

**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)	
CARE CAPITAL PROPERTIES, INC.		37-1781195	
<b>3</b> Name of contact for additional information	<b>4</b> Telephone No. of contact	<b>5</b> Email address of contact	
HAROLD W. ANDREWS JR.	949-679-0243	HANDREWS@SABRAHEALTH.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	
18500 VON KARMAN AVENUE, SUITE 550		IRVINE, CA 92612	
<b>8</b> Date of action		<b>9</b> Classification and description	
8/17/2017		STOCK - COMMON	
<b>10</b> CUSIP number	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol	<b>13</b> Account number(s)
141624106		CCP	

**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 ▶ ON AUGUST 17, 2017 ISSUER MERGED WITH AND INTO A WHOLLY OWNED SUBSIDIARY OF SABRA HEALTH CARE REIT, INC., WHICH SUBSEQUENTLY MERGED WITH AND INTO SABRA HEALTH CARE REIT, INC. IN ACCORDANCE WITH THE MERGER AGREEMENT, EACH OUTSTANDING SHARE OF ISSUER'S COMMON STOCK IMMEDIATELY PRIOR TO THE MERGER WAS CONVERTED INTO 1.123 SHARES OF SABRA HEALTH CARE REIT, INC. COMMON STOCK. THE RATIO WAS FIXED ON MAY 7, 2017, THE DATE THE MERGER AGREEMENT WAS APPROVED BY THE BOARD OF DIRECTORS.

**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 BASIS OF EACH ISSUER SHARE WAS CONVERTED TO THE BASIS OF THE RESPECTIVE 1.123 SABRA HEALTH CARE REIT, INC. SHARE RECEIVED IN THE EXCHANGE. A CASH PAYMENT, WITHOUT INTEREST, WAS PROVIDED IN LIEU OF ANY FRACTIONAL SHARES REMAINING AFTER THE CONVERSION OF ALL THE SHARES OF HOLDER.

**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 ▶ A HOLDER'S BASIS IN A SHARE OF ISSUER STOCK WAS CONVERTED TO HOLDER'S BASIS IN 1.123 SHARE OF THE RESPECTIVE SABRA HEALTH CARE REIT, INC. THE STOCK WAS RECEIVED UNDER IRC SECTION 358 AND REGULATIONS THEREUNDER. FRACTIONAL SHARES WERE NOT CONVERTED TO STOCK AND WERE PAID IN CASH.

**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 SECTION 368 (a) AND 358.

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18 Can any resulting loss be recognized? ▶ NO, EXCEPT WITH RESPECT TO ANY FRACTIONAL SHARE PAID IN CASH.

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19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THESE ACTIONS ARE EFFECTIVE ON THE DATE OF MERGER IDENTIFIED ABOVE.

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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 ▶ \_\_\_\_\_  
Print your name ▶ HAROLD W. ANDREWS JR. Title ▶ CFO

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	JILL H. LOFTUS		9/29/2017		P00021417
	Firm's name ▶ PRICEWATERHOUSECOOPERS LLP	Firm's EIN ▶ 13-4008324		Phone no. 312-298-2000	
	Firm's address ▶ ONE NORTH WACKER DRIVE CHICAGO, IL 60606				

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