Form **8937**(December 2017) Department of the Treasury Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-0123

Part I Reporting I	ssuer			
1 Issuer's name				2 Issuer's employer identification number (EIN)
PHILLIPS EDISON & COMP	PANY INC			27-1106076
3 Name of contact for add		5 Email address of contact		
JOSEPH C. HOFFMANN			513-554-1110	JHOFFMANN@PHILLIPSEDISON.COM
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	
11501 NORTHLAKE DRIVE 8 Date of action		9 Class	sification and description	CINCINNATI, OH 45249-1669
6 Date of action		9 Olass	silication and description	
VARIOUS		соммо	N STOCK	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
71844V300	N/A		PECO	N/A
				See back of form for additional questions.
_		applicable, the	e date of the action or the d	ate against which shareholders' ownership is measured for
the action ► SEE AT	TACHMENT			
(-,-				
15 Describe the quantitat share or as a percenta				urity in the hands of a U.S. taxpayer as an adjustment per
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16 Describe the calculation valuation dates ► SEI		basis and the	data that supports the calc	ulation, such as the market values of securities and the
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Pa	rt II	C	Organizational Action (continu	ed)			
17	List	the a	applicable Internal Revenue Code sec	tion(s) and subsection(s) upon	which the tax treatment is based	► IRC SECTION 301(C)(2)	
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18	Can	any	resulting loss be recognized? ► N/A	·			
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10	Drov	ido i	any other information necessary to im	inlament the adjustment such	as the reportable tay year N/A		
19	FIOV	/lue a	any other information necessary to im	piement the adjustment, such	as the reportable tax year > 147A		
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	L b	Jnder belief,	penalties of perjury, I declare that I have it is true, correct, and complete. Declaration	examined this return, including acon of preparer (other than officer) is	companying schedules and statemen based on all information of which pre	ts, and to the best of my knowledge and parer has any knowledge.	
Sig Hei	-	Signature >					
				UV -		R VICE PRESIDENT OF TAX	
_		rint y	our name ► JOSEPH C. HOFFMANN Print/Type preparer's name	Preparer's signature	Date	Check if PTIN	
Pai		_	21 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -			self-employed	
Prepar Use Or			Firm's name			Firm's EIN ▶	
		- 1	Firm's address ▶			Phone no.	
Sen	d Forn	n 89	37 (including accompanying statemen	nts) to: Department of the Trea	sury, Internal Revenue Service, C	ogden, UT 84201-0054	

Phillips Edison & Company Inc. EIN: 27-1446076 CUSIP Number: 71844V300

Attachment to Form 8937

Form 8937, Part II, Box 14:

During 2022, Phillips Edison & Company Inc ("the Company") paid cash distributions to its common shareholders on the dates indicated below. The Company determined that a portion of each of these distributions represents a nondividend distribution to the shareholders. Consequently, each common shareholder who received a cash distribution on these dates would be affected by this organizational action.

					Return of
		Total		Total Capital	Capital
Record	Payable	Distribution	Ordinary	Gain	(Nontaxable
Date	Date	per Share	Dividends	Distribution	Distribution)
12/15/2021	1/3/2022	\$ 0.090000	\$0.069630	\$ -	\$ 0.020370

Form 8937, Part II, Box 15:

For each cash distribution paid to common shareholders by the Company during 2022, 22.63% of the distribution represents a nondividend distribution. Accordingly, each common shareholder should treat 22.63% of the distributions as a reduction to the tax basis of the stock.

Form 8937, Part II, Box 16:

The distributions paid on each date above was determined to comprise of 22.63% return of capital and 77.37% taxable dividend.