Report of Organizational Actions Affecting Basis of Securities

Part I  Reporting Issuer

1  Issuer's name
INLAND REAL ESTATE INCOME TRUST, INC.

2  Issuer's employer identification number (EIN)
45-3079597

3  Name of contact for additional information
DAVID Z. LICHTERMAN

4  Telephone No. of contact
630-218-8000

5  Email address of contact
David.Lichterman@inland-investments.com

6  Number and street (or P.O. box if mail is not delivered to street address) of contact
2901 BUTTERFIELD ROAD

7  City, town, or post office, state, and Zip code of contact
OAK BROOK, IL 60523

SEE PART II LINE 14 BELOW

9  Classification and description
COMMON STOCK

8  Date of action

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.

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 THE SECURITY SHOULD BE REDUCED BY 100% OF THE TOTAL DISTRIBUTION RECEIVED.

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 2013 TAX YEAR WHICH ARE IN EXCESS OF THE CURRENT YEAR AND ACCUMULATED EARNINGS AND PROFITS.

For Paperwork Reduction Act Notice, see the separate Instructions.
17. List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.

18. Can any resulting loss be recognized? N/A

19. Provide any other information necessary to implement the adjustment, such as the reportable tax year N/A

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.

Print your name: David Z. Lichterman
Signature: [Signature]
Date: 1/15/2014
Title: Treasurer/Chief Accounting Officer

Paid Preparer Use Only
Print/Type preparer’s name: ROBERT VOSS
Preparer’s signature: [Signature]
Date: 1/14/2014
Check if self-employed
PTIN: P0122064

Firm’s name: KPMG LLP
Firm’s EIN: 13-5565207
Firm’s address: 200 EAST RANDOLPH DR. CHICAGO, IL 60601-6436
Phone number: 312-665-1000

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0064