

# Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

## Part I Reporting Issuer

<b>1</b> Issuer's name  KILROY REALTY CORPORATION		<b>2</b> Issuer's employer identification number (EIN)  95-4598246	
<b>3</b> Name of contact for additional information  MERRYL WERBER	<b>4</b> Telephone No. of contact  310-481-8453	<b>5</b> Email address of contact  MWERBER@KILROYREALTY.COM	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact  12200 W. OLYMPIC BLVD., SUITE #200		<b>7</b> City, town, or post office, state, and ZIP code of contact  LOS ANGELES, CA 90064	
<b>8</b> Date of action  JANUARY 21, 2025		<b>9</b> Classification and description  COMMON STOCK	
<b>10</b> CUSIP number  49427F108	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol  KRC	<b>13</b> 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 ►  
  
SEE STATEMENT 1

**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 ► FOR EACH CASH DISTRIBUTION PAID AND TREATED AS PAID TO COMMON SHAREHOLDERS BY THE COMPANY IN 2024, 10.99683% OF THE DISTRIBUTION REPRESENTS A RETURN OF CAPITAL. ACCORDINGLY, EACH COMMON SHAREHOLDER SHOULD TREAT 10.99683% OF THE DISTRIBUTIONS RECEIVED OR DEEMED RECEIVED IN 2024 AS A RETURN OF CAPITAL AND REDUCE THE TAX BASIS OF THEIR STOCK ACCORDINGLY.

**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 JANUARY 21, 2025, THE COMPANY COMPLETED ITS ANNUAL CALCULATION OF ITS CURRENT EARNINGS & PROFITS FOR THE YEAR ENDED DECEMBER 31, 2024. BASED ON THAT CALCULATION, THE COMPANY DETERMINED THAT 10.99683% OF ITS 2024 DISTRIBUTIONS TO COMMON SHAREHOLDERS REPRESENT A RETURN OF CAPITAL.

**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 316 DEFINES A "DIVIDEND" GENERALLY AS ANY DISTRIBUTION OF PROPERTY MADE BY A CORPORATION TO ITS SHAREHOLDERS OUT OF EARNINGS & PROFITS (AS DEFINED BY INTERNAL REVENUE CODE SECTION 312 AND THE REGULATIONS THEREUNDER). PURSUANT TO INTERNAL REVENUE CODE SECTION 301(C)(2), THE PORTION OF THE DISTRIBUTION WHICH IS NOT A DIVIDEND SHALL BE APPLIED AGAINST AND REDUCE THE ADJUSTED TAX BASIS OF THE STOCK. UNDER INTERNAL REVENUE CODE SECTION 301(C)(3), A DISTRIBUTION WHICH IS NOT A DIVIDEND TO THE EXTENT THAT IT EXCEEDS THE SHAREHOLDER'S ADJUSTED TAX BASIS OF THE STOCK, SHALL BE TREATED AS GAIN FROM THE SALE OR EXCHANGE OF PROPERTY.

**18** Can any resulting loss be recognized? ► THE ORGANIZATIONAL ACTION REPORTED HEREIN DOES NOT RESULT IN ANY LOSSES.**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ►

THE AMOUNT OF NONTAXABLE DISTRIBUTIONS ON THE DATES MENTIONED ABOVE EITHER (I) REDUCES THE SHAREHOLDER'S ADJUSTED TAX BASIS IN HIS/HER STOCK OR (II) TO THE EXTENT THAT IT EXCEEDS THE SHAREHOLDER'S ADJUSTED TAX BASIS IN HIS/HER STOCK ON THE DATES OF THE DISTRIBUTIONS, IS TREATED AS GAIN FROM THE SALE OR EXCHANGE OF PROPERTY IN 2024.

**Sign Here**

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.

Signature ► /S/MERRYL WERBER (original signature is on file)

Date ► 1/21/2025

Print your name ► MERRYL WERBER

Title ► SVP, CAO &amp; CONTROLLER

**Paid Preparer Use Only**

Print/Type preparer's name CLARK WELTON	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN P01004009
Firm's name ▶ ERNST & YOUNG U.S. LLP			Firm's EIN ▶	34-6565596
Firm's address ▶ 725 SOUTH FIGUEROA STREET, LOS ANGELES, CA 90017			Phone no.	213-977-3200

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

KILROY REALTY CORPORATION

**FORM 8937 REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES**

**TAX YEAR 2024**

**FEIN: 95-4598246**

**PART II, LINE 14**

DURING 2024, KILROY REALTY CORPORATION (THE "COMPANY") PAID CASH DIVIDENDS TO ITS COMMON SHAREHOLDERS ON JANUARY 10TH, APRIL 10TH, JULY 10TH, AND OCTOBER 9TH TO ALL COMMON SHAREHOLDERS OF RECORD ON DECEMBER 29, 2023, MARCH 29, 2024, JUNE 28, 2024 AND SEPTEMBER 30, 2024, RESPECTIVELY.

ON JANUARY 10, 2024, APRIL 10, 2024, JULY 10, 2024, AND OCTOBER 9, 2024, THE COMPANY PAID CASH DIVIDENDS OF \$0.540 PER SHARE TO ITS COMMON SHAREHOLDERS.

ON JANUARY 21, 2025, THE COMPANY DETERMINED THAT A PORTION OF EACH OF THE CASH DISTRIBUTIONS PAID AND TREATED AS PAID IN 2024 REPRESENTS A RETURN OF CAPITAL TO THE SHAREHOLDERS. CONSEQUENTLY, EACH COMMON SHAREHOLDER WHO WAS A SHAREHOLDER OF RECORD ON THOSE DATES AND WHO RECEIVED A CASH DISTRIBUTION WOULD BE AFFECTED BY THIS ORGANIZATIONAL ACTION.

STATEMENT 1