

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

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>Kite Realty Group Trust</b>		2 Issuer's employer identification number (EIN) <b>11-3715772</b>	
3 Name of contact for additional information <b>Daniel R. Sink</b>	4 Telephone No. of contact <b>317-577-5600</b>	5 Email address of contact <b>dsink@kiterealty.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>30 S. Meridian St. Suite 1100</b>		7 City, town, or post office, state, and Zip code of contact <b>Indianapolis, IN 46204</b>	
8 Date of action <b>01/13/11, 04/13/11, 07/14/11, 11/13/11</b>		9 Classification and description <b>Common stock, \$0.01 par value</b>	
10 CUSIP number <b>49803T102</b>	11 Serial number(s)	12 Ticker symbol <b>KRG</b>	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 ▶ Cash payments to shareholders that will be considered a return of capital (distribution exceeds current and accumulated earnings and profits). The cash payments were made during 2011 on the following dates:

- 1) Distribution paid 01/13/11 for shareholders of record on 01/06/11
- 2) Distribution paid 04/13/11 for shareholders of record on 04/06/11
- 3) Distribution paid 07/14/11 for shareholders of record on 07/07/11
- 4) Distribution paid 10/13/11 for shareholders of record on 10/06/11

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 ▶ The quantitative effect of each of the above payments is as follows:

- 1) Distribution paid 01/13/11: \$0.039344 per share reduction in basis (amount of the distribution treated as return of capital)
- 2) Distribution paid 04/13/11: \$0.039344 per share reduction in basis (amount of the distribution treated as return of capital)
- 3) Distribution paid 07/14/11: \$0.039344 per share reduction in basis (amount of the distribution treated as return of capital)
- 4) Distribution paid 10/13/11: \$0.039344 per share reduction in basis (amount of the distribution treated as return of capital)

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 ▶ The per share reduction in basis described above was calculated using a return of capital percentage derived from the following:

- 1) Numerator: Distributions paid on common stock less Earnings and Profits (E&P)
- 2) Denominator: Distributions paid on common stock
- 3) Quotient: Return of capital percentage determined to be 65.57282%

Therefore, the calculation of each of the above payments is as follows:

- 1) Distribution paid 01/13/11: \$0.06 per share distribution x 65.57282% return of capital percentage = \$0.039344 per share
- 2) Distribution paid 04/13/11: \$0.06 per share distribution x 65.57282% return of capital percentage = \$0.039344 per share
- 3) Distribution paid 07/14/11: \$0.06 per share distribution x 65.57282% return of capital percentage = \$0.039344 per share
- 4) Distribution paid 10/13/11: \$0.06 per share distribution x 65.57282% return of capital percentage = \$0.039344 per share

For Paperwork Reduction Act Notice, see the separate Instructions.

**Part II Organizational Action** (continued)

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

**Internal Revenue Code Sections 301 and 316**

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 ▶ **All of the above adjustments should be taken into account by the shareholders in 2011.**

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 ▶

*Paul R. Sink*

Date ▶

1/17/12

Print your name ▶ Daniel R. Sink

Title ▶ Chief Financial Officer

**Paid Preparer Use Only**

Print/Type preparer's name

John R. Bruch

Preparer's signature

*John R. Bruch CPA*

Date

1/17/12

Check  if self-employed

PTIN

P00019237

Firm's name ▶ KSM Business Services, Inc.

Firm's EIN ▶ 35-2123203

Firm's address ▶ P.O. Box 40857 Indianapolis, IN 46240-0857

Phone no. 317-580-2000