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 R	Reporting	ssuer					
1 Issuer's na	ime			-14	2 Issuer's employer	identification number (EIN)	
Priority Incom	e Fund, Inc.				46	-0611646	
		ditional information	5 Email address of co				
Priority Incom				212-448-0702	N/A	N/A	
6 Number an	d street (or F	O. box if mail is not	delivered to	street address) of contact	7 City, town, or post offi	7 City, town, or post office, state, and ZIP code of contact	
10 E 40th St., 4	A CONTRACTOR OF THE PARTY OF TH				New York, NY 10016		
8 Date of act	ion		9 Class	sification and description			
See Attached				Stock of Regulated Inve	estment Company - Return of C	apital	
10 CUSIP num	nber	11 Serial number(s)	12 Ticker symbol	13 Account number(s)		
7427	2V	NA		N/A		N/A	
Part II 0	rganizatio	onal Action Attac	ch additional	statements if needed.	See back of form for addition		
14 Describe	the organizat	tional action and, if a	pplicable, the	date of the action or the	date against which shareholders'	ownership is measured for	
the action	Priority	Income Fund, Inc.	paid non-tax	able return of capital dis	ributions during 2018. The		
distribution an	nounts cons	isted of non-taxable	e return of ca	pital, taxable dividends,	and long-term capital gains dis	stributions. Please see	
		h distribution made					
45 Daniella 1							
15 Describe i	tne quantitati	ve effect of the orga	inizational acti	ion on the basis of the sec	urity in the hands of a U.S. taxpa	iyer as an adjustment per	
		de ot old pasis	ne total retur	n of capital distributions	made during 2018 decreased	each shareholder's basis	
by \$.89 per sha	re.						
16 Describe t	the calculatio	n of the change in b	asis and the o	lata that supports the calc	ulation, such as the market value	es of securities and the	
					equal to their previous basis p		
non-taxable ret	urn of capita	al distributions des	cribed in the	attached schedule \$ 89	represents the total decrease	to each chareholder's	
cost ner share i	had they rec	eived every distrib	ution made d	luring 2019	represents the total decrease	to each shareholder's	
Jan Silais	LAUTICE						

Part	Щ	Organizational Action (continued))		
		e applicable Internal Revenue Code section	n(s) and subsection(s) upon which the tax	treatment is based I	► IRC Section 301(c)(2),
IRC Se	ection	316(a)(1), and IRC Section 852(c).			
-					
-					
					
18 C	Can an	y resulting loss be recognized? ► No loss	s should be recognized.		
19 P	rovide	any other information necessary to impler	nent the adjustment, such as the reports	blo tay year N The i	eformation detailed at any
		n the shareholders' 2018 1099-DIV.	none the adjustment, such as the reporta-	ole tax year Fifte ii	normauon detailed above
13 0104	IUCU II	THE SHALEHOUSES 2010 1055-DIV.			
-					
	_				
	Unde	r penalties of perjury, I declare that I have exam	nined this return, including accompanying sche	edules and statements	and to the best of my knowledge and
	belief	f, it is true, correct, and complete. Declaration of	preparer (other than officer) is based on all info	rmation of which prepa	arer has any knowledge.
Sign		1/1 ~ 1			
Here	Signs	ature - KNou Od-		Data N	
	Joigna	I TANCO		Date ►	
		Kristin Van Dack			
	Print	your name ► Kristin Van Dask	D	Title▶	
Paid		Print/Type preparer's name	Preparer's signature	Date	Check if PTIN
Prepa	ırer				self-employed
Jse C		Firm's name			Firm's EIN ▶
Jac (, i ii y	Firm's address ▶			Phone no.
Send Fo	rm 89	37 (including accompanying statements) to	o: Department of the Tressury Internal P	evenue Service Occ	
		aratements) (Overiue dervice, Ogo	1011, UT 04201-0004

Record Date	Payment Date	Per Share Distribution	% Return of Capital	% Ordinary Income	% Capital Gains
12/1, 12/8, 12/15, 12/22, 12/29/2017	1/2/2018	0.19863	6.91%	93.09%	0.00%
1/5, 1/12, 1/19, 1/26/2018	1/29/2018	0.08780	59.55%	40.45%	0.00%
2/2, 2/9, 2/16, 2/23/2018	2/26/2018	0.08780	59.55%	40.45%	0.00%
3/2, 3/9, 3/16, 3/23, 3/30/2018	4/2/2018	0.19863	59.55%	40.45%	0.00%
4/6, 4/13, 4/20, 4/27/2018	4/30/2018	0.08780	59.55%	40.45%	0.00%
5/4, 5/11, 5/18, 5/25/2018	5/28/2018	0.08780	43.58%	26.82%	29.60%
6/1, 6/8, 6/15, 6/22, 6/29/2018	7/2/2018	0.19863	59.55%	40.45%	0.00%
7/6, 7/13, 7/20, 7/27/2018	7/30/2018	0.08780	59.55%	40.45%	0.00%
8/3, 8/10, 8/17, 8/24, 8/31/2018	9/4/2018	0.10975	59.55%	40.45%	0.00%
9/7, 9/14, 9/21, 9/28/2018	10/1/2018	0.16691	59.55%	40.45%	0.00%
10/5, 10/12, 10/19, 10/26/2018	10/29/2018	0.09212	59.55%	40.45%	0.00%
11/2, 11/9, 11/16, 11/23, 11/30/2018	12/3/2018	0.11515	59.55%	40.45%	0.00%
12/7, 12/14, 12/21, 12/28/2018	12/31/2018	0.16691	59.55%	40.45%	0.00%