

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

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>Medidata Solutions, Inc.</b>		2 Issuer's employer identification number (EIN) <b>13-4066508</b>	
3 Name of contact for additional information <b>Michael H. Sharghi</b>	4 Telephone No. of contact <b>212-466-4154</b>	5 Email address of contact <b>MSharghi@mdsol.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>350 Hudson Street, Floor 9</b>		7 City, town, or post office, state, and Zip code of contact <b>New York, NY 10014</b>	
8 Date of action <b>December 16, 2013</b>	9 Classification and description <b>Common Stock, Two-for-One Stock Split</b>		
10 CUSIP number <b>58471A105</b>	11 Serial number(s)	12 Ticker symbol <b>MDSO</b>	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 ▶ **A two-for-one stock split of Medidata Solutions Common Stock effected in the form of a stock dividend paid on December 16, 2013 to shareholders of record as of the close of business on December 2, 2013. One additional share of Medidata Solutions Common Stock was issued for each share of Medidata Solutions Common Stock owned of record as of such date.**

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 tax basis of each share following the stock split on December 16, 2013 is 50% of the pre-distribution basis of that share. The remaining 50% of the tax basis for each share was allocated to each new share that was distributed with respect to existing shares. As a result, the number of shares held by each shareholder doubled and each shareholder's total basis and proportionate interest in the company remained the same.**

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 two-for-one stock split doubles the number of shares each shareholder of record owns and reduces the basis in each share by 50%. The record date for the split was December 2, 2013, and the distribution date occurred on December 16, 2013. The data that supports this calculation is each shareholder's basis immediately before the distribution and the number of shares issued in the distribution.**

**Part II Organizational Action (continued)**

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ IRC Sections 305(a) and 307(a). Under Section 305(a), the distribution is not taxable to shareholders. Under Section 307(a), each shareholder's basis in his or her old stock must be allocated between the old stock and the new stock that was distributed in the stock split.


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18 Can any resulting loss be recognized? ▶ No loss will be recognized.

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19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ Reportable tax year ended December 31, 2013 for Medidata Solutions, Inc. Reportable tax year ended December 31, 2013 for calendar year stockholders.

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<b>Sign Here</b>	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 ▶ 	Date ▶ <u>1/8/14</u>		
<b>Paid Preparer Use Only</b>	Print your name ▶ <u>Cory Douglas</u>	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed PTIN
	Firm's name ▶	Firm's EIN ▶		
	Firm's address ▶	Phone no.		