Form **8937** (December 2017)
Department of the Treasury Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-0123

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: Shawn Sani

4 Telephone No. of contact: (702) 632-9810

5 Email address of contact: ssani@mgmresorts.com

6 Number and street (or P.O. box if mail is not delivered to street address) of contact: 3950 Las Vegas Blvd South

7 City, town, or post office, state, and ZIP code of contact: Las Vegas, NV 89119

8 Date of action: 1/15/2019, 04/15/2019, 07/15/2019, 10/15/2019

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 1/15/2019, 04/15/2019, 07/15/2019 and 10/15/2019, the total which exceeded its current year and accumulated earnings and profits attributable to such shares. The excess distribution is applied against 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
1/15/2019	$0.057226
4/15/2019	$0.059464
7/15/2019	$0.059784
10/15/2019	$0.060103

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 2019 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 reduce 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? ▶ N/A

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ Reportable tax year is 1/1/2019-12/31/2019.

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 ▶ January 15, 2020

Print your name ▶ Andy Chien Title ▶ Chief Financial Officer

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

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