

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

<b>1</b> Issuer's name		<b>2</b> Issuer's employer identification number (EIN)	
GLADSTONE LAND CORPORATION		54-1892552	
<b>3</b> Name of contact for additional information	<b>4</b> Telephone No. of contact	<b>5</b> Email address of contact	
LEWIS PARRISH	703-287-5800	LEWIS.P@GLADSTONELAND.COM	
<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	
SEE BELOW		COMMON STOCK	
<b>10</b> CUSIP number	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol	<b>13</b> Account number(s)
376 549 101		LAND	

**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 PART II, LINE 15 FOR THE AMOUNT 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 ▶ THE DISTRIBUTION REDUCED THE BASIS OF THE SECURITY IN THE HANDS OF THE U.S. TAXPAYER(S) AS FOLLOWS:

DATE	PER SHARE REDUCTION OF BASIS	DATE	PER SHARE REDUCTION OF BASIS
JANUARY 31, 2020	\$0.0446500	JULY 31, 2020	\$0.0448000
FEBRUARY 28, 2020	\$0.0446500	AUGUST 31, 2020	\$0.0448000
MARCH 31, 2020	\$0.0446500	SEPTEMBER 30, 2020	\$0.0448000
APRIL 30, 2020	\$0.0447000	OCTOBER 30, 2020	\$0.0449000
MAY 29, 2020	\$0.0447000	NOVEMBER 30, 2020	\$0.0449000
JUNE 30, 2020	\$0.0447000	DECEMBER 31, 2020	\$0.0449000

**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 SEC. 312, AS MODIFIED BY IRC SEC. 857(d) FOR A REAL ESTATE INVESTMENT TRUST, AND THE REGULATIONS THEREUNDER. AMOUNTS IN EXCESS OF 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 ▶ IRC SEC. 301 (c) (2)

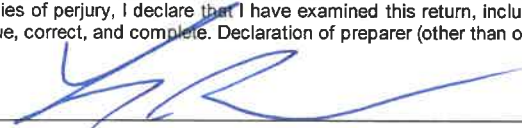
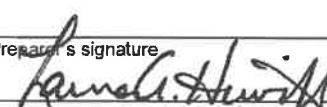
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18 Can any resulting loss be recognized? ▶ NO

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19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THESE ACTIONS ARE EFFECTIVE ON THE DATE(S) OF DISTRIBUTION IDENTIFIED ABOVE.

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<b>Sign Here</b>	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 ▶ <u>2/1/2021</u>		
	Print your name ▶ <u>Lewis Parrish</u>	Title ▶ <u>CFO</u>		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name <u>LAURA A. HEWITT</u>	Preparer's signature 	Date <u>02/01/2021</u>	Check <input type="checkbox"/> if self-employed PTIN <u>P00852895</u>
	Firm's name ▶ <u>PRICEWATERHOUSECOOPERS, LLP</u>			Firm's EIN ▶ <u>13-4008324</u>
	Firm's address ▶ <u>1800 TYSONS BOULEVARD, MCLEAN, VA 22102</u>			Phone no. <u>703-918-3000</u>

FORM 8937, STATEMENT

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THE INFORMATION CONTAINED HEREIN IS BEING PROVIDED PURSUANT TO THE REQUIREMENTS OF SECTION 6045B OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED. THE INFORMATION IN THIS DOCUMENT DOES NOT CONSTITUTE TAX ADVICE AND SHOULD NOT BE CONSTRUED TO TAKE INTO ACCOUNT ANY SHAREHOLDER'S SPECIFIC CIRCUMSTANCES. HOLDERS AND NOMINEES SHOULD CONSULT THEIR OWN TAX ADVISORS REGARDING THE PARTICULAR TAX CONSEQUENCES OF THE ORGANIZATIONAL ACTION (AS DESCRIBED IN THIS DOCUMENT) TO THEM, INCLUDING THE APPLICABILITY AND EFFECT OF ALL U.S. FEDERAL, STATE, AND LOCAL AND FOREIGN TAX LAWS.