

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name MH VENTURES FUND II, INC		2 Issuer's employer identification number (EIN) 85-2973963	
3 Name of contact for additional information Jerry Kyriazis	4 Telephone No. of contact 630-218-8000	5 Email address of contact jerry.kyriazis@inlandgroup.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 2901 Butterfield Road		7 City, town, or post office, state, and ZIP code of contact Oak Brook, IL 60523	
8 Date of action See Part II Line 14 Below		9 Classification and description Common Stock, Advisory Shares	
10 CUSIP number N/A	11 Serial number(s) N/A	12 Ticker symbol N/A	13 Account number(s) N/A

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 ▶ MH VENTURES FUND II, INC MADE MONTHLY CASH DISTRIBUTIONS TO ITS COMMON STOCK AND ADVISORY SHARES FOR THE 2024 TAX YEAR. A PORTION OF THESE DISTRIBUTIONS REPRESENT A NON-DIVIDEND DISTRIBUTION. THESE DISTRIBUTIONS WERE PAID ON JANUARY 16, 2024, FEBRUARY 15, 2024, MARCH 15, 2024, APRIL 15, 2024, MAY 15, 2024, JUNE 14, 2024, JULY 15, 2024, AUGUST 15, 2024, SEPTEMBER 16, 2024, OCTOBER 15, 2024, NOVEMBER 15, 2024, AND DECEMBER 16, 2024.

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 BASIS OF THE SECURITY SHOULD BE REDUCED BY 76.877% OF THE TOTAL DISTRIBUTIONS RECEIVED.

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 NON-DIVIDEND DISTRIBUTION REPRESENTS DISTRIBUTIONS ASSOCIATED WITH THE 2024 TAX YEAR WHICH ARE IN EXCESS OF THE CURRENT YEAR & ACCUMULATED EARNINGS AND PROFITS.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶
I.R.C. SECTION 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 ▶ N/A

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 ▶ *Jerry Kyriazis* Date ▶ 2/11/2025
Print your name ▶ JERRY KYRIAZIS Title ▶ CFO

Paid Preparer Use Only

Print/Type preparer's name ALAN NARAGON	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN P00866807
Firm's name ▶ PWC US TAX LLP			Firm's EIN ▶ 92-0460586	
Firm's address ▶ ONE NORTH WACKER DRIVE, CHICAGO, IL 60606			Phone no. 312-298-2000	

MH Ventures Fund II, Inc (EIN: 85-2973963)

Supplemental Attachment to 2024 Form 8937:

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended. The information in this document does not constitute tax advice and should not be construed to take into account any shareholder's specific circumstances. Holders and nominees should consult their own tax advisors regarding the particular tax consequences of the organizational action (as described in this document) to them, including the applicability and effect of all U.S. federal, state, and local and foreign tax laws.