# Form **8937**(December 2011) Department of the Treasury Internal Revenue Service

#### Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

Part I Reporting	Issuer			
1 Issuer's name			2 Issuer's employer identification number (EIN)	
NetREIT, Inc.				33-0841255
3 Name of contact for ad	ditional information	4 Telephon	e No. of contact	5 Email address of contact
Kenneth W Elsberry			760-471-8536	kelsberry@netreit.com
6 Number and street (or F	P.O. box if mail is not	delivered to		7 City, town, or post office, state, and Zip code of contact
1282 Pacific Oaks Place				Escondido, California 92029
8 Date of action		9 Class	sification and description	
4/30/2012 10 CUSIP number	11 Serial number(		Stock Series A \$0.01 Pa	
10 COSIP Humber	11 Senai number	5)	12 Ticker symbol	13 Account number(s)
Part II Organization	onal Action Attac	ch additional	statements if needed.	See back of form for additional questions.
				late against which shareholders' ownership is measured for
the action ▶ Cash D	istribution to all co	mmon sharel	nolder at the rate of \$0.13	21 for the quarter ended March 31, 2012.
		1111111111111		
				A CONTRACTOR OF THE CONTRACTOR
				urity in the hands of a U.S. taxpayer as an adjustment per
snare or as a percent	age of old basis > Th	ne quantative	effect on the shareholde	er's tax basis is a reduction in basis of \$01354. Distribution
measured against earning	s and profits (E&P)	and distribu	tions in excess of E&P ar	e considered return of capital.
		W1008-88-0		
		*		
16 Describe the calculation	on of the change in b	asis and the o	data that supports the calc	ulation, such as the market values of securities and the
valuation dates ▶ Eac	h shareholder woul	d reduce the	ir tax basis by an amoun	t of the distribution.
		11.53.55 11.53 11.5		
			100 0 100 0	
- Delta de la constante de la	TO VENEZA TO THE TAXABLE PARTY.		The state of the s	

Report of Organizational Actions Affecting Basis of Securities

Dep	partment of the Treasury			► See separate instruction	ns.	
	art   Reportin	g Issuer				
1	Issuer's name			COLUMN TO THE TAXABLE	2 Issuer's employer iden	ification number (EIN)
	Name of contact for	additional information	Telephon	e No. of contact	5 Email address of contact	255
ŭ	Name of contact for	additional information	releption	e No. or contact	5 Email address of contact	
Kei	nneth W Elsberry			760-471-8536	kelsberry@netreit.com	
		or P.O. box if mail is not d	elivered to		7 City, town, or post office, sta	te, and Zip code of contact
	2 Pacific Oaks Place	9	1. 0		Escondido, California 9202	9
8	Date of action		9 Class	sification and description		
5/8	/2012		Commo	1 Stock Series A \$0.01 Pa	ar Value	
	CUSIP number	11 Serial number(s)	100	12 Ticker symbol	13 Account number(s)	
	an Committee	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1		<u> </u>		
14					See back of form for additional qu	
14					date against which shareholders' owne 354 for the quarter ended March 31, 2	
	Cusi	1 Distribution to an com	HOH SHALE	iolder at the rate of \$0.13	334 for the quarter ended march 31, 2	012.
						· · · · · · · · · · · · · · · · · · ·
				Alexander and the second secon		
			-			
			9			
1						
			881 181 92			
15	share or as a perce	tative effect of the organi	zational acti	on on the basis of the sec	curity in the hands of a U.S. taxpayer as	an adjustment per
mea	sured against earni	ngs and profits (F&P) a	quantative	tions in excess of F&P a	er's tax basis is a reduction in basis or considered return of capital.	of \$01354. Distribution
11100	our ou against our in	ngo and promo (Early a	na aisaiba	don's in excess of Ear a	re considered return of capital.	7777
	****					
						A Section 1
			1			
			- 100			
_						
Scott (200	Carros Valle and Ci ale	\$600 MIN 100 M				
16					culation, such as the market values of se	ecurities and the
	valuation dates ► E	ach shareholder would	reduce thei	r tax basis by the amour	nt of the distribution.	
			i in data			
	and the Research					
			Sinc.			
					The state of the s	
			-			

Part	0.0	Organizational Action (continued)	
17 I	List th	e applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based	Section 301 & 316 of the
		enue Code	Section 301 & 316 of the
merm	ai ite.	ciuc oouc	
-			
			2000
			1.00.750.00
18 (	Can an	y resulting loss be recognized? ► Shareholder would recognize a loss only on disposition of share	- 75
dicnos	ition	s loss than tay basis (computed after reduction for nature of control distributions)	s; if amount received from
uispus	HUUII	s less than tax basis (computed after reduction for return of capital distributions)	
1			
5001 200055000			
<b>19</b> P	rovide	any other information necessary to implement the adjustment, such as the reportable tax year ▶ For ea	ich reportable tay year the
shareh	older	will receive a Form 1099-DIV that will show total distributions during the taxable year with a break	down of the amount that
		apital and the amount that is a taxable dividend.	down or the amount that
10 10141		apital and the amount that is a taxable dividend.	
			The second secon
			70.00
			AND
S18 21 S12 S12 S12		20 S 30 S	
	Unde	r penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, a	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 prepare	er has any knowledge.
Sign			1. —
Here	Signs	ture & Tome Whitelowery Date > 1/15/	7/5
	July	Date Date 1/15/	·
	D	Wonnesth W Clab arms	
	Print		ncial Officer
Paid		PM 3 1%	Check if PTIN
Prepa	rer		self-employed
Use C		Firm's name	Firm's EIN ▶
	ئــــــــــــــــــــــــــــــــــــــ		Phone no.
Send Fo	rm 89	37 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogde	en, UT 84201-0054

# Form **8937**

(December 2011) Department of the Treasury Internal Revenue Service

### Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer		
1 Issuer's name	2 Issuer's employer identification number (EIN)	
NetREIT, Inc.		33-0841255
3 Name of contact for additional information 4	Telephone No. of contact	5 Email address of contact
Kenneth W Elsberry	760-471-8536	kelsberry@netreit.com
6 Number and street (or P.O. box if mail is not deli	ivered to street address) of contact	7 City, town, or post office, state, and Zip code of contact
1282 Pacific Oaks Place		Face did California 2000
8 Date of action	9 Classification and description	Escondido, California 92029
	Statement and description	
7/31/2012	Common Stock Series A \$0.01 Par Valu	IP.
10 CUSIP number 11 Serial number(s)	12 Ticker symbol	13 Account number(s)
a-9		
	dditional statements if needed. See b	
		gainst which shareholders' ownership is measured for
the action  Cash Distribution to all commo	on shareholder at the rate of \$0.1354 for	the quarter ended June 30, 2012.
the transfer and the tr		
and the second s		
15 Describe the quantitative effect of the organiza	tional 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 gr	uantative effect on the shareholder's tax	c basis is a reduction in basis of \$01354. Distribution
measured against earnings and profits (E&P) and		
	*******	
		TO PERSONAL PROPERTY OF THE PERSONAL PROPERTY
		, such as the market values of securities and the
valuation dates ► Each shareholder would re	duce their tax basis by the amount of th	e distribution.
		Market and the second s

Part	: 00	Organizational Action (cont	inued)		, age
		e applicable Internal Revenue Code s	section(s) and subsection(s) upon whi	ich the tax treatment is based ▶	Section 301 & 316 of the
mem	ai Rev	ende Code	A 1 15 30 300 10 30 30 30 30 30 30 30 30 30 30 30 30 30		
			Shareholder would recognize a loss fter reduction for return of capital of		if amount received from
		2000 Million Control C			
				The transfer of the second sec	***************************************
		u diamental			
	60 (do				
		**************************************			The second secon
shareh	older		implement the adjustment, such as the will show total distributions during table dividend.		
		E MANAGERA CONTRACTOR AND			
				121	
			****	The state of the s	
	Unde	r penalties of perjury, I declare that I hav	e examined this return, including accompa	anying schedules and statements, and	d to the best of my knowledge and
	belief	, it is true, correct, and complete. Declara	ation of preparer (other than officer) is base	d on all information of which preparer	has any knowledge.
Sign		1-11 1.1		1.0	/
Here	Signa	ature Demell NI	Leberry	Date >//3/_	1.5
				7	
***	Print	your name ► Kenneth W Elsberry		Title ► Chief Finance	cial Officer
Paid		Print/Type preparer's name	Preparer's signature	Date	neck if PTIN
Prepa	arer				lf-employed
Use C		Firm's name ▶		Fir	rm's EIN ▶
Cord F		Firm's address			none no.
send FO	ALL SE	oz uncludina accompanyina statemi	ents) to: Department of the Treasury	Internal Revenue Service Orden	111 84201-0054

# Form **8937**(December 2011)

Department of the Treasury Internal Revenue Service

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer			
1 Issuer's name			2 Issuer's employer identification number (EIN)
NetREIT, Inc.			33-0841255
3 Name of contact for additional informatio	4 Telephone No. of co	ntact	5 Email address of contact
Kenneth W Elsberry	760-47		kelsberry@netreit.com
6 Number and street (or P.O. box if mail is r	ot delivered to street addre	ess) of contact	7 City, town, or post office, state, and Zip code of contact
1282 Pacific Oaks Place	T		Escondido, California 92029
8 Date of action	9 Classification ar	d description	
40/04/0040			
10/31/2012 10 CUSIP number		ries A \$0.01 Par Value	13 Account number(s)
11 Genariumb	12 11000	Symbol	13 Account number(s)
*			
Part II Organizational Action At	ach additional statemer	ts if needed. See ba	ck of form for additional questions.
			inst which shareholders' ownership is measured for
the action ▶ Cash Distribution to all			
	****		
		and the same of th	
de Danish dha annadisation effort of the			
			he hands of a U.S. taxpayer as an adjustment per
managed are instrument and marks (Fall	I ne quantative effect on	ne snareholder's tax	basis is a reduction in basis of \$01354. Distribution
measured against earnings and profits (E&	) and distributions in ex	cess of E&P are cons	dered return of capital.
	and the second of the second o		
		1 2437	
*****		and the same of th	
		- 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1	
When the second			
16 Describe the calculation of the change in	basis and the data that su	pports the calculation,	such as the market values of securities and the
valuation dates ► Each shareholder wo		10.70 St.	
WATER TO THE TOTAL COMMISSION AND THE TOTAL COMMISSION OF THE TOTAL COMMISSION			

Part	·n	Organizational Action (continued)	, age
I all	LUU	Organizational Action (continued)	
10000	0.000.000.00		
17 L	_ist the	e applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based	Section 301 & 316 of the
Interna	al Rev	enue Code	and the second s
1.000			
3			
-			
<b>18</b> C	an an	y resulting loss be recognized?   Shareholder would recognize a loss only on disposition of sha	ires: if amount received from
		s less than tax basis (computed after reduction for return of capital distributions)	res, ii amount received from
шэроз	ition	s less than tax basis (computed after reduction for return of capital distributions)	
-			
	*		
-			
-			
40 5			
		any other information necessary to implement the adjustment, such as the reportable tax year $\blacktriangleright$ For	
		will receive a Form 1099-DIV that will show total distributions during the taxable year with a brea	akdown of the amount that
is retur	n of c	apital and the amount that is a taxable dividend.	
			The state of the s
	Unde	r penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements	s, 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	parer has any knowledge.
Sign Here			
Here	Ciana	was tourselle) WE losses	
	Signa	ture \ / Crush   Date \ // /5	//2
	Print		nancial Officer
Paid		Print/Type preparer's name Preparer's signature Date	Check   if PTIN
	ror		self-employed
Prepa		Firm's name	
Use C	חוץ		Firm's EIN ▶
		Firm's address	Phone no.
Send Fo	rm 89	37 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Oc	den, UT 84201-0054