Form **8937**
(December 2011)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-2224

Part I Reporting Issuer

1 Issuer's name	2 Issuer's employer identification number (EIN)
Net Lease Private REIT VIII, Inc.	

3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact
Jerry Sackey Addo	(214) 363-5620	jerrysackey-addo@aicventures.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
4131 N. Central Expwy, Suite 820	Dallas, TX 75204

8 Date of action	9 Classification and description
February 1, 2013	Cash Nondividend Distributions

10 CUSIP number	11 Serial number(s)	12 Ticker symbol	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 ▶ February 1, 2013, the issuer corporation made prorata cash dividend and nondividend distributions to it's Series A and B and Common shareholders.

The Corporation estimates that 83% of the February 1, 2013 cash distribution is a nondividend distribution affecting the shareholders' basis in the security.

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 amounts of the February 1, 2013 cash nondividend distributions will be reported to the US shareholder on 2013 Forms 1099DIV within Box 3. The February 1, 2013 cash nondividend distributions reduce the shareholder's basis in the issuers security.

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 February 1, 2013 cash nondividend distributions reduce the shareholder's basis in the issuers security.

Part II Organizational Action (continued)

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

Sections 301(c), 317(a)

18 Can any resulting loss be recognized? ▶

Not applicable. No tax loss is recognized by shareholders as a result of receiving the February 1, 2013 nontaxable distributions.

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

Not applicable

Posted on primary public web site in lieu of filing with IRS, pursuant to IRS Notice 2012-11.