

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 <u>Northstar Healthcare Income Inc.</u>		2 Issuer's employer identification number (EIN) <u>27-3663988</u>	
3 Name of contact for additional information <u>Nicholas Balzo</u>		4 Telephone No. of contact <u>929-232-3220</u>	5 Email address of contact
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <u>16 EAST 34TH STREET, 18TH FLOOR</u>		7 City, town, or post office, state, and ZIP code of contact <u>NEW YORK, NY 10016</u>	
8 Date of action <u>05/04/2022</u>		9 Classification and description <u>COMMON STOCK</u>	
10 CUSIP number <u>66705T 105</u>	11 Serial number(s) <u>N/A</u>	12 Ticker symbol <u>N/A</u>	13 Account number(s) <u>N/A</u>

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 ▶ On May 4, 2022, cash distributions of \$97,018,893 were declared and paid to the common stock shareholders of record on that date.

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 ▶ On May 4, 2022 Distributions - 100.00% of each \$1 represents a return of capital (i.e. reduction in basis of the common shareholder).

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 ▶ May 4, 2022 Distributions - The taxpayer's estimated earnings & profits were calculated under IRC Sec. 312 (as modified by IRC Sec. 857 (d) for a real estate investment trust), and the regulations thereunder. Amounts in excess of its' estimated earnings and profits reduce the shareholder's 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 ▶
May 4, 2022 Distributions - Internal Revenue Code Section 301(c) and 316(a).

18 Can any resulting loss be recognized? ▶
May 4, 2022 Distributions - No; non-taxable treatment governed by IRC Section 301(c)(2).

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶
The action is effective on the date of the distribution identified above.

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 ▶ *Nicholas Balzo* Date ▶ 1/20/2023
DocuSigned by: 62D3F35ED4A3413...
Print your name ▶ Nicholas Balzo Title ▶ CFO, TREAS, SEC

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	KENNETH BERNICE	<i>Kenneth Bernice</i>	1/20/2023		P00510277
	Firm's name ▶ FTI Consulting, Inc.	71D2D5DDD9B04DE...	Firm's EIN ▶	52-1261113	
	Firm's address ▶ 56 Livingston Avenue, 4th Floor Roseland, NJ 07068		Phone no.	973-852-8100	