

# Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

## Part I Reporting Issuer

<b>1</b> Issuer's name		<b>2</b> Issuer's employer identification number (EIN)	
Cedar Realty Trust, Inc.		42-1241468	
<b>3</b> Name of contact for additional information	<b>4</b> Telephone No. of contact	<b>5</b> Email address of contact	
Investor Relations Department	(516) 767-6492		
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact		<b>7</b> City, town, or post office, state, and ZIP code of contact	
44 South Bayles Avenue		Port Washington, NY 11050	
<b>8</b> Date of action		<b>9</b> Classification and description	
Various - See 15 below		Stock - Common	
<b>10</b> CUSIP number	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol	<b>13</b> Account number(s)
150602209		NYSE - CDR	

## 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 ► The Taxpayer made cash distributions to its shareholders in excess of its current and accumulated earnings and profits.  
See Part II, Line 15 for the amount of these distributions per share.

**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 distributions reduced the basis of the security in the hands of the US taxpayers as follows:

Per Share Reduction of Basis	
Date	Common Stock
02/20/2018	\$0.028111
05/21/2018	\$0.028111
08/20/2018	\$0.028111
11/20/2018	\$0.028111

**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 Taxpayer's earnings and profits were calculated under IRC §312, as modified by IRC §857(d) for a real estate investment trust, and the regulations thereunder. Distributions in excess of the portion of the earnings and profits allocable to the common shares reduce the shareholder's tax basis in its shares to the extent of basis.

**Part II** Organizational Action *(continued)*

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► IRC §301(c)(2)

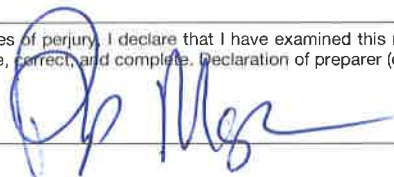
18 Can any resulting loss be recognized? ► No

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► These actions are effective on the dates of distribution identified above.

**Sign Here**

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.

Signature ►



Date ►

1/23/19

Print your name ► Philip Mays

Title ► Executive Vice President and CFO

**Paid Preparer Use Only**

Print/Type preparer's name

Shaun Hormozdyan

Preparer's signature



Date

01/18/19

Check ☐ if self-employed

PTIN

P01450705

Firm's name ► ERNST & YOUNG U.S. LLP

Firm's EIN ► 34-6565596

Firm's address ► 1775 TYSONS BLVD., TYSONS, VA 22102

Phone no. 703-747-1000

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054