

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

<b>1</b> Issuer's name  Ryman Hospitality Properties, Inc.		<b>2</b> Issuer's employer identification number (EIN)  73-0664379	
<b>3</b> Name of contact for additional information  Scott Lynn	<b>4</b> Telephone No. of contact  615-316-6180	<b>5</b> Email address of contact  slynn@rymanhp.com	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact  One Gaylord Drive		<b>7</b> City, town, or post office, state, and ZIP code of contact  Nashville, TN 37214	
<b>8</b> Date of action  See Question 14		<b>9</b> Classification and description  Common Stock	
<b>10</b> CUSIP number  78377T107	<b>11</b> Serial number(s)  N/A	<b>12</b> Ticker symbol  RHP	<b>13</b> 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 ▶ Ryman Hospitality Properties, Inc. made cash distributions on January 15, 2020 and April 15, 2020 to shareholders of record on December 31, 2019 and March 31, 2020.

**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 ▶ A portion of each cash distribution referenced above is not taxable as a dividend under IRC Sec. 301(c)(1) but is applied against basis under IRC Sec. 301(c)(2) ("return of capital"). The return of capital on a per share basis is as follows:

Distribution Date	Amount per Share
01/15/2020	\$ 0.873698
04/15/2020	\$ 0.922237

As such, each shareholders tax basis in the common stock is decreased by the lesser of the amount of the return of capital distributions or the shareholder's tax basis in such common stock.

**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 was determined by comparing the total distributions made by Ryman Hospitality Properties, Inc. applicable to the 2020 tax year to the amount of 2020 earnings and profits determined under IRC Sec. 312 and 316 as modified by IRC Sec. 857(d) for adjustments specific to REITs. Cash distributons made to common shareholder totaled \$101,628,891. Ryman Hospitality Properties, Inc. had no 2020 earnings and profits, however, \$2,970,075 of the cash distributions was reported as capital gain dividend leaving a total return of capital of \$98,658,816. Accordingly, the return of capital percentage is 97.08% (\$98,658,816 / \$101,628,891).

