SHAREHOLDER DEMAND LETTER EXAMPLE

**NOTICE AND REQUEST FOR WRITTEN STATEMENT**

**OF OWNERSHIP OF SHARES REGARDING: TAX YEAR ENDED**

**DECEMBER 31, 2022**

Dear Sir or Madam:

As a shareholder of **[Name of REIT]** you may be aware that the Internal Revenue Code of 1986, as amended (the “Code”), requires a real estate investment trust (a “REIT”) to keep records that disclose the actual ownership of its stock. All REITs with **[choose either a) 2000 or more shareholders or b) more than 200 but fewer than 2000 shareholders or c) 200 or fewer shareholders]** are required by Treasury Regulation Section 1.857-8 to request and maintain the following information from their shareholders of record holding **[choose either, respectively a) five percent (5%) or more, or b) one percent (1%) or more, or c) one-half of one percent (0.5%) or more]** of the REIT’s outstanding shares on any dividend record date during the REIT’s taxable year.

Since you were a shareholder of record in 2022 holding at least **[choose either a) five percent (5%), or b) one percent (1%), or c) one-half of one percent (0.5%)]** of the outstanding shares of stock in **[Name of REIT]**, pursuant to the provisions of Treasury Regulation Section 1.857-8, **[Name of REIT]** hereby requests that you furnish it with a written statement setting forth the following information for the year ended December 31, 2022.

1. INFORMATION REQUIRED TO DETERMINE ACTUAL OWNERS. (1.857-8(b)).

PLEASE LIST THE NAMES, ADDRESSES, AND TAXPAYER IDENTIFICATION NUMBERS OF THE “ACTUAL OWNERS” OF THE SHARES WHICH WERE HELD OF RECORD IN YOUR NAME ON ANY DIVIDEND RECORD DATE IN 2022.

Include yourself if you are an actual owner. An “actual owner” is the person who is required to include in gross income in its income tax return the dividends received on the shares.

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| --- | --- | --- |
| **Name and Address of****Actual Owner** | **Number of****Shares** | **Taxpayer Identification****Number** |
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2. INFORMATION REQUIRED FOR PERSONAL HOLDING COMPANY DETERMINATION. (1.857-8(c)).

In addition to the shares a person “actually” owns, a person is considered to be the “constructive owner” of shares belonging to members of such person’s family, or the corporations, trusts, partnerships, or estates in which such person has an interest, or those shares which such person has an option to purchase or acquire through a conversion of all convertible securities such person owns, under the following rules:

 (a) Shares owned, directly or indirectly, by or for a corporation, partnership, estate, or trust shall be considered as being owned proportionately by its shareholders, partners, or beneficiaries.

 (b) An individual shall be considered as owning the shares owned, directly or indirectly, by or for such individual’s family. For this purpose, the family of an individual includes only such individual’s brothers and sisters (whether by the whole or half blood), spouse, ancestors, and lineal descendants.

 (c) If any person had an option to purchase shares, such shares shall be considered as owned by such person.

 (d) All outstanding securities convertible into stock (whether or not convertible during the taxable year) shall be considered as outstanding stock held by the person who is the actual owner of the securities.

CONSIDERING THE CONSTRUCTIVE OWNERSHIP RULES GENERALLY DESCRIBED ABOVE, PLEASE LIST BELOW THE NAMES OF EACH ACTUAL OWNER (INCLUDING YOURSELF IF YOU WERE AN ACTUAL OWNER) AND THE RELATED MAXIMUM NUMBER OF SHARES “ACTUALLY” OR “CONSTRUCTIVELY” OWNED BY SUCH ACTUAL OWNER AT ANY TIME DURING THE LAST HALF OF 2022.

|  |  |
| --- | --- |
| **Name** | **Maximum Number** |
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You are required by Section 1.857-8 of the Treasury Regulations to furnish the information requested in this letter. You may comply by completing, signing, and returning a copy of this request to: **[NAME AND ADDRESS OF REIT]**

Please sign and attach additional pages if the spaces provided in this form are not sufficient for your responses.

If you fail or refuse to comply with this request, you are required by Section 1.857-9 of the Treasury Regulations to submit at the time you file your income tax return, for your taxable year which ends with or includes the 31st day of December 2022, the statement required by Treasury Regulation Section 1.857-9.

Thank you in advance for your cooperation in this matter.

January \_\_\_\_\_, 2023

**[Name of REIT]**

By: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Enclosure

The undersigned shareholder of record hereby certifies that it has read the foregoing Notice and Request for Written Statement of Ownership of Shares and that its answers as set forth herein or upon separate pages attached hereto are true and correct as of date set forth below:

Signature Date