

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name NEW SENIOR INVESTMENT GROUP, INC.		2 Issuer's employer identification number (EIN) 80-0912734	
3 Name of contact for additional information BRIAN K. WOOD		4 Telephone No. of contact 502-357-9000	5 Email address of contact
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 500 N HURSTBOURNE PKWY, SUITE 200		7 City, town, or post office, state, and ZIP code of contact LOUISVILLE, KY 40222	
8 Date of action SEPTEMBER 21, 2021		9 Classification and description STOCK - COMMON	
10 CUSIP number 648691103	11 Serial number(s)	12 Ticker symbol SNR	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 ▶ ON SEPTEMBER 21, 2021, CADENCE MERGER SUB LLC, A DELAWARE LIMITED LIABILITY COMPANY AND SUBSIDIARY OF VENTAS, INC., MERGED WITH AND INTO ISSUER, WITH ISSUER CONTINUING AS THE SURVIVING CORPORATION AND A SUBSIDIARY OF VENTAS, INC. IN CONNECTION WITH THE MERGER, EACH SHARE OF ISSUER'S COMMON STOCK WAS CONVERTED INTO THE RIGHT TO RECEIVE 0.1561 OF A NEWLY ISSUED SHARE OF VENTAS, INC. COMMON STOCK. HOLDERS OF ISSUER'S COMMON STOCK WILL RECEIVE CASH IN LIEU OF FRACTIONAL 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 ▶ PROVIDED THE MERGER QUALIFIES AS A "REORGANIZATION" WITHIN THE MEANING OF SECTION 368(a) OF THE CODE, HOLDERS OF ISSUER'S COMMON STOCK WHO EXCHANGE THEIR SHARES FOR VENTAS COMMON STOCK IN THE MERGER GENERALLY WILL NOT RECOGNIZE GAIN OR LOSS FOR U.S. FEDERAL INCOME TAX PURPOSES, EXCEPT WITH RESPECT TO CASH, IF ANY, RECEIVED IN LIEU OF FRACTIONAL SHARES. EACH HOLDER'S AGGREGATE TAX BASIS IN THE SHARES OF VENTAS COMMON STOCK RECEIVED PURSUANT TO THE MERGER (INCLUDING ANY FRACTIONAL SHARES FOR WHICH CASH WAS RECEIVED) WILL EQUAL SUCH HOLDER'S AGGREGATE ADJUSTED TAX BASIS IN THE SHARES OF ISSUER'S COMMON STOCK SURRENDERED IN THE MERGER. EACH HOLDER THAT RECEIVES CASH IN LIEU OF FRACTIONAL SHARES OF VENTAS COMMON STOCK GENERALLY WILL RECOGNIZE CAPITAL GAIN OR LOSS EQUAL TO THE DIFFERENCE BETWEEN THE AMOUNT OF CASH RECEIVED AND THE TAX BASIS IN SUCH FRACTIONAL SHARE, DETERMINED AS DESCRIBED ABOVE.

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 AGGREGATE TAX BASIS OF THE VENTAS COMMON STOCK RECEIVED IN THE MERGER (INCLUDING ANY FRACTIONAL SHARES OF VENTAS COMMON STOCK DEEMED RECEIVED) WILL EQUAL THE AGGREGATE ADJUSTED TAX BASIS IN THE SHARES OF ISSUER'S COMMON STOCK EXCHANGED.

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 SECTIONS 354, 358, 368, 1001 AND 1223.

18 Can any resulting loss be recognized? ▶ NO, EXCEPT WITH RESPECT TO CASH, IF ANY, RECEIVED IN LIEU OF FRACTIONAL SHARES.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THESE ACTIONS ARE EFFECTIVE ON THE DATE OF THE MERGER IDENTIFIED ABOVE. FOR HOLDERS WHOSE TAXABLE YEAR IS THE CALENDAR YEAR, THE REPORTABLE TAX YEAR IS 2021.

THE INFORMATION CONTAINED HEREIN DOES NOT CONSTITUTE TAX ADVICE AND DOES NOT PURPORT TO BE COMPLETE OR DESCRIBE THE TAX CONSEQUENCES THAT MAY APPLY TO PARTICULAR CATEGORIES OF HOLDERS. NEITHER VENTAS NOR ISSUER PROVIDES TAX ADVICE TO ITS SHAREHOLDERS. SHAREHOLDERS ARE ENCOURAGED TO CONSULT THEIR OWN TAX ADVISORS REGARDING THE PARTICULAR CONSEQUENCES OF THE MERGER TO THEM AND SHOULD CAREFULLY READ THE PROXY STATEMENT / PROSPECTUS, WHICH IS PART OF A REGISTRATION STATEMENT ON FORM S-4 THAT WAS FILED ON AUGUST 9, 2021 WITH THE SECURITIES AND EXCHANGE COMMISSION. THE REGISTRATION STATEMENT MAY BE ACCESSED AT WWW.SEC.GOV.

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 ▶ /s/ BRIAN K. WOOD Date ▶ 9/21/2021

Paid Preparer Use Only	Print your name ▶ <u>BRIAN K. WOOD</u>	Preparer's signature	Title ▶ <u>VICE PRESIDENT & TREASURER</u>	Check <input type="checkbox"/> if self-employed	PTIN
	Print/Type preparer's name		Date	Firm's EIN ▶	
	Firm's name ▶			Phone no.	