

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

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name SunAmerica Equity Funds - SunAmerica Value Fund		2 Issuer's employer identification number (EIN) 13-3909499	
3 Name of contact for additional information SunAmerica Fund Services, Inc	4 Telephone No. of contact 1-800-858-8850 ext. 6010	5 Email address of contact www.safunds.com - contact us	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact Harborside Financial Center 3200 Plaza 5		7 City, town, or post office, state, and Zip code of contact Jersey City, NJ 07311-4992	
8 Date of action October 28, 2013		9 Classification and description Common Stock - Regulated Investment Company	
10 CUSIP number See Attached	11 Serial number(s)	12 Ticker symbol See Attached	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 ▶ **SunAmerica Equity Funds - SunAmerica Value Fund ("Value Fund") merged into the SunAmerica Specialty Series - SunAmerica Focused Alpha Large-Cap Fund ("Alpha Large-Cap Fund") pursuant to which the Value Fund transferred all of its assets to the Alpha Large-Cap Fund in exchange solely for the assumption of the Value Fund's liabilities by the Alpha Large-Cap Fund and Class A and Class C shares of the Alpha Large-Cap Fund, which shares were distributed by the Value Fund to the holders of its shares in complete liquidation thereof. The reorganization of the Value Fund into the Alpha Large-Cap Fund qualified as a tax-free "reorganization" within the meaning of §368(a) of the Internal Revenue Code of 1986, as amended. The closing of the reorganization occurred on October 28, 2013, and the net asset value ("NAV") of each class of shares distributed to the Value Fund shareholders was computed as of the close of regular trading on the New York Stock Exchange on October 25, 2013, the business day immediately preceding the closing 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 ▶ **As a result of the reorganization, the Value Fund shareholders received Alpha Large-Cap Fund shares having an aggregate NAV equal to the aggregate NAV of their Value Fund shares, valued in accordance with the terms of the agreement and plan of reorganization. The number of Alpha Large-Cap Fund shares that were received for each share of Value Fund were as follows:**

0.6875 Alpha Large-Cap Fund Class A shares for one Value Fund Class A share
0.6449 Alpha Large-Cap Fund Class A shares for one Value Fund Class B share
0.6492 Alpha Large-Cap Fund Class C shares for one Value Fund Class C share

Per share, each new Alpha Large-Cap Fund share received in the reorganization will have a basis equal to the following percentage of the Value Fund shares surrendered:

145.46% Value Fund Class A shares
153.41% Value Fund Class B shares
156.34% Value Fund Class C shares

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 per share basis calculations are based on the respective NAVs of the Value Fund and Alpha Large-Cap Fund shares as of the close of business on October 25, 2013. These NAVs were determined based on the market value of the underlying securities held by the funds. The NAVs of each class of the Value Fund were \$16.7930 Class A, \$15.7532 Class B and \$15.6883 Class C and the NAVs of Alpha Large-Cap Fund were \$24.4264 Class A and \$24.1673 Class C on October 25, 2013. Thus the exchange ratio for each class of shares was as follows:**

0.6875 Alpha Large-Cap Fund Class A shares for one Value Fund Class A share
0.6449 Alpha Large-Cap Fund Class A shares for one Value Fund Class B share
0.6492 Alpha Large-Cap Fund Class C shares for one Value Fund Class C share

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶
Internal Revenue Code §368(a), §368(b), §354 and §358.

Blank lines for listing applicable Internal Revenue Code sections.

18 Can any resulting loss be recognized? ▶
There was no gain or loss on the transaction. Accordingly, each shareholder's aggregate NAV in the shares of Alpha Large-Cap Fund received in the reorganization will be the same as the aggregate NAV in their shares of Value Fund exchanged.

Blank lines for providing information regarding resulting loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶
The above described reorganization is reportable in tax year 2013.

Blank lines for providing other information necessary to implement the adjustment.

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 ▶ *Diedre L. Shepherd* Date ▶ 12/3/13

Print your name ▶ Diedre L. Shepherd Title ▶ Assistant Treasurer

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.			

SunAmerica Equity Funds - SunAmerica Value Fund
Form 8937 Attachment
October 28, 2013

EIN 13-3909499

SunAmerica Equity Funds, Inc. - SunAmerica Value Fund

<u>Share Class</u>	<u>Box 10, CUSIP</u>	<u>Box 12 Ticker Symbol</u>
Class A	867031577	SSVAX
Class B	867031569	SSVBX
Class C	867031551	SVPCX