

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ **FOR STOCK DISTRIBUTIONS, IRC SECTIONS 305(a) AND 307(a).**

FOR CASH DISTRIBUTIONS, 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 ▶

THE ORGANIZATIONAL ACTION IS REPORTABLE FOR TAX YEAR 2015.

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 ▶

Date ▶

3/18/2016

Print your name ▶ **STEVEN SALTZMAN**

Title ▶

CHIEF FINANCIAL OFFICER

Paid Preparer Use Only

Print/Type preparer's name

Preparer's signature

Date

Check if self-employed

PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no.

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

Stock Distribution

PART I, ITEM 8:

<u>SECURITY DESCRIPTION</u>	<u>DATES OF ACTION</u>
Resource Real Estate Opportunity REIT II, Inc. Common Stock	4/15/15, 7/15/15

PART II, ITEMS 14 AND 15:

<u>SECURITY DESCRIPTION</u>	<u>DATE</u>	<u>PER SHARE DISTRIBUTION OF COMMON STOCK (NUMBER OF SHARES)</u>
Resource Real Estate Opportunity REIT II, Inc. Common Stock	4/15/2015	0.005
Resource Real Estate Opportunity REIT II, Inc. Common Stock	7/15/2015	0.005

The total adjusted tax basis of common stock held by a taxpayer should be allocated between common stock owned prior to the stock distribution "old stock" and the common stock acquired from the distribution "new stock."

The per share adjusted tax basis of "old stock" should decrease by 0.5% and the per share adjusted basis of "new stock" should increase by 0.5%.

Cash Distribution

PART I, ITEM 8:

<u>SECURITY DESCRIPTION</u>	<u>DATES OF ACTION</u>
Resource Real Estate Opportunity REIT II, Inc. Common Stock	1/30/15, 2/27/15, 3/31/15, 4/30/15, 5/29/15, 6/30/15, 7/31/15, 8/31/15 9/30/15, 10/31/15, 11/30/15, 12/31/15

PART II, ITEMS 14 AND 15:

<u>SECURITY DESCRIPTION</u>	<u>DATE</u>	<u>PER SHARE DISTRIBUTION OF CASH</u>
Resource Real Estate Opportunity REIT II, Inc. Common Stock	1/30/2015	\$ 0.00164384
Resource Real Estate Opportunity REIT II, Inc. Common Stock	2/27/2015	\$ 0.00164384
Resource Real Estate Opportunity REIT II, Inc. Common Stock	3/31/2015	\$ 0.00164384
Resource Real Estate Opportunity REIT II, Inc. Common Stock	4/30/2015	\$ 0.00164384
Resource Real Estate Opportunity REIT II, Inc. Common Stock	5/29/2015	\$ 0.00164384
Resource Real Estate Opportunity REIT II, Inc. Common Stock	6/30/2015	\$ 0.00164384
Resource Real Estate Opportunity REIT II, Inc. Common Stock	7/31/2015	\$ 0.00164384
Resource Real Estate Opportunity REIT II, Inc. Common Stock	8/31/2015	\$ 0.00164384
Resource Real Estate Opportunity REIT II, Inc. Common Stock	9/30/2015	\$ 0.00164384
Resource Real Estate Opportunity REIT II, Inc. Common Stock	10/31/2015	\$ 0.00164384
Resource Real Estate Opportunity REIT II, Inc. Common Stock	11/30/2015	\$ 0.00164384
Resource Real Estate Opportunity REIT II, Inc. Common Stock	12/31/2015	\$ 0.00164384

The per share distributions of cash reduces the tax basis.