

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
RESOURCE REAL ESTATE OPPORTUNITY REIT II, INC.		80-0854717	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
INVESTOR RELATIONS	866-469-0129	IR@RESDCEREIT.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	
ONE CRESCENT DRIVE, SUITE 203		PHILADELPHIA, PA 19112	
8 Date of action		9 Classification and description	
SEE ATTACHED		COMMON STOCK	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
N/A	N/A	N/A	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 ▶ **DURING THE YEAR ENDED DECEMBER 31, 2016, RESOURCE REAL ESTATE OPPORTUNITY REIT II, INC. ("OPP REIT II") PAID CASH DISTRIBUTIONS TO HOLDERS OF ITS COMMON SHARES.**

SEE THE ATTACHED FOR 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 ▶ **SEE ATTACHED.**

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 REDUCTION IN TAX BASIS WAS CALCULATED BY THE DIFFERENCE BETWEEN TOTAL CASH DISTRIBUTIONS FOR THE TAX YEAR 2016 LESS THE ISSUER'S CURRENT AND ACCUMULATED EARNINGS AND PROFITS. BECAUSE THE CASH DISTRIBUTIONS EXCEEDED THE ISSUER'S CURRENT AND ACCUMULATED EARNINGS AND PROFITS, THE DIFFERENCE IS A RETURN OF CAPITAL TO EACH SHAREHOLDER.**

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).

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 ▶ _____

THE ORGANIZATIONAL ACTION IS REPORTABLE FOR TAX YEAR 2016.

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 ▶  Date ▶ 2/13/17

Print your name ▶ **STEVEN SALTZMAN** Title ▶ CFO

Paid Preparer Use Only	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.	

RESOURCE REAL ESTATE OPPORTUNITY REIT II, INC.
 80-0854717
 ATTACHMENT TO FORM 8937

Cash Distribution

PART I, ITEM 8:

<u>SECURITY DESCRIPTION</u>	<u>DATES OF ACTION</u>
Resource Real Estate Opportunity REIT II, Inc. Common Stock	1/29/16, 2/29/16, 3/31/16, 4/29/16, 5/31/16, 6/30/16, 7/29/16 8/31/16, 9/30/16, 10/31/16, 11/30/16, 12/30/16

PART II, ITEMS 14 AND 15:

<u>SECURITY DESCRIPTION</u>	<u>DATE</u>		<u>REDUCTION IN BASIS PER SHARE</u>
Resource Real Estate Opportunity REIT II, Inc. Common Stock	1/29/2016	\$	0.04767100
Resource Real Estate Opportunity REIT II, Inc. Common Stock	2/29/2016	\$	0.04767100
Resource Real Estate Opportunity REIT II, Inc. Common Stock	3/31/2016	\$	0.05424600
Resource Real Estate Opportunity REIT II, Inc. Common Stock	4/29/2016	\$	0.04767100
Resource Real Estate Opportunity REIT II, Inc. Common Stock	5/31/2016	\$	0.04767100
Resource Real Estate Opportunity REIT II, Inc. Common Stock	6/30/2016	\$	0.05424600
Resource Real Estate Opportunity REIT II, Inc. Common Stock	7/29/2016	\$	0.04767100
Resource Real Estate Opportunity REIT II, Inc. Common Stock	8/31/2016	\$	0.05424600
Resource Real Estate Opportunity REIT II, Inc. Common Stock	9/30/2016	\$	0.04931400
Resource Real Estate Opportunity REIT II, Inc. Common Stock	10/31/2016	\$	0.04931400
Resource Real Estate Opportunity REIT II, Inc. Common Stock	11/30/2016	\$	0.05095800
Resource Real Estate Opportunity REIT II, Inc. Common Stock	12/30/2016	\$	0.04931400