

# Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

▶ See separate instructions.

## Part I Reporting Issuer

<b>1</b> Issuer's name		<b>2</b> Issuer's employer identification number (EIN)	
GLADSTONE COMMERCIAL CORPORATION		02-0681276	
<b>3</b> Name of contact for additional information	<b>4</b> Telephone No. of contact	<b>5</b> Email address of contact	
GARY GERSON	703-287-5853	GARY.GERSON@GLADSTONECOMPANIES.CC	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact		<b>7</b> City, town, or post office, state, and ZIP code of contact	
1521 WESTBRANCH DRIVE, SUITE 100		MCLEAN, VA 22102	
<b>8</b> Date of action		<b>9</b> Classification and description	
VARIOUS, SEE NUMBER 14		COMMON STOCK	
<b>10</b> CUSIP number	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol	<b>13</b> Account number(s)
376536108		GOOD	

## 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 ▶ GLADSTONE COMMERCIAL CORPORATION DISTRIBUTED MONTHLY CASH DISTRIBUTIONS TO ITS COMMON

SHAREHOLDERS FOR THE 2021 TAX YEAR. A PORTION OF THE DISTRIBUTIONS REPRESENT A NON-DIVIDEND DISTRIBUTION.

THESE DISTRIBUTIONS WERE PAID ON JANUARY 31, 2021, FEBRUARY 28, 2021, MARCH 31, 2021, APRIL 30, 2021,

MAY 31, 2021, JUNE 30, 2021, JULY 31, 2021, AUGUST 31, 2021, SEPTEMBER 30, 2021, OCTOBER 31, 2021, NOVEMBER

30, 2021, AND DECEMBER 31, 2021.

**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 ▶ THE BASIS OF THE COMMON SHARES SHOULD BE REDUCED BY 71.85% OF THE

TOTAL DISTRIBUTIONS RECEIVED.

**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 NON-DIVIDEND DISTRIBUTIONS (RETURN OF CAPITAL) REPRESENT A DISTRIBUTION ASSOCIATED

WITH THE 2021 TAX YEAR WHICH IS IN EXCESS OF CURRENT YEAR AND ACCUMULATED EARNINGS AND PROFITS.

**Part II Organizational Action (continued)**

**17** List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ IRS SECTION  
301(C)(2) - BASIS REDUCTION FOR DISTRIBUTIONS IN EXCESS OF EARNINGS AND PROFITS.

**18** Can any resulting loss be recognized? ▶ A LOSS WOULD NOT BE RECOGNIZED AS PART OF THESE DISTRIBUTIONS. THE BASIS  
OF EACH SHAREHOLDER OF RECORD WOULD NEED TO BE ADJUSTED BY THE AMOUNT OF THE NON-DIVIDEND DISTRIBUTIONS,  
WHICH WOULD AFFECT REALIZED GAIN OR LOSS ON THE DISPOSITION OF FUND SHARES.

**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THIS ORGANIZATIONAL ACTION  
IS REPORTABLE WITH RESPECT TO TAX YEAR 2021. THE INFORMATION WILL ALSO BE PROVIDED IN THE SHAREHOLDER'S  
2021 FORM 1099-DIV.

**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.

Signature ▶

Date ▶

Feb 2, 2022

Print your name ▶

Title ▶

CFO

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if

PTIN

ANDREW BAGSIC

02/02/2022

self-employed

PXXXXXXXX

Firm's name ▶ KPMG LLP

Firm's EIN ▶ 13-XXXXXXX

Firm's address ▶ 8350 BROAD STREET, MCLEAN, VA 22102

Phone no. 703-286-8000

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