

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
CARETRUST REIT, INC.		46-3999490	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
WILLIAM M. WAGNER	(949) 542-3130	WWAGNER@CARETRUSTREIT.COM	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
905 CALLE AMANECER, SUITE 300		SAN CLEMENTE, CA 92673	
8 Date of action		9 Classification and description	
SEE BELOW		COMMON STOCK	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
14174T107		CTRE	

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 ISSUER MADE CASH DISTRIBUTIONS TO ITS SHAREHOLDERS ON THE FOLLOWING DATES:

04/15/15
07/31/15
10/15/15
01/15/16

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 ► FOR EACH SHARE, THE DISTRIBUTIONS REDUCED THE BASIS OF THE SHARE IN THE HANDS OF THE U.S. SHAREHOLDER AS FOLLOWS:

DATE	RETURN OF CAPITAL
04/15/15	\$0.045676
07/31/15	\$0.045676
10/15/15	\$0.045676
01/15/16	\$0.045676

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 PORTION OF EACH OF THE ISSUER'S CASH DISTRIBUTIONS WAS IN EXCESS OF THE ISSUER'S EARNINGS AND PROFITS. ANY SUCH PORTION REDUCES A U.S. SHAREHOLDER'S TAX BASIS IN THE RELATED SHARE TO THE EXTENT OF THE U.S. SHAREHOLDER'S TAX BASIS IN THAT SHARE. THE ISSUER CALCULATED ITS EARNINGS AND PROFITS UNDER IRC SECTION 312, AS MODIFIED BY IRC SECTION 857(d) FOR REAL ESTATE INVESTMENT TRUSTS, AND THE REGULATIONS THEREUNDER USING THE BEST INFORMATION AVAILABLE AT THE TIME.

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 301(c)(2), IRC SECTION 316

18 Can any resulting loss be recognized? ► NO**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ►

GENERALLY, THESE ACTIONS ARE EFFECTIVE ON THE DATES OF THE DISTRIBUTIONS IDENTIFIED ABOVE. HOWEVER, THE DISTRIBUTION PAID ON 01/15/16 IS EFFECTIVE ON 12/31/15. FOR A SHAREHOLDER WITH A CALENDAR TAX YEAR, THE REPORTABLE TAX YEAR FOR ALL OF THE DISTRIBUTIONS IS 2015.

Sign Here

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.

Signature ►



Date ►

1/28/16

Print your name ► WILLIAM M. WAGNER

Title ► CHIEF FINANCIAL OFFICER

Paid Preparer Use Only

Print/Type preparer's name

JARED ST. CLAIR, CPA

Preparer's signature

Jared St. Clair

Date

01/28/16

Check ☐ if self-employed

PTIN

P00445092

Firm's name ► HALVERSON & COMPANY, INC.

Firm's EIN ► 20-3895187

Firm's address ► 761 GARDEN VIEW COURT, SUITE 201, ENCINITAS CA 92024

Phone no. (760) 942-2608

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