

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name WELLS REAL ESTATE INVESTMENT TRUST II, INC.		2 Issuer's employer identification number (EIN) 20-0068852	
3 Name of contact for additional information KRISTER ROMEYN	4 Telephone No. of contact 1-800-557-4830	5 Email address of contact CLIENT.SERVICES@WELLSREF.COM	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact PO BOX 219073		7 City, town, or post office, state, and Zip code of contact KANSAS CITY, MO 64121-9073	
8 Date of action 3/16/11; 6/16/11; 9/16/11; 12/16/11		9 Classification and description DISTRIBUTIONS ON COMMON STOCK	
10 CUSIP number 95000S-10-8	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 ▶

WELLS REAL ESTATE INVESTMENT TRUST II, INC. MADE QUARTERLY DISTRIBUTIONS TO SHAREHOLDERS DURING 2011. A PORTION OF THESE DISTRIBUTIONS REPRESENTED A NONDIVIDEND DISTRIBUTION. THE DISTRIBUTIONS WERE PAID ON 3/16/2011 TO SHAREHOLDERS OF RECORD AS OF 3/15/2011; PAID ON 6/16/2011 TO SHAREHOLDERS OF RECORD AS OF 6/15/2011; PAID ON 9/16/2011 TO SHAREHOLDERS OF RECORD AS OF 9/15/2011; AND PAID 12/16/2011 TO SHAREHOLDERS OF RECORD AS OF 12/15/2011.

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 PORTION OF THE DISTRIBUTION THAT IS CLASSIFIED AS A NONDIVIDEND DISTRIBUTION REDUCES THE BASIS OF THE STOCK AS FOLLOWS:**

Payment Date	Reduction of Basis per Share
3/16/2011	\$0.076425
6/16/2011	\$0.076425
9/16/2011	\$0.076425
12/16/2011	\$0.076425

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 ▶

WELLS REAL ESTATE INVESTMENT TRUST II, INC. CALCULATED EARNINGS AND PROFITS IN ACCORDANCE WITH IRC SECTION 312, AS MODIFIED BY IRC SECTION 857(d) FOR A REAL ESTATE INVESTMENT TRUST, AND THE REGULATIONS THEREUNDER. THE AMOUNT OF DISTRIBUTIONS IN EXCESS OF EARNINGS AND PROFITS REDUCE THE SHAREHOLDER'S BASIS IN ITS SHARES TO THE EXTENT OF BASIS.

Part I Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶
NONDIVIDEND DISTRIBUTION IS DETERMINED PURSUANT TO IRC SECTION 301(c).

18 Can any resulting loss be recognized? ▶
NO RESULTING LOSS CAN BE RECOGNIZED.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶
THE REPORTABLE TAX YEAR IS 2011.

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 ▶  Date ▶ 3/2/12

Print your name ▶ DOUGLAS P. WILLIAMS Title ▶ EXECUTIVE VICE PRESIDENT

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.			