

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

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name PHILLIPS EDISON & COMPANY INC			2 Issuer's employer identification number (EIN) 27-1106076	
3 Name of contact for additional information JOSEPH C. HOFFMANN	4 Telephone No. of contact 513-554-1110		5 Email address of contact JHOFFMANN@PHILLIPSEDISON.COM	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 11501 NORTHLAKE DRIVE			7 City, town, or post office, state, and ZIP code of contact CINCINNATI, OH 45249-1669	
8 Date of action VARIOUS		9 Classification and description COMMON STOCK		
10 CUSIP number 71844V102	11 Serial number(s) N/A	12 Ticker symbol N/A	13 Account number(s) N/A	

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 ▶ **SEE ATTACHMENT**

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 ▶ **SEE ATTACHMENT**

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 ▶ **SEE ATTACHMENT**

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ IRC SECTION 301(C)(2)

18 Can any resulting loss be recognized? ▶ N/A

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ N/A

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 ▶ Joseph C Hoffmann Date ▶ 1/10/2022

Print your name ▶ JOSEPH C. HOFFMANN Title ▶ SENIOR VICE PRESIDENT OF TAX

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.

Phillips Edison & Company Inc.
EIN: 27-1446076
CUSIP Number: 71844V102
Attachment to Form 8937

Form 8937, Part II, Box 14:

During 2021, 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.

Record Date	Payable Date	Total Distribution per Share	Ordinary Dividends	Total Capital Gain Distribution	Return of Capital (Nontaxable Distribution)
12/31/2020	1/12/2021	\$ 0.028333	\$0.017779	\$ 0.005425	\$ 0.005129
1/15/2021	2/1/2021	\$ 0.028333	\$0.017779	\$ 0.005425	\$ 0.005129
2/15/2021	3/1/2021	\$ 0.028333	\$0.017779	\$ 0.005425	\$ 0.005129
3/19/2021	4/1/2021	\$ 0.028333	\$0.017779	\$ 0.005425	\$ 0.005129
4/19/2021	5/3/2021	\$ 0.028333	\$0.017779	\$ 0.005425	\$ 0.005129
5/17/2021	6/1/2021	\$ 0.028333	\$0.017779	\$ 0.005425	\$ 0.005129
6/15/2021	7/1/2021	\$ 0.028333	\$0.017779	\$ 0.005425	\$ 0.005129

Form 8937, Part II, Box 15:

For each cash distribution paid to common shareholders by the Company during 2021, 18.10% of the distribution represents a nondividend distribution. Accordingly, each common shareholder should treat 18.10% of the distributions as a reduction to the tax basis of the stock.

Form 8937, Part II, Box 16:

The \$.02833333 per share common stock distribution paid on each date above was determined to comprise of 18.10% return of capital, 19.15% capital gain, and 62.75% taxable dividend.