

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, 2024	9 Classification and description 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 CLASS A, CLASS D, CLASS I, AND CLASS T DISTRIBUTIONS IN 2024, 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 2024.

Sign Here
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.
Signed by: Susan Hallenberg
Signature ► E039609A5399441... Date ► January 31, 2025 | 12:54 PM MST
Print your name ► SUSAN HALLENBERG Title ► CHIEF ACCOUNTING OFFICER

Paid Preparer Use Only	Print/Type preparer's name <u>SUSAN STEELE</u>	Preparer's signature <u>Susan Steele</u>	Date <u>1/30/25</u>	Check <input type="checkbox"/> if self-employed	PTIN <u>P00852555</u>
	Firm's name ► <u>DELOITTE TAX LLP</u>			Firm's EIN ► <u>86-1065772</u>	
	Firm's address ► <u>12830 EL CAMINO REAL, STE 600, SAN DIEGO, CA 92130</u>			Phone no. <u>619-232-6500</u>	

COTTONWOOD COMMUNITIES, INC
 61-1805524
 TAX YEAR 2024

STATEMENT ATTACHED TO AND MADE PART OF
 FORM 8937 REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES
 FOR THE YEAR ENDED DECEMBER 31, 2024

SECURITY DESCRIPTION	DECLARATION DATE	RECORD DATE	PAYMENT DATE	PER SHARE DISTRIBUTION	PER SHARE REDUCTION IN BASIS
CLASS A	12/24/2023	12/25/2023	1/8/2024	0.060833333	0.060833333
CLASS A	1/24/2024	1/25/2024	2/8/2024	0.060833333	0.060833333
CLASS A	2/24/2024	2/25/2024	3/7/2024	0.060833333	0.060833333
CLASS A	3/24/2024	3/25/2024	4/8/2024	0.060833333	0.060833333
CLASS A	4/24/2024	4/25/2024	5/8/2024	0.060833333	0.060833333
CLASS A	5/24/2024	5/25/2024	6/8/2024	0.060833333	0.060833333
CLASS A	6/24/2024	6/25/2024	7/8/2024	0.060833333	0.060833333
CLASS A	7/24/2024	7/25/2024	8/8/2024	0.060833333	0.060833333
CLASS A	8/24/2024	8/25/2024	9/8/2024	0.060833333	0.060833333
CLASS A	9/24/2024	9/25/2024	10/8/2024	0.060833333	0.060833333
CLASS A	10/24/2024	10/25/2024	11/8/2024	0.060833333	0.060833333
CLASS A	11/24/2024	11/25/2024	12/8/2024	0.060833333	0.060833333
TOTAL PER SHARE				0.730000000	0.730000000
CLASS D	12/24/2023	12/25/2023	1/8/2024	0.057817637	0.057817637
CLASS D	1/24/2024	1/25/2024	2/8/2024	0.058030436	0.058030436
CLASS D	2/24/2024	2/25/2024	3/7/2024	0.058119241	0.058119241
CLASS D	3/24/2024	3/25/2024	4/8/2024	0.058163832	0.058163832
CLASS D	4/24/2024	4/25/2024	5/8/2024	0.058189221	0.058189221
CLASS D	5/24/2024	5/25/2024	6/8/2024	0.058185384	0.058185384
CLASS D	6/24/2024	6/25/2024	7/8/2024	0.058188808	0.058188808
CLASS D	7/24/2024	7/25/2024	8/8/2024	0.0581951	0.0581951
CLASS D	8/24/2024	8/25/2024	9/8/2024	0.058217559	0.058217559
CLASS D	9/24/2024	9/25/2024	10/8/2024	0.058266814	0.058266814
CLASS D	10/24/2024	10/25/2024	11/8/2024	0.058266814	0.058266814
CLASS D	11/24/2024	11/25/2024	12/8/2024	0.058287873	0.058287873
TOTAL PER SHARE				0.697927991	0.697927991
CLASS I	12/24/2023	12/25/2023	1/8/2024	0.060833333	0.060833333
CLASS I	1/24/2024	1/25/2024	2/8/2024	0.060833333	0.060833333
CLASS I	2/24/2024	2/25/2024	3/7/2024	0.060833333	0.060833333
CLASS I	3/24/2024	3/25/2024	4/8/2024	0.060833333	0.060833333
CLASS I	4/24/2024	4/25/2024	5/8/2024	0.060833333	0.060833333
CLASS I	5/24/2024	5/25/2024	6/8/2024	0.060833333	0.060833333
CLASS I	6/24/2024	6/25/2024	7/8/2024	0.060833333	0.060833333
CLASS I	7/24/2024	7/25/2024	8/8/2024	0.060833333	0.060833333
CLASS I	8/24/2024	8/25/2024	9/8/2024	0.060833333	0.060833333
CLASS I	9/24/2024	9/25/2024	10/8/2024	0.060833333	0.060833333
CLASS I	10/24/2024	10/25/2024	11/8/2024	0.060833333	0.060833333
CLASS I	11/24/2024	11/25/2024	12/8/2024	0.060833333	0.060833333
TOTAL PER SHARE				0.730000000	0.730000000
CLASS T	12/24/2023	12/25/2023	1/8/2024	0.050579922	0.050579922
CLASS T	1/24/2024	1/25/2024	2/8/2024	0.051303555	0.051303555
CLASS T	2/24/2024	2/25/2024	3/7/2024	0.051605376	0.051605376
CLASS T	3/24/2024	3/25/2024	4/8/2024	0.05175703	0.05175703
CLASS T	4/24/2024	4/25/2024	5/8/2024	0.051843447	0.051843447
CLASS T	5/24/2024	5/25/2024	6/8/2024	0.051830343	0.051830343
CLASS T	6/24/2024	6/25/2024	7/8/2024	0.05183948	0.05183948
CLASS T	7/24/2024	7/25/2024	8/8/2024	0.05186328	0.05186328
CLASS T	8/24/2024	8/25/2024	9/8/2024	0.051939709	0.051939709
CLASS T	9/24/2024	9/25/2024	10/8/2024	0.05210723	0.05210723
CLASS T	10/24/2024	10/25/2024	11/8/2024	0.05210723	0.05210723
CLASS T	11/24/2024	11/25/2024	12/8/2024	0.05217877	0.05217877
TOTAL PER SHARE				0.620955371	0.620955371