.1 2012 Executive Incentive Plan, dated January 12, 2012

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