

**Report of Organizational Actions  
 Affecting Basis of Securities**

► See separate instructions.

**Part I Reporting Issuer**

<b>1</b> Issuer's name		<b>2</b> Issuer's employer identification number (EIN)	
Kimco Realty Corporation		13-2744380	
<b>3</b> Name of contact for additional information	<b>4</b> Telephone No. of contact	<b>5</b> Email address of contact	
Dave Bujnicki	516-869-2087	dbujnicki@kimcorealty.com	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact		<b>7</b> City, town, or post office, state, and Zip code of contact	
3333 New Hyde Park Road		New Hyde Park, NY, 11042	
<b>8</b> Date of action		<b>9</b> Classification and description	
8/15/2012		Redemption Class F Preferred	
<b>10</b> CUSIP number	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol	<b>13</b> Account number(s)
49446R-869	N/A	KIM.PRF	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 ► On August 15, 2012, Kimco redeemed: all 7,000,000 outstanding depositary shares of 6.65% Class F cumulative redeemable preferred stock, \$1.00 par value per share. The Class F preferred stock will be redeemed at the redemption price of \$25.00 per depositary share plus \$0.1385 in accumulated and unpaid dividends.

**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 shareholder will generally recognize gain or loss equal to the difference between the redemption price of \$25.00 per share and the shareholder's tax basis in the redeemed shares. Shareholders should consult their tax advisor for treatment to the extent they actually own or are treated as owning, as a result of constructive ownership rules under the tax code, other outstanding shares of Kimco.

**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 ► See #15 above.

**Part II Organizational Action** (continued)

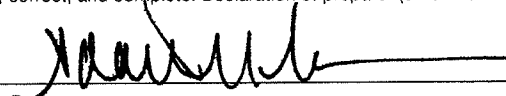
17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ Internal Revenue Code Section 301 & 1001.

18 Can any resulting loss be recognized? ▶ Yes, to the extent the shareholders basis in the security exceeds \$25.00 per share.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ N/A

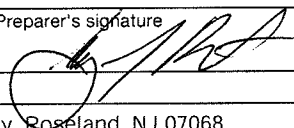
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶  Date ▶ 9.20.2012

Print your name ▶ Adam M. Cohen Title ▶ Vice President

**Paid Preparer Use Only**

Print/Type preparer's name Stephen J. Bertoraschi	Preparer's signature 	Date 8/19/12	Check <input type="checkbox"/> if self-employed	PTIN P00434779
Firm's name ▶ FTI Consulting, Inc.	Firm's EIN ▶ 52-1261113		Phone no. 973-364-0400	
Firm's address ▶ 101 Eisenhower Parkway, Roseland, NJ 07068				