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		<u> </u>		<u> </u>
1 Issuer's	s name					2 Issuer's employer identification number (EIN)
Delouitedoo	ana Fund Inc					4/ 0/11/4/
Priority Income Fund, Inc. 3 Name of contact for additional information 4 Telephone No. of contact						46-0611646 5 Email address of contact
• Name (or cornact for add		T TOTOPH	one No. or contact		S Email address of contact
Priority Inc	come Fund, Inc.			N/A		
Priority Income Fund, Inc. 212-448-0702 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
	St., 42nd Floor		1 2 2			New York, NY 10016
8 Date of	action		9 Cla	ssification and description	on	
Coo Attack	and		Comm	on Stock of Dogulated	Investment	Company Deturn of Conital
See Attach		11 Serial number		12 Ticker symbol	mvestment	Company - Return of Capital 13 Account number(s)
			ι-)			
See	Attached	N/A		N/A		N/A
Part II						ck of form for additional questions.
		tional action and, if a	applicable, t	he date of the action or t	the date aga	inst which shareholders' ownership is measured for
the a	ction ► Priority	Income Fund, Inc.	paid non-ta	axable return of capital	distribution	ns during 2020. The
distribution	n amounts cons	isted of non-taxabl	e return of	capital and taxable divi	idends. Ple	ase see attached for a detail of each distribution
made.						
						the hands of a U.S. taxpayer as an adjustment per
		ige of old basis $ ightharpoonup$	he total ret	urn of capital distributi	ons made d	during 2020 decreased each shareholder's basis
by \$.66 per	r share.					
16 Desc	ribe the calculation	on of the change in b	oasis and th	e data that supports the	calculation,	such as the market values of securities and the
valua	tion dates ► Eac	h shareholder's co	st per shar	e after each distribution	n is equal to	their previous basis per share less the
						ents the total decrease to each shareholder's
cost per sh	nare had they re	ceived every distrib	oution mad	e during 2020.		

Part	Ш	Organizational Action (continued)				
17	List the	applicable Internal Revenue Code section	(s) and subsection(s) upon which the tax tr	eatment is based >	IRC Section 301(c)(2),	
		316(a)(1), and IRC Section 852(c).				
40	O		and and difference and the di			
18	Can an	y resulting loss be recognized? ► No loss	s snould be recognized.			
			ment the adjustment, such as the reportabl	e tax year ► The in	formation detailed above	
is pro	vided i	n the shareholders' 2020 1099-DIV.				
	Und	er penalties of perjury, I declare that I have exar	nined this return, including accompanying sched	dules and statements,	and to the best of my knowledge and	
		f, it is true, correct, and complete. Declaration of	preparer (other than officer) is based on all inform	mation of which prepa	rer has any knowledge.	
Sign						
Here	Sign	ature ▶		Date ► Feb 16, 2021		
		Mouldon				
	Print	your name Kristin Van Dask		_{Title} CFO		
Paid		Print/Type preparer's name	Preparer's signature	Date	Check if PTIN	
Prep					self-employed	
Use		Firm's name		'	Firm's EIN ▶	
U 36	Jilly	Firm's address ▶			Phone no.	

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

Priority Income Fund, Inc.

2020 Dividends

CUSIPs: 74272V107, 74272V206, 74272V305, 747274W889

% Ordinary Income (Includes Short-Term

Record Date	Payment Date	Per Share Distribution	% Return of Capital	Capital Gains, if any)	% Long-Term Capital Gains
1/3, 1/10, 1/17, 1/24, 1/31/2020	2/3/2020	0.11650	100.00%	0.00%	0.00%
2/7, 2/14, 2/21, 2/28/2020	3/2/2020	0.09320	100.00%	0.00%	0.00%
3/6, 3/13, 3/20, 3/27/2020	3/30/2020	0.16447	100.00%	0.00%	0.00%
4/3, 4/10, 4/17, 4/24/2020	4/27/2020	0.09320	100.00%	0.00%	0.00%
5/1, 5/8, 5/15, 5/22, 5/29/2020	6/1/2020	0.11650	100.00%	0.00%	0.00%
6/5, 6/12, 6/19, 6/26/2020	6/29/2020	0.08056	100.00%	0.00%	0.00%
7/3, 7/10, 7/17, 7/24, 7/31/2020	8/3/2020	0.10070	0.00%	100.00%	0.00%
8/7, 8/14, 8/21, 8/28/2020	8/31/2020	0.08056	0.00%	100.00%	0.00%
9/4, 9/11, 9/18, 9/25/2020	9/28/2020	0.11806	0.00%	100.00%	0.00%
10/2, 10/9, 10/16, 10/23, 10/30/2020	11/2/2020	0.10070	0.00%	100.00%	0.00%
11/6, 11/13, 11/20, 11/27/2020	11/30/2020	0.08056	0.00%	100.00%	0.00%
12/4, 12/11, 12/18, 12/28/2020	12/29/2020	0.13056	0.00%	100.00%	0.00%