

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
Surgical Care Affiliates, Inc. (formerly known as ASC Acquisition LLC)		20-8740447	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Michele Hill	205-545-2584	michele.hill@scasurgery.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	
3000 Riverchase Galleria, Suite 500		Birmingham, AL 35244	
8 Date of action		9 Classification and description	
10/30/13		Member Units in ASC Acquisition LLC / Common Stock in Surgical Care Affiliates, Inc.	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
86881L106		SCAI	

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 October 30, 2013 ASC Acquisition LLC converted from a Delaware limited liability company into a Delaware corporation, in the process changing its name to Surgical Care Affiliates, Inc. Pursuant to the conversion, every 10.25 outstanding membership units of ASC Acquisition LLC were converted into one share of common stock of Surgical Care Affiliates, Inc.

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 ▶ Immediately following the conversion, each holder of Surgical Care Affiliates, Inc. common stock had the same aggregate basis in its Surgical Care Affiliates, Inc. stock as such holder's aggregate basis in the membership units of ASC Acquisition LLC immediately prior to the conversion. Due to the 10.25 to 1 conversion ratio, members of ASC Acquisition LLC were required under applicable federal income tax law to allocate their basis in the converted membership units of ASC Acquisition LLC to the received common stock of Surgical Care Affiliates, Inc.

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 calculation of basis in individual shares of Surgical Care Affiliates, Inc. common stock depends on the basis of the membership units of ASC Acquisition LLC that was allocated to such stock. As such, the basis of a given share of Surgical Care Affiliates, Inc. common stock immediately following the conversion must be determined on a case by case basis. As stated above, the aggregate amount of basis for each member/stock holder remained unchanged immediately prior to and immediately after the conversion.

Part II Organizational Action (continued)

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

368(a)(1)(F), 358(a)(1), 358(b)(1), 354(a)(1)

18 Can any resulting loss be recognized? ▶

The conversion is a non-taxable exchange of stock for stock in a type F reorganization, as such no loss can be recognized.

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

No other information is necessary.

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 ▶ /s/ Peter Clemens

Date ▶ 12/19/13

Print your name ▶ Peter Clemens

Title ▶ EVP & CFO

Paid Preparer Use Only

Print/Type preparer's name

Preparer's signature

Date

Check if self-employed

PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no.