

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**

Multiple horizontal lines for listing applicable Internal Revenue Code sections and subsections.

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

Multiple horizontal lines for providing information regarding loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶

Multiple horizontal lines for providing other necessary information for 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.

Sign Here

Signature ▶ /s/ Mark Yale Date ▶ _____

Print your name ▶ **Mark 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 ▶		Phone no.	
Firm's address ▶				

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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)	
Pearlridge Uptown II REIT, LLC		81-4811360	
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 line 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 28, 2018 (record date March 15, 2018)

June 13, 2018 (record date June 15, 2018)

October 24, 2018 (record date September 15, 2018)

December 19, 2018 (record date December 15, 2018)

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 28, 2018: Distributions per share \$88,067; Return of Capital per share \$54,785

June 13, 2018: Distributions per share \$9,306; Return of Capital per share \$5,789

October 24, 2018: Distributions per share \$5,396; Return of Capital per share \$3,356

December 19, 2018: Distributions per share \$15,213; Return of Capital per share \$9,464

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.**

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer			
1 Issuer's name Polaris Fashion Place REIT, LLC		2 Issuer's employer identification number (EIN) 47-4104857	
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 line 14 below		9 Classification and description Common Stock	
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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 28, 2018 (record date March 15, 2018)
- June 13, 2018 (record date June 15, 2018)
- October 24, 2018 (record date September 15, 2018)
- December 19, 2018 (record date December 15, 2018)

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 28, 2018: Distributions per share \$50,620; Return of Capital per share \$26,700
- June 13, 2018: Distributions per share \$23,362; Return of Capital per share \$12,322
- October 24, 2018: Distributions per share \$23,147; Return of Capital per share \$12,209
- December 19, 2018: Distributions per share \$35,142; Return of Capital per share \$18,536

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.

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