# (December 2017 Department of the Treasury

## **Report of Organizational Actions Affecting Basis of Securities**

► See separate instructions.

OMB No. 1545-0123

Internal Revenue Service Reporting Issuer Part I 2 Issuer's employer identification number (EIN) Issuer's name MOODY NATIONAL REIT II, INC 47-1436295 3 Name of contact for additional information Telephone No. of contact 5 Email address of contact 713-977-7500 ROBERT ENGEL RENGEL@MOODYNATIONAL.COM 6 Number and street (or P.O. box if mail is not delivered to street address) of contact 7 City, town, or post office, state, and ZIP code of contact 6363 WOODWAY, SUITE 110 HOUSTON, TX 77057 8 Date of action 9 Classification and description SEE ATTACHED STATEMENT SEE ATTACHED STATEMENT 10 CUSIP number 11 Serial number(s) 12 Ticker symbol 13 Account number(s) Organizational Action Attach additional statements if needed. See back of form for additional guestions. Part II Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► SEE ATTACHED STATEMENT 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 ► SEE ATTACHED STATEMENT 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 COMPANY DETERMINES ITS ANNUAL EARNINGS AND PROFITS UNDER IRC SECTION 312 AND THE REGULATIONS THEREUNDER AFTER THE CLOSE OF THE TAX YEAR, AS PRACTICABLE, AND SUCH DETERMINATION WAS ON OR ABOUT JANUARY 25, 2020. DISTRIBUTIONS IN EXCESS OF EARNINGS AND PROFITS REDUCE THE SHAREHOLDER'S BASIS IN THE COMMON STOCK ON THE DATES LISTED ABOVE FOR SHARES FOR WHICH DISTRIBUTIONS WERE ELECTED TO BE REINVESTED, SHAREHOLDER'S BASIS IN THE ACOUIRED SHARES, OR FRACTION THEREOF, OF THE COMPANY EQUALS THE AMOUNT OF THE REINVESTMENT.

# Part II Organizational Action (continued)

<b>17</b> Li:	st the	applicable Internal Revenue Code section(s) and subsection(s) upon which the tax to	eatment is based	► IRC SECTION
		), 316 AND 312 PROVIDE THAT THE PORTION OF THE CAS		
		ICH IS NOT A DIVIDEND SHALL BE APPLIED AGAINST AND		
THE C	COMMO	ON STOCK. IRC SECTION 1012 PROVIDES COST BASIS FOR	SHARES ACQ	UIRED PURSUANT TO
THE D	IIVI	DEND REINVESTMENT PLAN.		
40 0		world's also be seen as 's don' NO MAY LOGG TO DEGOGNITHED BY		
		resulting loss be recognized? ► NO TAX LOSS IS RECOGNIZED BY S	SHAREHOLDER	S AS A RESULT OF
RECEI	- A TIM	G THE 2019 CASH DISTRIBUTIONS ON COMMON STOCK.		
		any other information necessary to implement the adjustment, such as the reportab		
		TAKEN INTO ACCOUNT IN THE YEAR OF DISTRIBUTION (i	.e., 2019 F	OR CALENDAR YEAR
TAXPA	YER	5).		
	Unde	r penalties of perjury, I declare that I have examined this return, including accompanying sche	dules and statement	s, and to the best of my knowledge and
		, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all infor		
Sign				
Here	Signa	ture ►	Date ►	
_	Print	your name ► ROBERT ENGEL	Title ► CFO	
Paid		Print/Type preparer's name Preparer's signature	Date	Check if PTIN
Prepa	arer	DAVID SANDERS	02/06/2020	self-employed P00407038
Use C		Firm's name ▶ DELOITTE TAX, LLP		Firm's EIN ▶86-1065772
	- · · · <del>y</del>	Firm's address ▶1111 BAGBY STREET, SUITE 4500, HOUSTON,	TX 77002	Phone no. 713-982-2000
Send Fo	orm 89	37 (including accompanying statements) to: Department of the Treasury, Internal Re	venue Service, O	gden, UT 84201-0054

## Moody National REIT II, Inc. EIN: 47-1436295 Attachment to Form 8937 - Part II

#### Line 8

#### **Dates of Action**

1/15/2019	2/15/2019	3/15/2019	4/15/2019	5/15/2019	6/15/2019
7/15/2019	8/15/2019	9/15/2019	10/15/2019	11/15/2019	12/15/2019

#### Line 9

Classification	Description
Stock	Class A
Stock	Class I
Stock	Class T
Stock	Class RI

#### Moody National REIT II, Inc. EIN: 47-1436295 Attachment to Form 8937 - Part II

Line 14

The company paid cash distributions on common stock in 2019 (each a "Distribution") as follows:

Share Class A				
Record Date	Payment Date	Per Share		
12/31/2018	1/15/2019	\$0.149		
1/31/2019	2/15/2019	\$0.149		
2/28/2019	3/15/2019	\$0.134		
3/31/2019	4/15/2019	\$0.149		
4/30/2019	5/15/2019	\$0.144		
5/31/2019	6/15/2019	\$0.149		
6/30/2019	7/15/2019	\$0.144		
7/31/2019	8/15/2019	\$0.149		
8/31/2019	9/15/2019	\$0.149		
9/30/2019	10/15/2019	\$0.144		
10/31/2019	11/15/2019	\$0.149		
11/30/2019	12/15/2019	\$0.144		

Share Class I					
Record Date	Payment Date	Per Share			
12/31/2018	1/15/2019	\$0.149			
1/31/2019	2/15/2019	\$0.149			
2/28/2019	3/15/2019	\$0.134			
3/31/2019	4/15/2019	\$0.149			
4/30/2019	5/15/2019	\$0.144			
5/31/2019	6/15/2019	\$0.149			
6/30/2019	7/15/2019	\$0.144			
7/31/2019	8/15/2019	\$0.149			
8/31/2019	9/15/2019	\$0.149			
9/30/2019	10/15/2019	\$0.144			
10/31/2019	11/15/2019	\$0.149			
11/30/2019	12/15/2019	\$0.144			

Share Class T				
Record Date	Payment Date	Per Share		
12/31/2018	1/15/2019	\$0.149		
1/31/2019	2/15/2019	\$0.149		
2/28/2019	3/15/2019	\$0.134		
3/31/2019	4/15/2019	\$0.149		
4/30/2019	5/15/2019	\$0.144		
5/31/2019	6/15/2019	\$0.149		
6/30/2019	7/15/2019	\$0.144		
7/31/2019	8/15/2019	\$0.149		
8/31/2019	9/15/2019	\$0.149		
9/30/2019	10/15/2019	\$0.144		
10/31/2019	11/15/2019	\$0.149		
11/30/2019	12/15/2019	\$0.144		

Share Class RI					
Record Date	Payment Date	Per Share			
12/31/2018	1/15/2019	\$0.149			
1/31/2019	2/15/2019	\$0.149			
2/28/2019	3/15/2019	\$0.134			
3/31/2019	4/15/2019	\$0.149			
4/30/2019	5/15/2019	\$0.144			
5/31/2019	6/15/2019	\$0.149			
6/30/2019	7/15/2019	\$0.144			
7/31/2019	8/15/2019	\$0.149			
8/31/2019	9/15/2019	\$0.149			
9/30/2019	10/15/2019	\$0.144			
10/31/2019	11/15/2019	\$0.149			
11/30/2019	12/15/2019	\$0.144			

The Company allows shareholders to elect to reinvest all or a part of the Distributions for additional shares in the Company. In 2019, 24.2% of shareholders elected to use the reinvestment option. The Company valued these shares for purposes of the reinvestment at \$23.19 per share from January 1, 2019 to April 3, 2019 and \$23.32 per share from April 3, 2019 through December 31, 2019 (with fractional shares issued when the Distribution does not equal the per share value or a multiple thereof).

### Moody National REIT II, Inc. EIN: 47-1436295 Attachment to Form 8937 - Part II

Line 15

The Company has determined that 96.54% of each Distribution was a non-taxable return of capital. The non-taxable return of capital reduced the tax basis on a per-share basis as follows:

·					
Share Class A					
	Nontaxable Return of				
Payment Date	Capital %		Per Share		
1/15/2019	96.54%	\$	0.144		
2/15/2019	96.54%	\$	0.144		
3/15/2019	96.54%	\$	0.130		
4/15/2019	96.54%	\$	0.144		
5/15/2019	96.54%	\$	0.139		
6/15/2019	96.54%	\$	0.144		
7/15/2019	96.54%	\$	0.139		
8/15/2019	96.54%	\$	0.144		
9/15/2019	96.54%	\$	0.144		
10/15/2019	96.54%	\$	0.139		
11/15/2019	96.54%	\$	0.144		
12/15/2019	96.54%	\$	0.139		

Share Class I					
	Nontaxable Return				
Payment Date	of Capital %		Per Share		
1/15/2019	96.54%	\$	0.144		
2/15/2019	96.54%	\$	0.144		
3/15/2019	96.54%	\$	0.130		
4/15/2019	96.54%	\$	0.144		
5/15/2019	96.54%	\$	0.139		
6/15/2019	96.54%	\$	0.144		
7/15/2019	96.54%	\$	0.139		
8/15/2019	96.54%	\$	0.144		
9/15/2019	96.54%	\$	0.144		
10/15/2019	96.54%	\$	0.139		
11/15/2019	96.54%	\$	0.144		
12/15/2019	96.54%	\$	0.139		

Share Class T				
	Nontaxable Return of			
Payment Date	Capital %		Per Share	
1/15/2019	96.54%	\$	0.144	
2/15/2019	96.54%	\$	0.144	
3/15/2019	96.54%	\$	0.130	
4/15/2019	96.54%	\$	0.144	
5/15/2019	96.54%	\$	0.139	
6/15/2019	96.54%	\$	0.144	
7/15/2019	96.54%	\$	0.139	
8/15/2019	96.54%	\$	0.144	
9/15/2019	96.54%	\$	0.144	
10/15/2019	96.54%	\$	0.139	
11/15/2019	96.54%	\$	0.144	
12/15/2019	96.54%	\$	0.139	

Share Class RI					
Nontaxable Return					
Payment Date	of Capital %		Per Share		
1/15/2019	96.54%	\$	0.144		
2/15/2019	96.54%	\$	0.144		
3/15/2019	96.54%	\$	0.130		
4/15/2019	96.54%	\$	0.144		
5/15/2019	96.54%	\$	0.139		
6/15/2019	96.54%	\$	0.144		
7/15/2019	96.54%	\$	0.139		
8/15/2019	96.54%	\$	0.144		
9/15/2019	96.54%	\$	0.144		
10/15/2019	96.54%	\$	0.139		
11/15/2019	96.54%	\$	0.144		
12/15/2019	96.54%	\$	0.139		

Shareholders who elected to reinvest all or a portion of the Distributions will have a cost basis in the acquired shares of the Company equal to the amount of such reinvestment.