

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

<b>1</b> Issuer's name <u>Carey Watermark Investors, Inc.</u>		<b>2</b> Issuer's employer identification number (EIN) <u>26-2145060</u>	
<b>3</b> Name of contact for additional information <u>Liou Guo</u>	<b>4</b> Telephone No. of contact <u>(212) 492-1161</u>	<b>5</b> Email address of contact <u>lguo@wpcarey.com</u>	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact <u>50 Rockefeller Plaza, 2nd Floor</u>		<b>7</b> City, town, or post office, state, and Zip code of contact <u>New York, NY 10020</u>	
<b>8</b> Date of action <u>1/15/16; 4/15/16; 7/15/16; 10/14/16</u>		<b>9</b> Classification and description <u>Common Stock</u>	
<b>10</b> CUSIP number <u>14179A103</u>	<b>11</b> Serial number(s) <u>N/A</u>	<b>12</b> Ticker symbol <u>N/A</u>	<b>13</b> Account number(s) <u>N/A</u>

**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 ▶

1) On January 15, 2016 - Common Stock Distributions paid \$0.1425 per share to shareholders of record December 31, 2015

2) On April 15, 2016 - Common Stock Distributions paid \$0.1425 per share to shareholders of record March 31, 2016.

3) On July 15, 2016 - Common Stock Distributions paid \$0.1425 per share to shareholders of record June 30, 2016.

4) On October 14, 2016 - Common Stock Distributions paid \$0.1425 per share to shareholders of record September 30, 2016.

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**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 ▶

1) January 15, 2016 Distributions - 60.8134% of each \$1 represents return of capital (i.e., reduction in basis in hands of U.S. taxpayer)

2) April 15, 2016 Distributions - 60.8134% of each \$1 represents return of capital (i.e., reduction in basis in hands of U.S. taxpayer)

3) July 15, 2016 Distributions - 60.8134% of each \$1 represents return of capital (i.e., reduction in basis in hands of U.S. taxpayer)

4) October 14, 2016 Distributions - 60.8134% of each \$1 represents return of capital (i.e., reduction in basis in hands of U.S. taxpayer)

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**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 ▶

1) January 15, 2016 Distributions - The taxpayer's earnings and profits were calculated under IRC Sec. 312 (as modified by IRC Sec. 857(d) for a real estate investment trust), and the regulations thereunder. Amounts in excess of earnings and profits reduce the shareholder's tax basis in its shares to the extent of basis. Earnings and profits were calculated as of the close of year and were apportioned to each distribution made during year in accordance with IRC Sec. 316(a) and Regs. 1.316-1(a)(1).

2) April 15, 2016 Distributions - Calculation is same as above.

3) July 15, 2016 Distributions - Calculation is same as above.

4) October 14, 2016 Distributions - Calculation is same as above.

**Part II Organizational Action** (continued)

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

- 1) January 15, 2016 Distributions - Internal Revenue Code Section 301(c) and 316(a).
- 2) April 15, 2016 Distributions - Internal Revenue Code Section 301(c) and 316(a).
- 3) July 15, 2016 Distributions - Internal Revenue Code Section 301(c) and 316(a).
- 4) October 14, 2016 Distributions - Internal Revenue Code Section 301(c) and 316(a).

**18** Can any resulting loss be recognized? ▶ \_\_\_\_\_

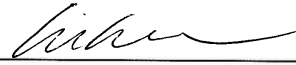
- 1) January 15, 2016 Distributions - No; non-taxable treatment governed by IRC Section 301(c)(2).
- 2) April 15, 2016 Distributions - No; non-taxable treatment governed by IRC Section 301(c)(2).
- 3) July 15, 2016 Distributions - No; non-taxable treatment governed by IRC Section 301(c)(2).
- 4) October 14, 2016 Distributions - No; non-taxable treatment governed by IRC Section 301(c)(2).

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

These actions are effective on the date(s) of the distributions 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 ▶ 2/16/17

Print your name ▶ Liou Guo Title ▶ V.P.

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Stephen J. Bertonaschi		2/16/17		P00747384
	Firm's name ▶ FTI Consulting, Inc.	Firm's EIN ▶ 52-1261113		Phone no. 973-364-0400	
	Firm's address ▶ 101 Eisenhower Parkway, Roseland, NJ 07068				