

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name RITHM CAPITAL CORP.		2 Issuer's employer identification number (EIN) 45-3449660	
3 Name of contact for additional information INVESTOR RELATIONS	4 Telephone No. of contact 212-850-7770	5 Email address of contact IR@RITHMCAP.COM	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 799 BROADWAY, 8TH FLOOR		7 City, town, or post office, state, and ZIP code of contact NEW YORK, NY 10003	
8 Date of action VARIOUS		9 Classification and description COMMON STOCK	
10 CUSIP number 64828T201	11 Serial number(s)	12 Ticker symbol RITM	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 ▶ **RITHM CAPITAL CORP. MADE A CASH DISTRIBUTION TO ITS SHAREHOLDERS IN EXCESS OF ITS CURRENT AND ACCUMULATED EARNINGS AND PROFITS. SEE ATTACHED SCHEDULE FOR DETAIL.**

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 DISTRIBUTIONS REDUCED THE BASIS OF THE SECURITIES IN THE HANDS OF THE SHAREHOLDER. SEE ATTACHED SCHEDULE FOR DETAIL.**


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 COMPANY'S EARNINGS AND PROFITS WERE CALCULATED UNDER IRC SECTION 312. AS MODIFIED BY IRC SEC 857(d) FOR REAL ESTATE INVESTMENT TRUSTS AND THE REGULATIONS THEREUNDER. DISTRIBUTION AMOUNT IN EXCESS OF EARNINGS AND PROFITS IS CONSIDERED TO BE A NON-DIVIDEND DISTRIBUTION, REDUCING BASIS UNDER SEC 301(c)(2).**


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 SEC 301(c)(2)

18 Can any resulting loss be recognized? ▶ **NO. THERE WILL BE NO LOSS RECOGNIZED ON THE DISTRIBUTION IN EXCESS OF CURRENT AND ACCUMULATED EARNINGS AND PROFITS.**

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THESE ACTIONS ARE EFFECTIVE ON THE DATES OF THE DISTRIBUTION AS DESCRIBED ON THE ATTACHED STATEMENT.

Sign Here
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.
Signature ▶  Date ▶ 02/01/2023
Print your name ▶ **NICOLA SANTORO JR.** Title ▶ **CFO**

Paid Preparer Use Only	Print/Type preparer's name CODY MORRIS	Preparer's signature 	Date 01/27/2023	Check <input type="checkbox"/> if self-employed	PTIN P02165121
	Firm's name ▶ ERNST & YOUNG U.S. LLP	Firm's EIN ▶ 34-6565596		Phone no. 212-773-3000	
	Firm's address ▶ ONE MANHATTAN WEST NEW YORK, NY 10001				

Rithm Capital Corp.

45-3449660

Year Ended December 31, 2022

Supplemental Schedule to Form 997

CUSIP	Record Date	Pay Date	Form	Per Share Distribution	Per Share Earning & Profits	Per Share Reduction of Basis
64828T201	12/31/2021	1/28/2022	Cash	\$0.25000	\$0.10366	\$0.14634
64828T201	4/4/2022	4/29/2022	Cash	\$0.25000	\$0.10366	\$0.14634
64828T201	7/1/2022	7/29/2022	Cash	\$0.25000	\$0.10366	\$0.14634
64828T201	10/4/2022	10/28/2022	Cash	\$0.25000	\$0.10366	\$0.14634