## Form **8937**(December 2017) Department of the Treasury

Internal Revenue Service

## Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-0123

Reporting Issuer Part I 2 Issuer's employer identification number (EIN) Issuer's name T. Rowe Price Retirement Income 2020 Fund 82-0736217 Name of contact for additional information Telephone No. of contact 5 Email address of contact 1-800-638-8797 T. Rowe Price Account Services info@troweprice.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 P.O. Box 89000 Mail Code OM-1465 Baltimore, MD 21289-1465 8 Date of action 9 Classification and description 02/16/2023 Regulated Investment Company 10 CUSIP number 11 Serial number(s) 12 Ticker symbol 13 Account number(s) 872797691 N/A **TRLAX** N/A Organizational Action Attach additional statements if needed. See back of form for additional guestions. Part II Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action > The issuer has determined that a portion of the dividends paid between January and December 2022 were a non-taxable return of capital. 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 attachment for per share distributions that should reduce the cost basis of your shares held as of the payment date 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 A tax return of capital occurs when a fund pays out more in dividends than its current and accumulated earnings and profits determined for tax purposes. Due to events after the relevant distribution dates, the fund determined that the dividends paid have exceeded its current and accumulated earnings and profits for the relevant taxable year. The excess represents a tax return of capital by the fund, instead of a dividend.

Part		Organizational Action (continued,	)			
		applicable Internal Revenue Code section	n(s) and subsection(s) upon whi	ch the tax treatment is based ▶	Internal Revenue Code	
Sections	301, 3	16, 852.				
-						
<b>18</b> C	an any	resulting loss be recognized? ► No				
		-				
		any other information necessary to imple		he reportable tax year ▶ See atta	chment for the per share	
amounts	and pa	ayment dates. All amounts are for the 2022 tax y	ear.			
	ı —					
Cian	Unde belief	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	Signa	ignature ► A signed copy is maintained by the issuer Date ►				
		Chard Harris		. Vian Brasid	Title ▶ Vice President	
	Print	your name ► Cheryl Hampton Print/Type preparer's name	Preparer's signature	Date	DTIN	
Paid		Trimo type preparer straine	oparor o orginaturo	1	Check if PTIN self-employed	
Prepa		Firm's name			Firm's EIN ▶	
Use C	nly	Firm's name ► Firm's address ►	<del></del>		Phone no.	
Send Fo	orm 89	037 (including accompanying statements)	to: Department of the Treasury			

## Attachment

The amounts listed represent the per share distributions that should reduce the cost basis of your shares held as of the payment date.

Payment Date	Per Share Amount
1/20/2022	0.016905853
2/17/2022	0.016905853
3/17/2022	0.016905853
4/20/2022	0.016905853
5/18/2022	0.016905853
6/17/2022	0.016905853
7/19/2022	0.016905853
8/17/2022	0.016905853
9/19/2022	0.016905853
10/19/2022	0.016905853
11/17/2022	0.016905853
12/19/2022	0.016905853
12/29/2022	0.129647388