



**NOTICE OF TENDER CANCELLATION**

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**NOTICE OF TENDER CANCELLATION OF TENDER REGARDING SHARES HELD  
IN  
PRIORITY INCOME FUND, INC.**

TENDERED PURSUANT TO THE OFFER TO PURCHASE  
DATED MARCH 12, 2021

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THE OFFER AND WITHDRAWAL RIGHTS WILL EXPIRE AT,  
AND THIS NOTICE OF TENDER CANCELLATION MUST BE RECEIVED BY  
PRIORITY INCOME FUND, INC., EITHER BY  
HAND-DELIVERY OR MAIL, BEFORE 4:00 PM, EASTERN TIME,  
ON APRIL 19, 2021, UNLESS THE OFFER IS EXTENDED

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COMPLETE THIS NOTICE OF TENDER CANCELLATION AND  
RETURN BY HAND DELIVERY OR MAIL TO:

*For delivery by regular mail:*

Priority Income Fund, Inc.  
P.O. Box 219768  
Kansas City, MO 64121-9768  
866-655-3650

*For delivery by registered, certified or express mail,  
by overnight courier or by personal delivery:*

Priority Income Fund, Inc.  
430 West 7<sup>th</sup> Street  
Kansas City, MO 64105-1407  
866-655-3650

YOU ARE RESPONSIBLE FOR CONFIRMING THAT THIS NOTICE OF TENDER  
CANCELLATION IS RECEIVED BY PRIORITY INCOME FUND, INC. AT THE ADDRESS  
ABOVE

**NOTICE OF TENDER CANCELLATION**  
**Pursuant to the Offer to Purchase Dated**  
**March 12, 2021**



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**LADIES AND GENTLEMEN,**

The undersigned hereby withdraws the tender of its Shares to Priority Income Fund, Inc. (the “Company”) for purchase by the Company that previously was submitted by the undersigned in a Letter of Transmittal dated \_\_\_\_\_, 20\_\_\_. This tender was in the amount of \_\_\_\_\_ Shares.

The undersigned recognizes that upon the receipt on a timely basis of this Notice of Tender Cancellation of Tender, properly executed, the Shares previously tendered will not be purchased by the Company.

	For Individual Investors and Joint Tenants
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**IMPORTANT:** Signature of investors(s) or authorized person(s) should be exactly as appeared on subscription agreement.

**Signature of Investor(s) Authorized Person(s)** \_\_\_\_\_

Name of Signatory (Please print) \_\_\_\_\_

Title of Authorized Person (Please print) \_\_\_\_\_

**Signature of Investor(s) Authorized Person(s)** \_\_\_\_\_

Name of Signatory (Please print) \_\_\_\_\_

Title of Authorized Person (Please print) \_\_\_\_\_

	For Other Investors
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**Signature of Investor(s) Authorized Person(s)** \_\_\_\_\_

Name of Signatory (Please print) \_\_\_\_\_

Title of Authorized person (Please print) \_\_\_\_\_

