

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
FSP 303 East Wacker Drive Corp.		20-8061759	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Andrew J. Klouse	781-557-1339	aklouse@franklinstreetproperties.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	
401 Edgewater Place, Suite 200		Wakefield, MA 01880-6210	
8 Date of action		9 Classification and description	
See Below		Stock - Preferred	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
302641204			

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 a complete liquidating distribution under Internal Revenue Code section 331 and 336 pursuant to the PLAN OF COMPLETE DISSOLUTION AND LIQUIDATION OF FSP 303 EAST WACKER DRIVE CORP effective September 25, 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 ▶

IRC §331(a) Distribution In Complete Liquidation Treated as Exchange - Amounts received by a shareholder in a distribution in complete liquidation of a corporation shall be treated as in full payment in exchange for the stock.

Date	Per Share Distribution
9/25/18	\$73,037.41

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 had a complete dissolution and liquidation of FSP 303 East Wacker Drive Corp.**

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 §331(a)

18 Can any resulting loss be recognized? ▶ No.

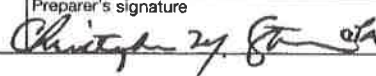
19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ These actions are effective on the date of distribution identified above.

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 ▶ 10/25/18

Print your name ▶ John Demeritt Title ▶ Executive Vice President

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<u>Christopher M. Stevens</u>		<u>10/23/18</u>		<u>P00241643</u>
	Firm's name ▶ <u>Marcum LLP</u>	Firm's EIN ▶ <u>11-1986323</u>		Phone no. <u>617-807-5000</u>	
	Firm's address ▶ <u>53 STATE STREET, FLOOR 17, BOSTON, MA 02109</u>				