

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

<b>1</b> Issuer's name		<b>2</b> Issuer's employer identification number (EIN)	
SPIRIT REALTY CAPITAL, INC		20-1676382	
<b>3</b> Name of contact for additional information	<b>4</b> Telephone No. of contact	<b>5</b> Email address of contact	
PAM GOLDEN	858-284-5053	pgolden@realtyincome.com	
<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	
2727 N. HARWOOD ST. SUITE 300		DALLAS, TX 75201	
<b>8</b> Date of action		<b>9</b> Classification and description	
1/13/2023, 4/14/2023, 7/14/2023, 10/13/2023		COMMON STOCK NON-TAXABLE CASH DISTRIBUTIONS	
<b>10</b> CUSIP number	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol	<b>13</b> Account number(s)
84860W 300	N/A	SRC	N/A

**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 COMPANY PAID QUARTERLY CASH DISTRIBUTIONS IN 2023. DISTRIBUTION DATES ARE AS FOLLOWS:

DECLARATION DATES: 11/4/2022, 2/22/2023, 5/3/2023, 8/9/2023  
 RECORD DATES: 12/30/2022, 3/31/2023, 6/30/2023, 9/29/2023  
 PAYMENT DATES: 1/13/2023, 4/14/2023, 7/14/2023, 10/13/2023

A PORTION OF THE DISTRIBUTIONS ARE IN EXCESS OF THE COMPANY'S EARNINGS AND PROFITS.  
 PLEASE SEE ATTACHED SCHEDULE FOR THE AMOUNTS TREATED AS A NON-DIVIDEND.

**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 NON-TAXABLE DISTRIBUTION WILL REDUCE THE BASIS OF EACH COMMON SHAREHOLDER. PLEASE SEE THE ATTACHED SCHEDULE FOR THE REDUCTION IN BASIS PER COMMON SHARE.

**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 NON-DIVIDEND DISTRIBUTION REPRESENTS DISTRIBUTIONS ASSOCIATED WITH THE 2023 TAX YEAR WHICH ARE IN EXCESS OF 2023 EARNINGS AND PROFITS. THE NON-DIVIDEND DISTRIBUTION WILL REDUCE THE SHAREHOLDERS' BASIS OF THEIR SHARES TO THE EXTENT OF THEIR BASIS. PLEASE SEE THE ATTACHED SCHEDULE.

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

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

I.R.C. SECTION 301(c)(2)

**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 ▶ \_\_\_\_\_

NOT APPLICABLE

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 ▶ 1/29/2024

Print your name ▶ PAM GOLDEN

Title ▶ VP TAX

**Paid Preparer Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Spirit Realty Capital, Inc  
EIN 20-1676382  
Form 8937 Statement  
December 31, 2023

**Part II, Line 15 & 16**

Security Description	CUSIP	Ticker Symbol	Record Date	Payable Date	Total Distribution Per Share	2023 Box 1a Ordinary Dividends	2023 Box 2a Total Capital Gain Dividends	2023 Box 3 Nondividend Distributions <sup>(1)</sup>
Common	84860W300	SRC	12/30/2022	1/13/2023	\$0.663000	\$0.473042	\$0.000000	\$0.189958
Common	84860W300	SRC	3/31/2023	4/14/2023	\$0.663000	\$0.473042	\$0.000000	\$0.189958
Common	84860W300	SRC	6/30/2023	7/14/2023	\$0.663000	\$0.473042	\$0.000000	\$0.189958
Common	84860W300	SRC	9/29/2023	10/13/2023	\$0.669600	\$0.477751	\$0.000000	\$0.191849
				<b>Total</b>	<b>\$2.658600</b>	<b>\$1.896877</b>	<b>\$0.000000</b>	<b>\$0.761723</b>

(1) Represents return of capital