

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name MGM GROWTH PROPERTIES LLC		2 Issuer's employer identification number (EIN) 47-5513237	
3 Name of contact for additional information GABRIEL WASSERMAN	4 Telephone No. of contact 646-949-4894	5 Email address of contact	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 535 MADISON AVENUE, 20TH FLOOR		7 City, town, or post office, state, and ZIP code of contact NEW YORK, NY 10022	
8 Date of action 01/14/2022, 04/14/2022		9 Classification and description CLASS A COMMON SHARE	
10 CUSIP number 55303A105	11 Serial number(s)	12 Ticker symbol MGP	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 ▶ MGM Growth Properties LLC ("Issuer") made distributions with respect to its Class A Common Shares on 01/14/2022 and 04/14/2022, the total which exceeded its current year and accumulated earnings and profits attributable to such shares. The excess distribution is applied and reduces the adjusted basis of such shares.

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 distributions reduced the basis of each Class A Common Share in the hands of the U.S.

Shareholder(s) as follows:

Distribution Date	Per Share Reduction
01/14/2022	\$ 0.23937
04/14/2022	\$ 0.24165

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 ▶ Distributions with respect to Issuer's Class A Common Shares during 2022 that exceeded its current year and accumulated earnings and profits attributable to such shares, calculated in accordance with IRC Sec. 312 and modified by IRC Sec. 857(d) for Real Estate Investment Trusts, are applied against and reduced the adjusted basis of such shares in accordance with IRC Sec 301(c)(2).

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)

18 Can any resulting loss be recognized? ► _____
 NOT APPLICABLE

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► _____
 Reportable tax year is 1/1/2022 - 04/29/2022

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 ► *Gabriel Wasserman* Date ► 2/7/23

Print your name ► GABRIEL WASSERMAN Title ► CHIEF ACCOUNTING OFFICER

Paid Preparer Use Only

Print/Type preparer's name BRIAN KARLESKIND	Preparer's signature <i>BKA</i>	Date 2-6-23	Check <input type="checkbox"/> if self-employed	PTIN P01347909
Firm's name ► ERNST & YOUNG U.S. LLP		Firm's EIN ► 34-6565596		
Firm's address ► 560 MISSION ST., SUITE 1600 SAN FRANCISCO CA 94105		Phone no. 415-892-8000		

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