

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
Scottsdale Quarter REIT I, LLC		47-4105171	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
John Mills	614-621-9000	john.mills@washingtonprime.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
180 East Broad Street		Columbus, OH 43215	
8 Date of action		9 Classification and description	
Various-see 14 below		Common Stock	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)

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 ▶ **Distributions in excess of earnings and profits were made on the following dates:**

June 16, 2016 ; September 16, 2016; December 16, 2016

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 ▶

June 16, 2016: Distributions per share \$15,000; Return of Capital per share \$9,755
September 16, 2016: Distributions per share \$21,000; Return of Capital per share \$21,000
December 16, 2016: Distributions per share \$4,000; Return of Capital per share \$4,000

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 ▶ **Distributions in excess of earnings and profits are applied against and reduce the adjusted basis of stock.**

Part II Organizational Action (continued)

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

18 Can any resulting loss be recognized? ▶ Not applicable

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ Not applicable

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 ▶  Date ▶ 4/30/18

Print your name ▶ MARK E. YALE Title ▶ CFO

Paid Preparer Use Only	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.

Part II Organizational Action (continued)

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

18 Can any resulting loss be recognized? ▶ **Not applicable**

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ **Not applicable**

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.

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Print your name ▶ **MARK E. YALE** Title ▶ **CFO**

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	Firm's name ▶	Firm's EIN ▶			
	Firm's address ▶	Phone no.			

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
Polaris Fashion Place REIT, LLC		47-4104857	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
John Mills	614-621-9000	john.mills@washingtonprime.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
180 East Broad Street		Columbus, OH 43215	
8 Date of action		9 Classification and description	
Various-see 14 below		Common Stock	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)

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 ▶ **Distributions in excess of earnings and profits were made on the following dates:**
March 22, 2016; April 16, 2016; June 16, 2016; September 16, 2016 ; December 16, 2016

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 ▶
March 22, 2016: Distributions per share \$153,068; Return of Capital per share \$152631.18
April 16, 2016: Distributions per share \$50,000; Return of Capital per share \$50,000
June 16, 2016: Distributions per share \$20,000; Return of Capital per share \$20,000
September 16, 2016: Distributions per share \$50,000; Return of Capital per share \$50,000
December 16, 2016: Distributions per share \$40,000; Return of Capital per share \$40,000

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 ▶ **Distributions in excess of earnings and profits are applied against and reduce the adjusted basis of stock.**

Part II Organizational Action (continued)

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

18 Can any resulting loss be recognized? ▶ **Not applicable**

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ **Not applicable**

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Print your name ▶ **MARK E. YALE** Title ▶ **CFO**

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Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Part II Organizational Action (continued)

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

Lined area for listing applicable Internal Revenue Code sections and subsections.

18 Can any resulting loss be recognized? ▶ **Not applicable**

Lined area for providing information regarding loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ **Not applicable**

Lined area for providing other information necessary to implement the adjustment.

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.

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Print your name ▶ **MARK E. YALE** Title ▶ **CFO**

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	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

Part II Organizational Action (continued)


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

18 Can any resulting loss be recognized? ▶ **Not applicable**

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ **Not applicable**

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	Firm's address ▶				Phone no.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ _____

Section 301

18 Can any resulting loss be recognized? ▶ Not applicable

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ Not applicable

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	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

**Report of Organizational Actions
 Affecting Basis of Securities**

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name Town Center REIT II, LLC		2 Issuer's employer identification number (EIN) 47-4093448	
3 Name of contact for additional information John Mills	4 Telephone No. of contact 614-621-9000	5 Email address of contact john.mills@washingtonprime.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 180 East Broad Street		7 City, town, or post office, state, and Zip code of contact Columbus, OH 43215	
8 Date of action Various- see 14 below		9 Classification and description Common Stock	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)

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 ▶ **Distributions in excess of earnings and profits were made on the following dates:**

April 16, 2016 and June 16, 2016

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 ▶

April 16, 2016: Distributions per share \$10,000; Return of Capital per share \$6,951

June 16, 2016: Distributions per share \$6,000; Return of Capital per share \$6,000

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 ▶ **Distributions in excess of earnings and profits are applied against and reduce the adjusted basis of stock.**

