

Form **8937**  
(December 2017)  
Department of the Treasury  
Internal Revenue Service

### Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

▶ See separate instructions.

#### Part I Reporting Issuer

1 Issuer's name COTTONWOOD COMMUNITIES, INC.		2 Issuer's employer identification number (EIN) 61-1805524	
3 Name of contact for additional information AARON TORRIENTE	4 Telephone No. of contact 801-728-0700	5 Email address of contact	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 1245 BRICKYARD ROAD, SUITE 250		7 City, town, or post office, state, and ZIP code of contact SALT LAKE CITY, UT 84016	
8 Date of action DECEMBER 31, 2023	9 Classification and description PREFERRED, CLASS A, CLASS D, CLASS I, AND CLASS T STOCK		
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)

#### 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 ▶ THE TAXPAYER MADE CASH DISTRIBUTIONS TO ITS SHAREHOLDERS IN EXCESS OF ITS CURRENT AND ACCUMULATED EARNINGS AND PROFITS. SEE THE ATTACHMENTS FOR THE AMOUNTS AND PAYMENT DATES OF THESE DISTRIBUTIONS.

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 ▶ FOR THE AMOUNT OF PREFERRED, CLASS A, CLASS D, CLASS I, AND CLASS T DISTRIBUTIONS IN 2023, PLEASE REFER TO STATEMENT 1 ATTACHED.

ANY NONTAXABLE INCOME IN EXCESS OF A SHAREHOLDER'S BASIS SHOULD BE TREATED AS A GAIN FROM THE SALE OR EXCHANGE OF PROPERTY.

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 ▶ THE TAXPAYER'S EARNINGS AND PROFITS WERE CALCULATED UNDER IRC SECTION 312 AS MODIFIED BY IRC SECTION 857(D) FOR A REAL ESTATE INVESTMENT TRUST AND THE REGULATIONS THEREUNDER. DISTRIBUTIONS IN EXCESS OF THE PORTION OF THE EARNINGS AND PROFITS ALLOCABLE TO THE COMMON SHARES REDUCE THE SHAREHOLDERS TAX BASIS IN ITS SHARES TO THE EXTENT OF BASIS.

**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► INTERNAL REVENUE CODE SECTION 316 DEFINES A "DIVIDEND" GENERALLY AS ANY DISTRIBUTION OF PROPERTY MADE BY A CORPORATION TO ITS SHAREHOLDERS OUT OF EARNINGS & PROFITS (AS DEFINED BY INTERNAL REVENUE CODE SECTION 312 AND THE REGULATIONS THEREUNDER). PURSUANT TO INTERNAL REVENUE CODE SECTION 301(C)(2), THE PORTION OF THE DISTRIBUTION WHICH IS NOT A DIVIDEND SHALL BE APPLIED AGAINST AND REDUCE THE ADJUSTED TAX BASIS OF THE STOCK. UNDER INTERNAL REVENUE CODE SECTION 301(C)(3), A DISTRIBUTION WHICH IS NOT A DIVIDEND, TO THE EXTENT THAT IT EXCEEDS THE SHAREHOLDER'S ADJUSTED TAX BASIS OF THE STOCK, SHALL BE TREATED AS A GAIN FROM THE SALE OR EXCHANGE OF PROPERTY.

18 Can any resulting loss be recognized? ► THE ORGANIZATIONAL ACTION REPORTED HEREIN DOES NOT RESULT IN ANY LOSSES.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► THE AMOUNT OF NONTAXABLE DISTRIBUTIONS EITHER (I) REDUCES THE SHAREHOLDER'S ADJUSTED TAX BASIS IN HIS/HER STOCK OR (II) TO THE EXTENT THAT IT EXCEEDS THE SHAREHOLDER'S ADJUSTED TAX BASIS IN HIS/HER STOCK ON THE DATES OF THE DISTRIBUTIONS, IS TREATED AS GAIN FROM THE SALE OR EXCHANGE OF PROPERTY IN 2023.

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.

DocuSigned by:  
**Sign Here** Signature ► *Susan Hallenberg* Date ► February 6, 2024 | 4:19 PM MST  
E039609A5399441...

Print your name ► SUSAN HALLENBERG Title ► CHIEF ACCOUNTING OFFICER

<b>Paid Preparer Use Only</b>	Print/Type preparer's name SUSAN STEELE	Preparer's signature <i>Susan Steele</i>	Date 2/6/24	Check <input type="checkbox"/> if self-employed	PTIN P00852555
	Firm's name ► DELOITTE TAX LLP			Firm's EIN ► 86-1065772	
	Firm's address ► 12830 EL CAMINO REAL, STE 600, SAN DIEGO, CA 92130			Phone no. 619-232-6500	

COTTONWOOD COMMUNITIES, INC  
61-1805524  
TAX YEAR 2023

STATEMENT ATTACHED TO AND MADE PART OF  
FORM 8937 REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES  
FOR THE YEAR ENDED DECEMBER 31, 2023

SECURITY DESCRIPTION	DECLARATION DATE	RECORD DATE	PAYMENT DATE	PER SHARE DISTRIBUTION	PER SHARE REDUCTION IN BASIS
CLASS A	12/24/2022	12/25/2022	1/8/2023	0.060833333	0.060833333
CLASS A	1/24/2023	1/25/2023	2/8/2023	0.060833333	0.060833333
CLASS A	2/24/2023	2/25/2023	3/8/2023	0.060833333	0.060833333
CLASS A	3/24/2023	3/25/2023	4/8/2023	0.060833333	0.060833333
CLASS A	4/24/2023	4/25/2023	5/8/2023	0.060833333	0.060833333
CLASS A	5/24/2023	5/25/2023	6/8/2023	0.060833333	0.060833333
CLASS A	6/24/2023	6/25/2023	7/8/2023	0.060833333	0.060833333
CLASS A	7/24/2023	7/25/2023	8/8/2023	0.060833333	0.060833333
CLASS A	8/24/2023	8/25/2023	9/8/2023	0.060833333	0.060833333
CLASS A	9/24/2023	9/25/2023	10/8/2023	0.060833333	0.060833333
CLASS A	10/24/2023	10/25/2023	11/8/2023	0.060833333	0.060833333
CLASS A	11/24/2023	11/25/2023	12/8/2023	0.060833333	0.060833333
<b>TOTAL PER SHARE</b>				<b>0.730000000</b>	<b>0.730000000</b>
PREFERRED STOCK 2019	12/24/2022	12/25/2022	1/7/2023	0.046712329	0.046712329
PREFERRED STOCK 2019	1/24/2023	1/25/2023	2/7/2023	0.046712329	0.046712329
PREFERRED STOCK 2019	2/24/2023	2/25/2023	3/7/2023	0.042191781	0.042191781
PREFERRED STOCK 2019	3/24/2023	3/25/2023	4/7/2023	0.046712329	0.046712329
PREFERRED STOCK 2019	4/24/2023	4/25/2023	5/7/2023	0.045205479	0.045205479
PREFERRED STOCK 2019	5/24/2023	5/25/2023	6/7/2023	0.046712329	0.046712329
PREFERRED STOCK 2019	6/24/2023	6/25/2023	7/7/2023	0.045205479	0.045205479
PREFERRED STOCK 2019	7/24/2023	7/25/2023	8/7/2023	0.046712329	0.046712329
PREFERRED STOCK 2019	8/24/2023	8/25/2023	9/7/2023	0.046712329	0.046712329
PREFERRED STOCK 2019	9/24/2023	9/25/2023	10/7/2023	0.045205479	0.045205479
PREFERRED STOCK 2019	10/24/2023	10/25/2023	11/7/2023	0.046712329	0.046712329
PREFERRED STOCK 2019	11/24/2023	11/25/2023	12/7/2023	0.045205479	0.045205479
<b>TOTAL PER SHARE</b>				<b>0.550000000</b>	<b>0.550000000</b>
CLASS D	12/24/2022	12/25/2022	1/8/2023	0.056667732	0.056667732
CLASS D	1/24/2023	1/25/2023	2/8/2023	0.056754383	0.056754383
CLASS D	2/24/2023	2/25/2023	3/8/2023	0.056829311	0.056829311
CLASS D	3/24/2023	3/25/2023	4/8/2023	0.056948188	0.056948188
CLASS D	4/24/2023	4/25/2023	5/8/2023	0.056987517	0.056987517
CLASS D	5/24/2023	5/25/2023	6/8/2023	0.057059233	0.057059233
CLASS D	6/24/2023	6/25/2023	7/8/2023	0.05713297	0.05713297
CLASS D	7/24/2023	7/25/2023	8/8/2023	0.05713297	0.05713297
CLASS D	8/24/2023	8/25/2023	9/8/2023	0.057266808	0.057266808
CLASS D	9/24/2023	9/25/2023	10/8/2023	0.057370327	0.057370327
CLASS D	10/24/2023	10/25/2023	11/8/2023	0.057537621	0.057537621
CLASS D	11/24/2023	11/25/2023	12/8/2023	0.05764968	0.05764968
<b>TOTAL PER SHARE</b>				<b>0.685336741</b>	<b>0.685336741</b>
CLASS I	12/24/2022	12/25/2022	1/8/2023	0.060833333	0.060833333
CLASS I	1/24/2023	1/25/2023	2/8/2023	0.060833333	0.060833333
CLASS I	2/24/2023	2/25/2023	3/8/2023	0.060833333	0.060833333
CLASS I	3/24/2023	3/25/2023	4/8/2023	0.060833333	0.060833333
CLASS I	4/24/2023	4/25/2023	5/8/2023	0.060833333	0.060833333
CLASS I	5/24/2023	5/25/2023	6/8/2023	0.060833333	0.060833333
CLASS I	6/24/2023	6/25/2023	7/8/2023	0.060833333	0.060833333
CLASS I	7/24/2023	7/25/2023	8/8/2023	0.060833333	0.060833333
CLASS I	8/24/2023	8/25/2023	9/8/2023	0.060833333	0.060833333
CLASS I	9/24/2023	9/25/2023	10/8/2023	0.060833333	0.060833333
CLASS I	10/24/2023	10/25/2023	11/8/2023	0.060833333	0.060833333
CLASS I	11/24/2023	11/25/2023	12/8/2023	0.060833333	0.060833333
<b>TOTAL PER SHARE</b>				<b>0.730000000</b>	<b>0.730000000</b>

COTTONWOOD COMMUNITIES. INC  
61-1805524  
TAX YEAR 2023

SECURITY DESCRIPTION	DECLARATION DATE	RECORD DATE	PAYMENT DATE	PER SHARE DISTRIBUTION	PER SHARE REDUCTION IN BASIS
CLASS T	12/24/2022	12/25/2022	1/8/2023	0.046670559	0.046670559
CLASS T	1/24/2023	1/25/2023	2/8/2023	0.046965013	0.046965013
CLASS T	2/24/2023	2/25/2023	3/8/2023	0.047219659	0.047219659
CLASS T	3/24/2023	3/25/2023	4/8/2023	0.047623763	0.047623763
CLASS T	4/24/2023	4/25/2023	5/8/2023	0.047757497	0.047757497
CLASS T	5/24/2023	5/25/2023	6/8/2023	0.048001518	0.048001518
CLASS T	6/24/2023	6/25/2023	7/8/2023	0.048251984	0.048251984
CLASS T	7/24/2023	7/25/2023	8/8/2023	0.048251984	0.048251984
CLASS T	8/24/2023	8/25/2023	9/8/2023	0.048707301	0.048707301
CLASS T	9/24/2023	9/25/2023	10/8/2023	0.04905913	0.04905913
CLASS T	10/24/2023	10/25/2023	11/8/2023	0.04962785	0.04962785
CLASS T	11/24/2023	11/25/2023	12/8/2023	0.05000894	0.05000894
<b>TOTAL PER SHARE</b>				<b>0.578145198</b>	<b>0.578145198</b>
PREFERRED STOCK 2023	2/24/2023	2/25/2023	3/7/2023	0.046027397	0.046027397
PREFERRED STOCK 2023	3/24/2023	3/25/2023	4/7/2023	0.050958904	0.050958904
PREFERRED STOCK 2023	4/24/2023	4/25/2023	5/7/2023	0.049315068	0.049315068
PREFERRED STOCK 2023	5/24/2023	5/25/2023	6/7/2023	0.050958904	0.050958904
PREFERRED STOCK 2023	6/24/2023	6/25/2023	7/7/2023	0.049315068	0.049315068
PREFERRED STOCK 2023	7/24/2023	7/25/2023	8/7/2023	0.050958904	0.050958904
PREFERRED STOCK 2023	8/24/2023	8/25/2023	9/7/2023	0.050958904	0.050958904
PREFERRED STOCK 2023	9/24/2023	9/25/2023	10/7/2023	0.049315068	0.049315068
PREFERRED STOCK 2023	10/24/2023	10/25/2023	11/7/2023	0.050958904	0.050958904
PREFERRED STOCK 2023	11/24/2023	11/25/2023	12/7/2023	0.049315068	0.049315068
<b>TOTAL PER SHARE</b>				<b>0.498082192</b>	<b>0.498082192</b>
PREFERRED STOCK 2023-A	9/24/2023	9/25/2023	10/7/2023	0.057534247	0.057534247
PREFERRED STOCK 2023-A	10/24/2023	10/25/2023	11/7/2023	0.059452055	0.059452055
PREFERRED STOCK 2023-A	11/24/2023	11/25/2023	12/7/2023	0.057534247	0.057534247
<b>TOTAL PER SHARE</b>				<b>0.174520548</b>	<b>0.174520548</b>
SERIES A CONVERTIBLE PREFERRED STOCK	11/24/2023	11/25/2023	12/7/2023	0.065753425	0.065753425
<b>TOTAL PER SHARE</b>				<b>0.065753425</b>	<b>0.065753425</b>