

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)	
Independence Realty Trust, Inc.		26-4567130	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Independence Realty Trust, Inc.	215-243-9000	ekopp@rait.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	
c/o RAIT Financial Trust, 2929 Arch Street, 17th Floor		Philadelphia, PA 19104	
8 Date of action		9 Classification and description	
9/17/2015		Section 368(a) reorganization	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
45378A106		IRT	

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 ▶ On September 17, 2015, Independence Realty Trust, Inc. ("IRT") completed a statutory merger with Trade Street Residential, Inc. ("Trade Street") under I.R.C Section 368(a)(1)(A). Pursuant to the merger, each outstanding share of Trade Street common stock was automatically converted into (a) \$3.8 in cash and (b) 0.4108 shares of IRT common stock.
Upon closing of the merger, Trade Street was merged with and into IRT with IRT surviving the merger. The shares of Trade Street common stock, which traded under the symbol, "TSRE", ceased trading on NASDAQ.

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 ▶ Each Trade Street shareholder's aggregate basis in the shares of IRT common stock received will equal that shareholder's aggregate basis in the shares of Trade Street common stock surrendered in the merger reduced by the cash received and increased by any gain recognized in the transaction with regard to the cash received.
Each Trade Street shareholder will recognize gain, if any, which will be limited to the lesser of the overall gain realized or the cash received. The holding period of any shares of IRT stock received by Trade Street stockholders in the merger generally will include the holding period of the shares of Trade Street common stock exchanged for such shares of IRT stock. (See attached statement for additional details.)

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 ▶ On September 16, 2015, the day before the merger closed, the closing price of IRT's common shares was \$7.27 on New York Stock Exchange. An example illustrating the calculation of the adjusted per share basis after a reorganization is in the attached.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶
IRT's acquisition of Trade Street, pursuant to the merger which was completed on September 17, 2015, qualifies as a reorganization within the meaning of I.R.C Section 368(a)(1)(A). In general, the income tax consequences to the former Trade Street shareholders are determined under I.R.C. sections 354, 356, 358 and 1221.

18 Can any resulting loss be recognized? ▶ A Trade Street shareholder will not recognize loss as a result of the merger.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶
The merger become effective on September 17, 2015, therefore, the reportable tax year is 2015.

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 ▶  Date ▶ 9/28/15
Print your name ▶ Ethan Kopp Title ▶ Vice President, Tax Director

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶	Firm's EIN ▶		Phone no.	
Firm's address ▶				

Independence Realty Trust
EIN:26-4567130
Acquisition of Trade Street Residential Inc. on September 17, 2015
Tax Reporting Statement under Section 6045B of the Internal Revenue Code

The information in this statement is being provided by Independence Realty Trust Inc. ("IRT"), as the reporting issuer and the acquirer of Trade Street Residential Inc. ("Trade Street") and is intended to satisfy the requirements of Internal Revenue Code section 6045B and Treasury Regulation section 1.6045B-1.

This statement provides general information to former stockholders of Trade Street regarding the effect of the merger, for U.S. federal income tax purposes, on the adjusted tax basis of the IRT stock received pursuant to the merger. The information below is intended for illustrative purposes only. Former stockholders of Trade Street are urged to consult their tax advisors regarding their individual tax consequences of the reorganization, including but not limited to the specific computation of tax basis, holding periods, and gain or loss with regard to the cash received.

Effect of Merger

IRT's acquisition of Trade Street, pursuant to the merger which was completed on September 17, 2015, qualifies as a reorganization within the meaning of I.R.C. section 368(a). In general, the federal income tax consequences of the reorganization to the former Trade Street shareholders are determined under I.R.C. sections 354, 356, 358 and 1221.

Trade Street stockholders will not recognize any gain or loss for U.S. tax purposes by reason of the reorganization, except with respect to cash received. Under section 356(a)(B), the gain, if any, to the recipient shall be recognized in an amount not in excess of the sum of money received.

Each Trade Street shareholder's aggregate basis in the shares of IRT common stock received will equal that shareholder's aggregate basis in the shares of Trade Street common stock surrendered in the merger reduced by the cash received and increased by any gain recognized in the transaction with regard to the cash received under section 358(a)(1).

The following example illustrates the calculation of the gain recognized with regard to cash received and the calculation of the adjusted basis after an exchange of shares in one corporation for another following a reorganization.

Company B acquired the stock of Company A in a reorganization. Pursuant to the terms of the organization, stockholder in Company A received 0.5 shares of Company B stock plus \$ 9.00 in cash for each Company A common share they owned. The FMV of each share of Company B stock right before the merger was \$ 197/share.

Suppose you held 100 shares of Company A common stock before the merger. The merger consideration was \$107.50 per share, so your total consideration was \$10,750, of which you received \$900 in cash.

If the total basis in your Company A shares before the merger was \$8,000, your gain was \$2,750. That's more than the amount of cash you received, so you report gain of \$900, and your basis in the new shares is \$8,000.

If the total basis in your Company A shares before the merger was \$10,000, your gain was \$750. You report only \$750 of gain, even though you received \$900 in cash. The other \$150 reduces your basis in the new shares to \$9,850.

Finally, if the total basis in your Company A shares before the merger was \$12,000, you have a loss on the merger transaction. You can't report this loss on your return, but you get to receive the \$900 without reporting any gain at all. This reduces your basis in the new shares to \$11,100.