

REVISED

Form **8937**
(December 2017)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name KBS Legacy Partners Apartment REIT, Inc.		2 Issuer's employer identification number (EIN) 27-0668930	
3 Name of contact for additional information Stacie Yamane	4 Telephone No. of contact 949-417-6500	5 Email address of contact syamane@kbs.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 800 Newport Center Drive, Ste 700		7 City, town, or post office, state, and ZIP code of contact Newport Beach, CA 92660	
8 Date of action various see 14. below	9 Classification and description Common Stock		
10 CUSIP number 48243K101	11 Serial number(s)	12 Ticker symbol	13 Account number(s)

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 ▶ Distributions in excess of earnings and profits were made on the following dates:

January 3, 2017; February 1, 2017; March 1, 2017; April 3, 2017 (record date March 20, 2017); May 1, 2017 (record date April 20, 2017); June 1, 2017 (record date May 19, 2017); July 5, 2017 (record date June 20, 2017); August 1, 2017 (record date July 19, 2017); September 1, 2017 (record date August 18, 2017) and October 2, 2017 (record date September 20, 2017)

The plan of liquidation was approved by shareholders on December 19, 2017. The plan of liquidation calls for the REIT to make a series of liquidating distributions which will result in the complete liquidating of each shareholder's investment. On December 27, 2017, the REIT paid an initial liquidating cash distribution in the amount of \$4.05 per share to shareholders of record as of December 21, 2017. This distribution was the first in a series of liquidating distributions to be paid pursuant to the plan of liquidation.

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 ▶ January 3, 2017: Distribution per share \$0.055205; Return of Capital per share \$0.000000

February 1, 2017: Distribution per share \$0.055205; Return of Capital per share \$0.000000; March 1, 2017: Distribution per share \$0.049863; Return of Capital per share \$0.000000; April 3, 2017: Distribution per share \$0.055205; Return of Capital per share \$0.000000; May 1, 2017: Distribution per share \$1.000000; Return of Capital per share \$0.000000; June 1, 2017: Distribution per share \$0.046097; Return of Capital per share \$0.000000; July 5, 2017: Distribution per share \$0.044610; Return of Capital per share \$0.000000; August 1, 2017: Distribution per share \$0.046097; Return of Capital per share \$0.000000; September 1, 2017: Distribution per share \$0.046097; Return of Capital per share \$0.000000 and October 2, 2017: Distribution per share \$0.044610; Return of Capital per share \$0.000000;

The liquidating distribution was made pursuant to the plan of liquidation and will reduce the basis of the share. Shareholders should consult with their respective tax advisors for assisting in adjusting the basis of their respective shares as well as determining the amount and characterization of the income. Distribution per share \$4.05; Return of Capital per share \$0.00

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 ▶ Distributions in excess of earnings and profits are applied against and reduce the adjusted basis of stock.

In accordance to IRC Code section 331, the basis of each share would be reduced, but not below zero, by the amount of any liquidating distributions.

