

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

▶ See separate instructions.

Part I Reporting Issuer			
1 Issuer's name Iron Bow Holdings, Inc.		2 Issuer's employer identification number (EIN) 45-2595803	
3 Name of contact for additional information Charlie Curran	4 Telephone No. of contact (703) 279-3648	5 Email address of contact Charlie.Curran@ironbow.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 4800 Westfields Boulevard, Suite 300		7 City, town, or post office, state, and Zip code of contact Chantilly, VA 20151	
8 Date of action September 1, 2011	9 Classification and description Stock, Common Stock		
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 ▶ **On September 1, 2011, Iron Bow Holdings, Inc. made a cash distribution of \$1.1873 per share for a total of \$40,045,561.27 to its shareholders of record on September 1, 2011.**

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 distribution per share was \$1.1873. \$.2036 per share is estimated to be a taxable dividend (with no effect on basis). The remaining \$.9837 per share is a reduction in the stock basis in each share. To the extent the tax basis in a share is less than \$.9837 per share, the excess of \$.9837 over the basis in that share is recognized as capital gain.**

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 ▶ **When a cash distribution (or other distribution of property) is made by a corporation, it is treated as a taxable dividend to the extent of the current and accumulated earnings and profits ("E&P") of that corporation at the date of the distribution or, in certain cases, at the end of the tax year in which the distribution was made. In order to determine what portion of this cash distribution should be treated as a taxable dividend versus return of capital/capital gain, Iron Bow Holdings, Inc. which was formed in 2011, made an estimate of the current E&P for the year ended December 31, 2011. According to this computation, Iron Bow Holdings, Inc. had approximately \$.2036 of E&P per outstanding share of stock. As a result, the distribution of \$1.1873 per share resulted in a dividend of \$.2036 per share (with no effect on basis) and a reduction in basis of up to \$.9837 per share.**

Part II Organizational Action (continued)

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

Section 316 - Dividend defined

Section 317 - Property defined

Section 301(c) - Distributions of property

Section 312 - Effect on earnings and profits

18 Can any resulting loss be recognized? ▶ This distribution would not create a loss.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The adjustment to basis would be taken into account in the tax year of the shareholder during which the distribution was received (e.g., 2011 for calendar year taxpayers).

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 ▶ *Charles L. Curran*

Date ▶ February 3, 2012

Print your name ▶ CHARLES L. CURRAN

Title ▶ Chief Financial Officer

Paid Preparer Use Only

Print/Type preparer's name <u>Thomas Kelley</u>	Preparer's signature <i>TK</i>	Date <u>2-3-12</u>	Check <input type="checkbox"/> if self-employed	PTIN <u>P00744000</u>
Firm's name ▶ <u>DELOITTE TAX LLP</u>		Firm's EIN ▶ <u>86-1065772</u>		
Firm's address ▶ <u>100 S. Charles Street, 12th Floor, Baltimore, MD 21201</u>		Phone no. <u>410-576-6700</u>		