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	Issuer			
1 Issuer's name		2 Issuer's employer identification number (EIN)		
PHILLIPS EDISON & COM	PANY INC	27-1106076		
3 Name of contact for ad		Telephone No. of contact	5 Email address of contact	
JOSEPH C. HOFFMANN	2 O how if most in not di	513-554-1110	JHOFFMANN@PHILLIPSEDISON.COM	
o inumber and street (or i	2.O. box ii maii is not de	elivered to street address) of contact	7 City, town, or post office, state, and ZIP code of contact	
11501 NORTHLAKE DRIVI	Ξ		CINCINNATI, OH 45249-1669	
8 Date of action		9 Classification and description		
VARIOUS 10 CUSIP number	11 Serial number(s)	COMMON STOCK 12 Ticker symbol	13 Account number(s)	
10 Cusir number	11 Serial number(s)	12 Hicker symbol	Account number(s)	
71844V 102	N/A	N/A	N/A	
			See back of form for additional questions.	
14 Describe the organiza	tional action and, if app	olicable, the date of the action or the c	date against which shareholders' ownership is measured for	
the action ► SEE AT	TACHMENT			
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41 344 M. MILLER SOLWARD TO SERVICE THE SERVICE SALES SERVICE SERVICE SERVICE SERVICE SALES SERVICE SALES SERVICE SALES SALES SERVICE SALES SALE	1870-000 NOVER, 1981-1981 SALM 1881-1881 SETT MED 1982 FEBRUARY SALM FEBRUARY FOR 1882 SEMENTER.			
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15 Describe the quantita	rive effect of the organiz	zational action on the basis of the sec	urity in the hands of a U.S. taxpayer as an adjustment per	
	age of old basis ▶ SEE			
			, , , , , , , , , , , , , , , , , , , ,	
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16 Describe the calculation valuation dates ► SEE		is and the data that supports the calc	ulation, such as the market values of securities and the	
			2005	

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

Phillips Edison & Company Inc. EIN: 27-1446076 Attachment to Form 8937

Form 8937, Part II, Box 14:

During 2019, 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)
12/17/2018	1/2/2019	\$0.05583344	\$ 0.02121671	\$ 0.00481284	\$ 0.02980389
1/15/2019	2/1/2019	\$0.05583344	\$ 0.02121671	\$ 0.00481284	\$ 0.02980389
2/15/2019	3/1/2019	\$0.05583344	\$ 0.02121671	\$ 0.00481284	\$ 0.02980389
3/15/2019	4/1/2019	\$0.05583344	\$ 0.02121671	\$ 0.00481284	\$ 0.02980389
4/15/2019	5/1/2019	\$0.05583344	\$ 0.02121671	\$ 0.00481284	\$ 0.02980389
5/15/2019	6/3/2019	\$0.05583344	\$ 0.02121671	\$ 0.00481284	\$ 0.02980389
6/15/2019	7/1/2019	\$0.05583344	\$ 0.02121671	\$ 0.00481284	\$ 0.02980389
7/15/2019	8/1/2019	\$0.05583344	\$ 0.02121671	\$ 0.00481284	\$ 0.02980389
8/15/2019	9/3/2019	\$0.05583344	\$ 0.02121671	\$ 0.00481284	\$ 0.02980389
9/16/2019	10/1/2019	\$0.05583344	\$ 0.02121671	\$ 0.00481284	\$ 0.02980389
10/15/2019	11/1/2019	\$0.05583344	\$ 0.02121671	\$ 0.00481284	\$ 0.02980389
11/15/2019	12/2/2019	\$0.05583344	\$ 0.02121671	\$ 0.00481284	\$ 0.02980389

Form 8937, Part II, Box 15:

For each cash distribution paid to common shareholders by the Company during 2019, 53.38% of the distribution represents a nondividend distribution. Accordingly, each common shareholder should treat 53.38% of the distributions as a reduction to the tax basis of the stock.

Form 8937, Part II, Box 16:

The \$.05583344 per share common stock distribution paid on each date above was determined to comprise of 53.38% return of capital, 8.62% capital gain, and 38.00% taxable dividend.