

# Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>JASON INDUSTRIES, INC. F/K/A QUINPARIO ACQUISITION CORP</b>		2 Issuer's employer identification number (EIN) <b>46-2888322</b>	
3 Name of contact for additional information <b>JOHN HENGEL</b>	4 Telephone No. of contact <b>414-277-9300</b>	5 Email address of contact	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>411 E WISCONSIN AVE, SUITE 2100</b>		7 City, town, or post office, state, and Zip code of contact <b>MILWAUKEE WI 53202</b>	
8 Date of action <b>OCTOBER 1, 2014</b>		9 Classification and description <b>DISTRIBUTION OF CASH</b>	
10 CUSIP number <b>471172205</b>	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 OCTOBER 1, 2014 JASON INDUSTRIES INC. PAID A CASH DISTRIBUTION TO ITS PREFERRED SHAREHOLDERS. THIS DISTRIBUTION WAS TREATED AS A DIVIDEND UNDER SECTION 301 OF THE INTERNAL REVENUE CODE (IRC). BASED ON ESTIMATED EARNINGS AND PROFITS (E&P) FOR TAX YEAR 2014, IT WAS DETERMINED THAT THE TOTAL DISTRIBUTIONS DURING TAX YEAR 2014 WERE IN EXCESS OF ESTIMATED CURRENT AND ACCUMULATED E&P. ACCORDINGLY, ALL DISTRIBUTIONS WILL BE TREATED AS RETURN OF CAPITAL TO THE EXTENT OF REMAINING COST BASIS IN THE SHARES.**

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 ▶ **DURING TAX YEAR 2014, CASH DISTRIBUTIONS OF \$910,000 WERE MADE TO ITS PREFERRED SHAREHOLDERS. CURRENT AND ACCUMULATED E&P ARE ESTIMATED TO BE NEGATIVE (I.E. A DEFICIT). ACCORDINGLY, THE ENTIRE DISTRIBUTION OF \$910,000 WILL BE TREATED AS A RETURN OF CAPITAL TO THE EXTENT OF REMAINING COST BASIS.**

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 ▶ **SEE LINE 15.**

**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 SECTION 301 AND IRC SECTION 312.

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18 Can any resulting loss be recognized? ▶ NO LOSS CAN BE REPORTED AS A RESULT OF THIS EVENT.

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19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THE REPORTABLE TAX YEAR IS 2014.

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**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 ▶  Date ▶ 3/31/2015

Print your name ▶ JOHN HENGEL Title ▶ VICE PRESIDENT OF FINANCE

**Paid Preparer Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	