

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)	
Youngevity International Inc.		90-0890517	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
William Thompson	619-934-7602	bthompson@youngevity.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	
2400 Boswell Road		Chula Vista, CA 91914	
8 Date of action		9 Classification and description	
December 2018		Series C Preferred Shares to Common Shares Conversion	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	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 ▶ During December of 2018, shareholders of Youngevity International, Inc. ("YGYI") converted 697,363 shares of Series C Preferred Shares ("Preferred Stock") into 1,394,726 shares of YGYI's common stock, ("Common Stock") in accordance with the terms of a Certificate of Designation of Powers, Preferences and Rights of Series C Convertible Preferred Stock which was filed with the Delaware Secretary of State on August 16, 2018, (the "Conversion"). No other consideration was received by the shareholders in the conversion.

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 ▶ See Line 15 above; to the extent the exchange satisfies the requirements of Section 368(a)(1)(E), the shareholder's aggregate tax basis in the Common Stock received will equal the aggregate tax basis in the Preferred Stock surrendered.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ Internal Revenue Code Section 356; Section 358; Section 368; and Section 1223.

18 Can any resulting loss be recognized? ▶ To the extent the Conversion satisfies the requirements of sections 368(a)(1)(E) and 354(a), loss is generally not permitted to be recognized.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The stock basis adjustments are taken into account in the tax year of the shareholder during which exchange occurred. For example, in the case of any shareholders who are calendar year taxpayers, the exchange is reportable in the tax year ending December 31, 2018.

The holding period for the shares of Common Stock received in the Conversion generally includes the holding period of the Preferred Stock exchanged.

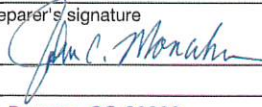
YGYI is providing this Form 8937 for informational purposes only and not as legal or tax advice. Shareholders should consult their own tax advisors to determine the income tax consequences of their specific situation.

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 ▶ 2-9-2023

Print your name ▶ William Thompson Title ▶ CFO

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<u>John C Monahan</u>	<u></u>	<u>1/31/2023</u>		<u>P00715461</u>
	Firm's name ▶ <u>Moss Adams LLP</u>			Firm's EIN ▶	<u>91-0189318</u>
	Firm's address ▶ <u>1999 Broadway, Ste 4000, Denver, CO 80202</u>			Phone no.	<u>303-298-9600</u>

Youngevity International, Inc.

Form 8937

December 2018

Part II Line 15

The Company intends to treat the Conversion as a recapitalization under Section 368(a)(1)(E) of the Internal Revenue Code of 1986, as amended (the "Code").

To the extent the Conversion satisfies the requirements of Section 368(a)(1)(E), under Section 354(a), a holder of the Preferred Stock recognizes no gain or loss as a result of the exchange of the Preferred Stock for Common Stock.

A holder's basis in the Common Stock received in the Conversion is determined under Section 358(a). Generally, the shareholder's aggregate tax basis in the Common Stock received pursuant to the Conversion will equal the aggregate tax basis in the Preferred Stock surrendered in the Conversion.

Once each Preferred Stockholder determines its initial basis in its shares of the Common Stock received in the Conversion, such Preferred Stockholder allocates its basis amount in the Preferred Stock exchanged to its shares of the Common Stock received. To determine the per-share basis in each share of Common Stock, the aggregate basis amount is divided by the number of shares of Common Stock received in the exchange. The tax basis generally is required to be calculated separately for each block of the Preferred Stock exchanged. Shareholders having differing tax basis among their shares of Preferred Stock surrendered should consult with their tax advisor in order to identify the tax basis of the particular share or shares of Common Stock received pursuant to the exchange.

The holding period of the Common Stock received by a shareholder includes the holding period of the Preferred Stock exchanged by such shareholder if such shareholder held such Preferred Stock as a capital asset.

The share conversions during 2018 include:

Conversion Date	Preferred Stock	Common Stock
December 11, 2018	87,364	174,728
December 12, 2018	178,263	356,526
December 13, 2018	73,894	147,788
December 14, 2018	131,763	263,526
December 17, 2018	52,142	104,284
December 18, 2018	97,771	195,542
December 19, 2018	76,166	152,332