

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

<b>Part I Reporting Issuer</b>			
1 Issuer's name		2 Issuer's employer identification number (EIN)	
SunAmerica Series, Inc. - Focused Growth and Income Portfolio		13-3964752	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
SunAmerica Fund Services, Inc	1-800-858-8850 ext. 6010	www.safunds.com - contact us	
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	
Harborside Financial Center 3200 Plaza 5		Jersey City, NJ 07311-4992	
8 Date of action		9 Classification and description	
August 13, 2012		Common Stock - Regulated Investment Company	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
See Attached		See Attached	

**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 Series, Inc. - Focused Growth and Income Portfolio ("Growth and Income Portfolio") merged into the Sun-America Specialty Series - SunAmerica Focused Alpha Large-Cap Fund ("Alpha Large-Cap Fund") pursuant to which the Growth and Income Portfolio transferred all of its assets to the Alpha Large-Cap Fund in exchange solely for the assumption of the Growth and Income Portfolio'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 Growth and Income Portfolio to the holders of its shares in complete liquidation thereof. The reorganization of the Growth and Income Portfolio 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 August 13, 2012, and the net asset value ("NAV") of each class of shares distributed to the Growth and Income Portfolio shareholders was computed as of the close of regular trading on the New York Stock Exchange on August 10, 2012, 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 Growth and Income Portfolio shareholders received Alpha Large-Cap Fund shares having an aggregate NAV equal to the aggregate NAV of their Growth and Income Portfolio 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 Growth and Income Portfolio were as follows:

0.7667 Alpha Large-Cap Fund Class A shares for one Growth and Income Portfolio Class A share  
0.6946 Alpha Large-Cap Fund Class A shares for one Growth and Income Portfolio Class B share  
0.6985 Alpha Large-Cap Fund Class C shares for one Growth and Income Portfolio 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 Growth and Income Portfolio shares surrendered:

130.43% Growth and Income Portfolio Class A shares  
143.97% Growth and Income Portfolio Class B shares  
143.16% Growth and Income Portfolio 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 Growth and Income Portfolio and Alpha Large-Cap Fund shares as of the close of business on August 10, 2012. These NAVs were determined based on the market value of the underlying securities held by the funds. The NAVs of each class of the Growth and Income Portfolio were \$14.6842 Class A, \$13.3037 Class B Shares and \$13.3378 Class C and the NAVs of Alpha Large-Cap Fund were \$19.1532 Class A and \$19.0942 Class C on August 10, 2012. Thus the exchange ratio for each class of shares was as follows:

0.7667 Alpha Large-Cap Fund Class A shares for one Growth and Income Portfolio Class A share  
0.6946 Alpha Large-Cap Fund Class A shares for one Growth and Income Portfolio Class B share  
0.6985 Alpha Large-Cap Fund Class C shares for one Growth and Income Portfolio Class C share

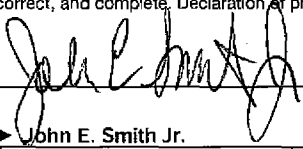
**Part II Organizational Action** (continued)

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.

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 Growth and Income Portfolio exchanged.

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 2012.

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 ► 9/19/12  
 Print your name ► John E. Smith Jr. Title ► Assistant 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.	

SunAmerica Series, Inc. - Focused Growth and Income Portfolio  
Form 8937 Attachment  
August 13, 2012

EIN

13-3964752

SunAmerica Series, Inc. - Focused Growth and Income Portfolio

<u>Share Class</u>	<u>Box 10, CUSIP</u>	<u>Box 12 Ticker Symbol</u>
Class A	86703Y625	FOGAX
Class B	86703Y617	FOGBX
Class C	86703Y583	FOGTX