Form **8937**(December 2011)
Department of the Treasury

Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-2224

nternal Revenue Service			See Separate Instructions.	
Part I Reporting I	ssuer			2 Issuer's employer identification number (EIN)
1 Issuer's name				2 Issuer's employer identification number (Em)
DESCRIPCE CARITAL COR	nD.			20-2287134
RESOURCE CAPITAL COR 3 Name of contact for add	ditional information	4 Telephon	e No. of contact	5 Email address of contact
PURVI KAMDAR			212-506-3899	PKAMDAR@RESOURCEAMERICA.COM
6 Number and street (or P	.O. box if mail is not	delivered to s	street address) of contact	7 City, town, or post office, state, and Zip code of contact
	1925			NEW YORK, NY 10019
712 5TH AVENUE, 12TH FL 8 Date of action	.00R	9 Class	sification and description	NEW TORK, NY 10010
o Date of action		J G.a.s.	,	
4/28/2011		соммо	N STOCK	
10 CUSIP number	11 Serial number(s	s)	12 Ticker symbol	13 Account number(s)
76120W302	N/A		RSO Standard S	N/A
Part II Organization	onal Action Attac	h additiona	statements if needed. S	See back of form for additional questions, ate against which shareholders' ownership is measured for
14 Describe the organiza	tional action and, if a	pplicable, the	onana on the action of the d	AID TO SHAREHOLDERS ON APRIL 28, 2011 TO
		\$0.25 PER	COMMON SHAKE WAS FA	AID TO SHAKEHOEBERG ON THI 182 19, 1000 10
HOLDERS OF RECORD O	N MARCH 31, 2011.			
THE TOTAL CACH DISTRI	BUTIONS FOR THE	TAX VEAR 2	011 FXCEEDED THE ISSU	JER'S CURRENT AND ACCUMULATED EARNINGS AND
PROFITS; THEREFORE, T	HE EXCESS IS A RE	TURN OF C	APITAL TO THE SHAREH	OLDERS.
PROFITS; THEREFORE, T	TIL EXOLOGIO A RE			
45 Describe the quantita	tive effect of the oras	nizational ac	tion on the basis of the sec	urity in the hands of a U.S. taxpayer as an adjustment per
15 Describe the quantita share or as a percent	age of old basis ► TI	HE TAX BAS	IS OF EACH COMMON SH	HARE DECREASES BY \$0.21 PER SHARE AS A RESULT
OF THE ORGANIZATIONA		12 11 11 11		
OF THE ORGANIZATION	IL AOTION.			
-				
				the second and the second values of contrition and the
16 Describe the calculat	ion of the change in I	basis and the	e data that supports the calc	culation, such as the market values of securities and the
valuation dates ► TH	IE REDUCTION IN TA	AX BASIS W	AS CALCULATED BY THE	E DIFFERENCE BETWEEN TOTAL CASH DISTRIBUTIONS
FOR THE TAX YEAR 201	I LESS THE ISSUER	'S CURREN	T AND ACCUMULATED EA	ARNINGS AND PROFITS. BECAUSE THE CASH
DISTRIBUTIONS EXCEED	ED THE ISSUER'S	CURRENT A	ND ACCUMULATED EAR	NINGS AND PROFITS, THIS DIFFERENCE IS A
RETURN OF CAPITAL TO	EACH SHAREHOLI	DER.		

Page .	2
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Part II						
7 1 1 4 4						
l 7 List	the applicable Internal Revenue Code section(s) and subsection(s) upon which the ta	ax treatment is	s based >	-	
	301(c)(2)					
	333.4					
		<u> </u>				
		A				
1 8 Car	n any resulting loss be recognized? ► N/A					
			F.			
		1				
		(3)				
		75				
			ortoblo tay vos			
19 Pro	ovide any other information necessary to imple	ment the adjustment, such as the repo	ortable tax yea	ar ▶		
19 Pro	ovide any other information necessary to imple	ment the adjustment, such as the repo ≀ TAX YEAR 2011.	ortable tax yea	ar ▶		
19 Pro	ovide any other information necessary to imple GANIZATION ACTION IS REPORTABLE FOR	ment the adjustment, such as the repo	ortable tax yea	ar ▶		
19 Pro	ovide any other information necessary to imple	ment the adjustment, such as the repo ₹ TAX YEAR 2011.	ortable tax yea	ar ▶		
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THE OR	GANIZATION ACTION IS REPORTABLE FOR	R TAX YEAR 2011.	and and the and	statements, which prepa	and to the hest	of my knowledge :
Sign	Under penalties of perjury, I declare that I have exa belief, it is true, correct, and complete Declaration of	R TAX YEAR 2011.	g schedules and all information of	statements, which prepa	and to the best arer has any know	
Sign	Under penalties of perjury, I declare that I have exa belief, it is true, correct, and complete Declaration of Signature	umined this return, including accompanying of preparer (other than officer) is based on a	schedules and all information of Date ▶	statements, which prepa	and to the best arer has any know /5/12	ICER
Sign Here	Under penalties of perjury, I declare that I have exa belief, it is true, correct, and complete Declaration of Signature ▶	R TAX YEAR 2011.	g schedules and all information of Date ▶	statements, which prepa	and to the best arer has any know	
Sign Here	Under penalties of perjury, I declare that I have exabelief, it is true, correct, and complete Declaration of Signature ▶ DAVID BRYANT Print your name ▶ DAVID BRYANT Print/Type preparer's name	umined this return, including accompanying of preparer (other than officer) is based on a	schedules and all information of Date ▶	statements, which prepa	and to the best arer has any know 15/12.	ICER
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