

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

## Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

▶ See separate instructions.

**Part I Reporting Issuer**

<b>1</b> Issuer's name  Cohen & Company Inc.		<b>2</b> Issuer's employer identification number (EIN)  16-1685692	
<b>3</b> Name of contact for additional information  Joseph W. Pooler, Jr.	<b>4</b> Telephone No. of contact  215-701-9654	<b>5</b> Email address of contact  JPooler@cohenandcompany.com	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact  2929 Arch Street, Suite 1703		<b>7</b> City, town, or post office, state, and ZIP code of contact  Philadelphia, PA 19104	
<b>8</b> Date of action		<b>9</b> Classification and description	
<b>10</b> CUSIP number  19249 M102	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol  COHN	<b>13</b> 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 ▶

Cohen & Company Inc. (the "Company") made the following distributions during 2022:  
The distributions were declared on (i) March 8, 2022 (ii) May 5, 2022 (iii) August 3, 2022 (iv) November 2, 2022.  
The distribution record dates were: (i) March 22, 2022 (ii) May 20, 2022 (iii) August 18, 2022 (iv) November 18, 2022.  
The distribution payment dates were: (i) April 5, 2022 (ii) June 3, 2022 (iii) September 1, 2022 (iv) December 2, 2022.

The Company had no current or accumulated earnings and profits at the time the distributions were made. These distributions are reported on Form 1099-Div as non-dividend distributions.

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**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 April 5, 2022 distribution reduced the shareholder's basis by \$1.00 per share: a quarterly dividend of \$.25 per share and a special dividend of \$.75 per share.

The June 3, 2022, September 1, 2022 and December 2, 2022 distributions each reduced the shareholder basis by \$.25 per share.

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**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 change in basis is calculated on the number of shares owned by each shareholder. The basis is reduced by the amount of distributions received. The April 5, 2022 distribution reduced the shareholder's basis by \$1.00 per share: a quarterly dividend of \$.25 per share and a special dividend of \$.75 per share. The June 3, 2022, September 1, 2022 and December 2, 2022 distributions each reduced the shareholder basis by \$.25 per share.

**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 Section 301 (c) (2); IRC Section 301 (C) (3); and IRC Section 316 (a)

18 Can any resulting loss be recognized? ▶ No

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶

**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.

DocuSigned by:  
 Signature ▶ Joseph Pooler Date ▶ 1/4/2023  
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Print your name ▶ Joseph W. Pooler Title ▶ EVP & CFO

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.