

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)	
TIER REIT, INC.		68-0509956	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
TIER REIT INVESTOR RELATIONS	(972) 483-2400	ir@tierreit.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	
5950 SHERRY LANE, SUITE 700		DALLAS, TX 75225	
8 Date of action		9 Classification and description	
VARIOUS - SEE LINE 15 BELOW		COMMON STOCK - RETURN OF CAPITAL DISTRIBUTIONS	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
88650V208	N/A	TIER	N/A

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 ▶

TIER REIT, INC. (THE "TAXPAYER") DISTRIBUTED QUARTERLY CASH DISTRIBUTIONS TO ITS COMMON STOCKHOLDERS FOR THE 2018 TAX YEAR. 21.16401% OF THE DISTRIBUTIONS REPRESENT A NON-DIVIDEND DISTRIBUTION, AND THE REMAINING 78.83599% REPRESENT ORDINARY DIVIDENDS.

THESE DISTRIBUTIONS WERE PAID ON MARCH 29, 2018, JUNE 29, 2018, SEPTEMBER 28, 2018, AND DECEMBER 27, 2018, FOR STOCKHOLDERS OF RECORD AS OF MARCH 15, 2018, JUNE 15, 2018, SEPTEMBER 14, 2018, AND DECEMBER 14, 2018, RESPECTIVELY.

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 DISTRIBUTIONS REDUCE THE BASIS OF THE SECURITY IN THE HANDS OF THE U.S. TAXPAYER BY 21.16401% OF THE TOTAL DISTRIBUTIONS RECEIVED, AS FOLLOWS:

PAYABLE DATE	PER SHARE REDUCTION OF BASIS
MARCH 29, 2018	\$0.038095
JUNE 29, 2018	\$0.038095
SEPTEMBER 28, 2018	\$0.038095
DECEMBER 27, 2018	\$0.038095

ANY DISTRIBUTIONS IN EXCESS OF TAXPAYER'S BASIS IN THE SECURITY ARE RECOGNIZED AS CAPITAL GAIN.

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 TAXPAYER'S EARNINGS & PROFITS WERE CALCULATED UNDER IRC SECTION 312 AS MODIFIED BY IRC SECTION 857(d) FOR A REAL ESTATE INVESTMENT TRUST AND THE REGULATIONS PROMULGATED THEREUNDER.

DISTRIBUTIONS IN EXCESS OF EARNINGS & PROFITS ALLOCABLE TO COMMON SHARES REDUCE A STOCKHOLDER'S TAX BASIS IN ITS SHARES TO THE EXTENT OF BASIS.

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)

18 Can any resulting loss be recognized? ▶ NO TAX LOSS IS RECOGNIZED BY STOCKHOLDERS AS A RESULT OF RECEIVING THE DISTRIBUTION PAYMENTS.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THE ADJUSTMENT TO BASIS WOULD BE TAKEN INTO ACCOUNT IN THE TAX YEAR OF THE STOCKHOLDER DURING WHICH THE DISTIBUTION WAS RECEIVED (e.g. 2018 FOR CALENDAR YEAR TAXPAYERS).

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 ▶ [Handwritten Signature] Date ▶ 1/22/2019

Paid Preparer Use Only	Print your name ▶ SCOTT A. MCLAUGHLIN		Title ▶ SVP	Check <input type="checkbox"/> if self-employed	PTIN
	Print/Type preparer's name	Preparer's signature	Date		
	Firm's name ▶	Firm's EIN ▶		Phone no.	