

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>RENEWABLE ENERGY GROUP, INC.</b>		2 Issuer's employer identification number (EIN) <b>26-4785427</b>	
3 Name of contact for additional information <b>INVESTOR RELATIONS</b>	4 Telephone No. of contact <b>515-239-8091</b>	5 Email address of contact <b>investor.relations@regi.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>PO BOX 888</b>		7 City, town, or post office, state, and Zip code of contact <b>AMES, IA 50010</b>	
8 Date of action <b>JANUARY 3, 2012</b>		9 Classification and description <b>REVERSE STOCK SPLIT OF COMMON STOCK</b>	
10 CUSIP number <b>75972A 400</b>	11 Serial number(s)	12 Ticker symbol <b>REGI</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 ▶ **On January 3, 2012, Renewable Energy Group, Inc. ("REGI") filed the Second Amended and Restated Certificate of Incorporation to effectuate a 1-for-2.5 reverse stock split of the REGI common stock outstanding as of January 3, 2012. The reverse stock split was previously approved by the common stockholders on October 24, 2011, and involved the issuance of one (1) share of REGI common stock (CSIP: 75972A 400) for every 2.5 shares of common stock (CUSIP: 75972A 10) held by each common stockholder. No fractional shares were issued in connection with the reverse stock split with stockholders who would otherwise receive a fractional share received cash in lieu of the fractional share, which represents merely a mechanical rounding off of the fractions in the exchange and was made to avoid the expense and inconvenience of issuing fractional shares and was not separately bargained for consideration. All other equity instruments, including outstanding warrants, stock options, and restricted stock units, that have provisions that reference the number of common stock outstanding were adjusted to take the reverse stock split into account.**

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 ▶ **A shareholder's tax basis in one (1) share of REGI common stock after the reverse stock split will equal the shareholder's tax basis in the 2.5 shares of common stock exchanged in the reverse stock split, less the amount of cash received in lieu of fractional shares, and increased by any income recognized or decreased by any loss incurred (see #17 and #18 below).**

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 reverse stock split is considered a non-taxable recapitalization. In relevant part, the recapitalization is non-taxable to the extent common stock is exchanged for common stock. In the reverse stock split each shareholder received one (1) share of common stock for every 2.5 shares of existing (or pre-split) common stock owned, and obtains a substituted basis in each share of common stock received, adjusted for the receipt of cash received and dividend income or gain recognized (see #15 above). The market value of the common stock immediately before and after the reverse stock split is not applicable in determining the calculation of a shareholder's tax basis in the shares received.**

**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶  
**As noted in Revenue Ruling 72-57, the reverse stock split is a non-taxable recapitalization pursuant to Section 368(a)(1)(E) of the Internal Revenue Code. Section 354(a)(1) states that, in relevant part, no gain or loss shall be recognized if stock in a corporation is exchanged solely for stock in such corporation. Revenue Ruling 69-34 addresses the receipt of cash in lieu of fractional shares, and holds that the cash payments must be tested under Section 302. Treatment of the cash received in lieu of fractional shares under Section 302 will depend on each shareholder's specific facts and circumstances.**

18 Can any resulting loss be recognized? ▶ **Yes, for shareholders receiving cash in lieu of fractional shares that qualify for sale or exchange treatment pursuant to the tests under Section 302 may qualify for loss recognition, subject to other relevant provisions of the Internal Revenue Code regarding loss recognition limitations.**

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ **The reportable tax year for the reverse stock split of REGI common stock is 2012, when the Second Restated Certificate was filed with the State of Delaware.**

**The above information does not constitute tax advice, nor does it purport to be complete or to describe the consequences that may apply to particular categories of shareholders. Shareholders are urged to consult their own legal, financials, or tax advisor with respect to their individual tax consequences relating to this reverse stock split.**

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 ▶ *Natalie Lischer* Date ▶ *2/16/2012*

Print your name ▶ **Natalie Lischer** Title ▶ **Treasurer**

<b>Paid Preparer Use Only</b>	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.