

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>Taubman Centers, Inc.</b>		2 Issuer's employer identification number (EIN) <b>38-2033632</b>	
3 Name of contact for additional information <b>Mark Godek</b>	4 Telephone No. of contact <b>248-258-6800</b>	5 Email address of contact <b>mgodek@taubman.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>200 E Long Lake Road, Suite 300</b>		7 City, town, or post office, state, and ZIP code of contact <b>Bloomfield Hills, MI 48304</b>	
8 Date of action <b>June 1, September 1, December 4</b>		9 Classification and description <b>Common Stock</b>	
10 CUSIP number <b>876664103</b>	11 Serial number(s)	12 Ticker symbol <b>TCO</b>	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 ▶ The company paid cash dividends in 2017. Distribution dates are as follows:  
**Declaration Dates: June 1, September 1, December 4**

**Record Dates: June 15, September 15, December 15**

**Payment Dates: June 30, September 29, December 29**

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 company has determined that the common stock cash dividends paid in quarters 2, 3, and 4 included an amount as return of capital, which reduces the tax basis, in its common shares, on a per share basis as shown below:

Payment Date	Per Share Reduction of Basis
<b>6/1/17</b>	<b>.118306</b>
<b>9/29/17</b>	<b>.179601</b>
<b>12/29/17</b>	<b>.179601</b>

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 company calculated its annual earnings and profits under IRS section 312 and the regulations thereunder. That computation supports the calculation of the taxability and return of capital portion of common stock dividends paid in 2017.

**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► Internal Revenue Code section 301(c)(2) provides that the portion of the common stock distribution which is not a dividend shall be applied against and reduce the adjusted basis of stock.

Blank lines for providing details for question 17.

18 Can any resulting loss be recognized? ► No tax loss is recognized by shareholders as a result of receiving the 2017 common stock quarterly distribution payments.

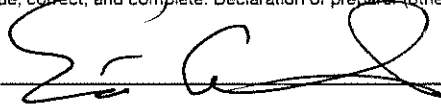
Blank lines for providing details for question 18.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The cash dividends will be reported to shareholders on their 2017 Federal Form 1099-DIV with respect to their common stock holdings in the company.

Blank lines for providing details for question 19.

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 ► 1/26/18

Print your name ► Eric C. Smith Title ► Vice President - Tax

**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 ►	
Firm's address ►			Phone no.	