# ▲ Priority Income Fund

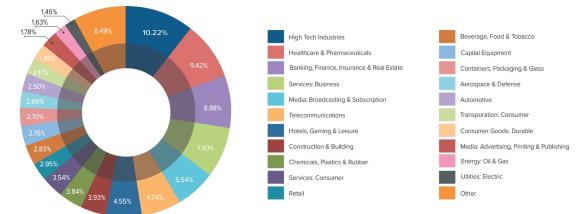
## CLASS I SHARE PRICE\*: \$10.41

## **DISTRIBUTION REINVESTMENT PRICE\*: \$9.89**

#### **INVESTMENT STRATEGY**

The Fund intends to generate current income and, as a secondary objective, long-term capital appreciation by investing at least 80% of total assets in securitized pools of senior secured loans and/or investing in senior secured loans in the primary or secondary markets.

#### INDUSTRIES OF UNDERLYING SENIOR SECURED LOANS



#### DISTRIBUTION RATE<sup>1</sup>

LTM Default Rate of Underlying Loans

Annualized Base Distribution (\$) <sup>2</sup>	\$1.05
Annualized Base Distribution (%)*	10.09%
Annualized Bonus Distribution (\$)*	\$0.29
Annualized Bonus Distribution (%)*	2.79%
Annualized Distribution Total (%)	12.87%
Cumulative Distributions Per Share (since inception)	\$15.159527
Core NII Distribution Coverage <sup>3</sup>	161%
NII Distribution Coverage <sup>4</sup>	92%
PORTFOLIO CHARACTERISTICS (ESTIMATED)⁵	
Total Assets	\$983 million
Underlying Loans in Portfolio	2.225

#### **KEY FACTS**

Inception Date: May 9, 2013

Offering Period: 150 million shares in the course of our offerings

Base Distribution Frequency: Monthly

Portfolio Manager: Prospect Capital Management, L.P.

Minimum Investment: \$1,000

Redemption Policy: 2.5% of the Fund's shares per quarter at Net Asset  $\mathsf{Value}^{\mathsf{6}}$ 

#### PORTFOLIO LOOK-THROUGH: TOP 10 SENIOR SECURED LOAN ISSUERS BY EXPOSURE

Rank	Issuer	Industry	Percentage
1	Asurion	Services: Consumer	0.88%
2	Altice France	Telecommunications	0.61%
3	Virgin Media	Media: Broadcasting & Subscription	0.60%
4	Acrisure	Banking, Finance, Insurance & Real Estate	0.50%
5	Cablevision Systems	Media: Broadcasting & Subscription	0.50%
6	Univision Communications	Media: Broadcasting & Subscription	0.48%
7	Peraton	Aerospace & Defense	0.48%
8	Medline Industries	Healthcare & Pharmaceuticals	0.47%
9	Athenahealth	Healthcare & Pharmaceuticals	0.44%
10	Great Outdoors Group	Retail	0.44%

0.76%

Excludes newly issued transactions for which collateral data is not yet available.

Investors should consider the investment objective and policies, risk considerations, charges and ongoing expenses of an investment carefully before investing. The prospectus and summary prospectus contains this and other information relevant to an investment in the fund. Please read the prospectus or summary prospectus carefully before you invest or send money. To obtain a prospectus, please contact your investment representative, PCS Sales Desk: 855.330.6594, Priority Income Fund, Inc.: 646.845.6059 or access our website at PriorityIncomeFund.com.

\* As of October 31, 2024. The public offering price, NAV and distribution reinvestment price are subject to change. Current Reinvestment Price: Stockholders' reinvested distributions will purchase shares at a price equal to 95% of the Class I offering price that is based on the net asset value most recently available at the time the distribution is payable.

#### Not FDIC-Insured, Not Bank Guaranteed, May Lose Value

## Priority Income Fund

#### Past performance is neither indicative nor a guarantee of future results.

- 1 Distributions are not guaranteed. There is no assurance that distributions will be made or that any particular rate of distribution will be maintained. Distributions intended to be paid monthly as authorized by the Board of Directors.
- 2 The annualized distribution rate is based on the current offering price of a share class, and is calculated by annualizing the monthly common share distributions from September 2024 to November 2024 of \$0.33 per share in aggregate, or \$1.34016 per share on an annualized basis announced on September 9, 2024.
- 3 Core Net Investment Income ("Core NII") represents GAAP net investment income from equity and junior debt tranches of collateralized loan obligations adjusted for additional applicable cash distributions received, or entitled to be received (if any, in either case), on our collateralized loan obligations. Income from investments in the "equity" class securities of collateralized loan obligations, for GAAP purposes, is recorded using the effective interest method; this is based on an effective yield to the expected redemption utilizing estimated cash flows, at current cost, including those collateralized loan obligations that have not made their inaugural distribution for the relevant period end. The result is an effective yield for the investment in which the respective investment's cost basis is adjusted guarterly based on the difference between the actual cash received, or distributions entitled to be received, and the effective yield calculation. Accordingly, investment income recognized on the collateralized loan obligations in the GAAP statement of operations differs from the cash distributions received by the Company during the period (referred to below as "Effective yield equity adjustments").

(as of June 30, 2024)	Cumulative Since Inception	Trailing 12-Month
GAAP Net Investment Income	\$489,072	\$71,862
CLO Equity Adjustments	121,961	54,005
Core Net Investment Income	\$611,034	\$125,867

4 Trailing 12 months ended June 30, 2024. This is an estimate and subject to change.

- 5 Data in this section is estimated and based on information compiled from Intex Solutions upon portfolio close at end of quarter and are subject to change.
- 6 We intend to limit the number of shares to be repurchased in any calendar quarter to up to 2.5% of the number of shares outstanding at the close of business on the last day of the prior fiscal year ended June 30, 2024.

#### Important Risk Factors to Consider

An investment in shares of Priority Income Fund, Inc. (the "Fund") involves substantial risk and may result in the loss of principal invested. This Fund may not be suitable for all investors. You should carefully read the information found in the Fund's prospectus, including the "Risk Factors" section, before deciding to invest in the Fund's shares. These risks include:

Potential interruption and deferral of cash flow

which investors would otherwise be entitled.

Lack of availability of due diligence information

concentrated in senior secured loans and CLOs

changes that have an adverse impact on the Fund's investments

Risk related to the fact that the assets of the Fund are intended to be

Unforeseen increases in operating and capital expenses

distribution will be maintained

conditions are met.

raised

sufficient capital

Act.

No assurance that distributions will be made or that any particular rate of

Distributions may not be based on investment performance and may not

Distributions to stockholders may be funded from expense support payments

provided by the Adviser that are subject to repayment to the Adviser if certain

continue in the future. The reimbursement of these payments to the Adviser (if

any such reimbursements are made) would reduce the future distributions to

Lack of diversification in assets of the Fund until significant funds have been

Risk that the Fund's operating results will be affected by economic and regulatory

Risk that the Fund will not achieve its investment objectives if it does not raise

The Fund will not be a diversified investment fund for purposes of the 1940

- Absence of a public market for these securities
- . Limited operating history
- The Adviser's lack of experience managing a registered closedend fund
- Limited liquidity and lack of transferability
- Reinvestment risk
- Risks related to failing to qualify as a regulated investment company for U.S. federal income tax purposes
- Exposure to leveraged credit risk and interest rate risk
- Risks associated with lending activities, including underlying borrower fraud
- Non-investment grade debt involves a greater risk of default and higher price volatility than investment grade debt.
- Absence of investments identified for acquisition
- Payment of significant fees to the Fund's Adviser and its affiliates
- Potential uncertainty as to the value of the Fund's assets
- Potential conflicts of interest
- Risk that the net offering price per share will not reflect the
- Fund's net asset value
- Risk that the purchase price paid by you may be higher than a prior purchase price per share and therefore you may receive a smaller number of shares
- Risk of significant leverage within the Fund and collateralized loan obligations ("CLOs")

These and other risks may impact the Fund's financial condition, operating results, returns to its investors, and ability to make distributions as stated in the Fund's prospectus.

#### Portfolio information is as of June 30, 2024.

This material contains forward-looking statements relating to the business and financial outlook of Priority Income Fund, Inc. that are based on the Fund's current expectations, estimates, forecasts, and projections, and are not guarantees of future performance. Actual results may differ materially from those expressed in these forward-looking statements, and you should not place undue reliance on any such statements. A number of important factors could cause actual results to differ materially from the forwardlooking statements contained in this material. Such factors include those listed above, and those described in the "Risk Factors" section of the Fund prospectus. Forward-looking statements in this material speak only as of the date on which such statements were made, and the Fund undertakes no obligation to update any such statements that may become untrue because of subsequent events.

NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED ANY OFFERING OF PRIORITY INCOME FUND, INC. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

This material is not intended to be a recommendation or investment advice, does not constitute a solicitation to buy or sell securities, and is not provided in a fiduciary capacity. The information provided does not take into account the specific objectives or circumstances of any particular investor, or suggest any specific course of action. Investment decisions should be made based on an investor's objectives and circumstances and in consultation with his or her advisors.



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