



**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 ▶ 1/10/2023

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

<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.

**Phillips Edison & Company Inc.**  
**EIN: 27-1446076**  
**CUSIP Number: 71844V201**  
**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.

<b>Record Date</b>	<b>Payable Date</b>	<b>Total Distribution per Share</b>	<b>Ordinary Dividends</b>	<b>Total Capital Gain Distribution</b>	<b>Return of Capital (Nontaxable Distribution)</b>
12/15/2021	1/3/2022	\$ 0.090000	\$0.069630	\$ -	\$ 0.020370
1/19/2022	2/1/2022	\$ 0.090000	\$0.069630	\$ -	\$ 0.020370
2/15/2022	3/1/2022	\$ 0.090000	\$0.069630	\$ -	\$ 0.020370
3/15/2022	4/1/2022	\$ 0.090000	\$0.069630	\$ -	\$ 0.020370
4/15/2022	5/2/2022	\$ 0.090000	\$0.069630	\$ -	\$ 0.020370
5/16/2022	6/1/2022	\$ 0.090000	\$0.069630	\$ -	\$ 0.020370
6/15/2022	7/1/2022	\$ 0.090000	\$0.069630	\$ -	\$ 0.020370
7/15/2022	8/1/2022	\$ 0.090000	\$0.069630	\$ -	\$ 0.020370
8/15/2022	9/1/2022	\$ 0.090000	\$0.069630	\$ -	\$ 0.020370
9/16/2022	10/3/2022	\$ 0.093300	\$0.072183	\$ -	\$ 0.021117
10/17/2022	11/1/2022	\$ 0.093300	\$0.072183	\$ -	\$ 0.021117
11/15/2022	12/1/2022	\$ 0.093300	\$0.072183	\$ -	\$ 0.021117

**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.