Part I Reporting Issuer

1 Issuer's name
COLE OFFICE & INDUSTRIAL REIT (CCIT III), INC.

2 Issuer's employer identification number (EIN)
47-0983661

3 Name of contact for additional information
SHAREHOLDER RELATIONS

4 Telephone No. of contact
(866) 907-2653

5 Email address of contact

6 Number and street (or P.O. box if mail is not delivered to street address) of contact
2398 EAST CAMELBACK ROAD, 4TH FLOOR

7 City, town, or post office, state, and ZIP code of contact
PHOENIX, AZ 85016

8 Date of action
JANUARY 30, 2020

9 Classification and description
COMMON STOCK

10 CUSIP number
19330D102

11 Serial number(s)
19330D201

12 Ticker symbol

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.
During 2019, Cole Office & Industrial REIT (CCIT III), Inc. (the "Company") paid cash distributions to its common shareholders on January 2nd, February 1st, March 1st, April 1st, May 1st, June 3rd, July 1st, August 1st, September 2nd, October 1st, November 1st, and December 2nd. On January 30, 2020, the Company determined that a portion of each of these distributions represents a nondividend distribution to the shareholders. Consequently, each common shareholder who received a cash distribution on these dates would be affected by this organizational action.

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.
For each cash distribution paid to common shareholders by the Company during 2019, 72.02837136% of the distribution represents a nondividend distribution. Accordingly, each common shareholder should treat 72.02837136% of the distributions as a reduction to the tax basis of the stock. Any nondividend distributions in excess of a shareholder's basis should be treated as a gain from the sale or exchange of such stock.

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.
On January 30, 2020, the Company completed its annual calculation of its Current Earnings & Profits for the year ended December 31, 2019. Based on that calculation, the Company determined that 72.02837136% of its 2019 common distributions represent a nondividend distribution.
Part II  Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ Internal Revenue Code section 316 defines a "dividend" generally as any distribution of property made by a corporation to its shareholders out of Earnings & Profit (as defined by Internal Revenue Code section 312 and the regulations thereunder). Pursuant to Internal Revenue Code section 301(c)(3), a distribution which is not a dividend, to the extent that it exceeds the shareholder’s adjusted tax basis of the stock, shall be treated as gain from the sale or exchange of property.

18 Can any resulting loss be recognized? ▶ The organizational action reported herein does not result in any losses.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The amount of nondividend distributions on the dates mentioned above either (I) reduces the shareholder's adjusted tax basis in his/her stock or (II) to the extent that it exceeds the shareholder’s adjusted tax basis in his/her stock on the dates of the distributions, is treated as gain from the sale or exchange of such stock in 2019.

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 ▶ 2/14/20

Title ▶ Assistant Treasurer - Tax Matters

Print your name ▶ Scott Ryan

Print/Type preparer’s name ▶ Preparer’s signature ▶ Date ▶ Check □ if self-employed ▶ Firm’s EIN ▶

Firm’s name ▶

Firm’s address ▶

Phone no.

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