## Form **8937**

(December 2011) Department of the Treasury Internal Revenue Service

## Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-2224

Part I Reporting	Issuer			
1 Issuer's name				2 Issuer's employer identification number (EIN)
TAYLOR CAPITAL GROUP, INC.				20 4400570
3 Name of contact for ac		4 Telephon	e No. of contact	36-4108550 5 Email address of contact
		,		2 Email address of contact
GAIL PEARSON			847 653-7110	gpearson@coletaylor.com
6 Number and street (or P.O. box if mail is not delivered to street address) of contact				7 City, town, or post office, state, and Zip code of contact
				, , , , , , , , , , , , , , , , , , , ,
9550 W HIGGINS ROAD				ROSEMONT, IL 60018
8 Date of action		9 Class	sification and description	
JUNE 28, 2013		STOCK	PURCHASE WARRANTS DATED	May 28, 2010; October 21, 2010& COMMON STOCK
10 CUSIP number	11 Serial number	s)	12 Ticker symbol	13 Account number(s)
N/A	N/A		TAYC (COMMON)	N/A
Part II Organizat	ional Action Atta	ch additiona	I statements if needed. See ba	nck of form for additional questions.
14 Describe the organiz	ational action and, if a	applicable, the	e date of the action or the date aga	ainst which shareholders' ownership is measured for
Effect	ive June 28, 2013 Ta	ylor Capital (	Group, Inc. (the "Company") con	verted all of its outstanding Warrants
dated May 28, 2010 and C	October 21, 2010 (th	e "Warrants"	) into shares of the Company's	common stock. For each share of Common Stock
Value of Common St.	Varrant, the holder re	eceived .3010	001 shares of Common Stock (ba	ased upon (1) \$17.38, the Market
Warrant Contilination Ti	as of June 27, 2013	and (2) the a	djust Exercise Price of \$12.15, ir	n each case in accordance with Section 2(b) of the
Conversion.	e Company will pay	holders cash	in lieu of any fractional shares	of Common Stock otherwise issuable in the
Conversion.				· ·
				13A-1
15 Describe the quantity	ative effect of the ora:	anizational act	tion on the book of the	W 1
share or as a percent	tage of old basis ► A		tion on the basis of the security in	the hands of a U.S. taxpayer as an adjustment per
in the Warrants to the new	My acquired Comm	s a result of t	ne warrant conversion, a U.S. ta	axpayer/shareholder transfers their historic basis
received and increased b	v any gain recognize	on the ser	creased by the amount of money	y and the fair market value of any other property
Toolited and mercasca b	y arry gain recognize	eu on the cor	iversion.	
	W			
16 Describe the calculat	ion of the change in t	asis and the	data that augments the selection	
valuation dates ► A	15 taypayor/cherch		uata that supports the calculation,	such as the market values of securities and the
<u> </u>	J.S. taxpayer/snaren	older takes a	carryover tax basis in its newly	acquired Common Stock.
The state of the s				
W				

Can any resulting loss be recognized? > ection with the Warrant conversion.	Shareholders will not recognize a loss for U.S. federal income tax purposes in
-	

The information necessary to implement the adjustment, such as the reportable tax year ► The information herein represents
the Company's understanding of existing U.S. federal income tax law and regulations and does not constitute tax advice. It does not
purport to be complete or to describe tax consequences that may apply to particular categories of stockholders, including in particular.
the possibility of applying different methods for allocating tax basis. The Company does not provide tax advice to its shareholders.
However, to ensure compliance with requirements imposed by the IRS, the Company informs you that any U.S. tax advice contained
herein is not intended as with a half and the same and th
herein is not intended or written to be used, and cannot be used, for purposed of (i)avoiding penalties under the Internal Revenue Code
of 1986, as amended, or (ii) promoting, marketing, or recommending any transaction or matter discussed herein.

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

**Use Only** 

Signature Vandau Thut

Date > 7/22/17

Paid Print/Type
Preparer

Print/Type preparer's name

Preparer's signature

Title ► CHIEF FINANCIAL OFFICER.

Date

Check if self-employed

Firm's EIN ▶

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Firm's name

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