See separate instructions.

## Part I Reporting Issuer

1	Issuer's name		2 Issuer's employer identification number (EIN)					
VIR	RTUS SGA EMERGING N	MARKETS GROWTH	FUND	83-4374006				
3 Name of contact for additional information			4 Telephone No. of contact	5 Email address of contact				
Mu	tual Fund Services		800-243-1574	Virtus.Investment.Partners@virtus.com				
6	Number and street (or P	P.O. box if mail is not o	delivered to street address) of contact	7 City, town, or post office, state, and ZIP code of contact				
<u>101</u>	Munson Street		1	Greenfield, MA 01301				
8	Date of action		9 Classification and description					
12/	28/2023		Return of Capital					
10	CUSIP number	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol	13 Account number(s)				
	See Attached	N/A	See Attached	N/A				
Pa	art II Organizatio	onal Action Attack	n additional statements if needed. S	ee back of form for additional questions.				
14	Describe the organizat	tional action and, if ap	plicable, the date of the action or the da	ate against which shareholders' ownership is measured for				
	the action During	the fiscal year ended	December 28, 2023, the issuer distril	outed amounts to its shareholders, a portion of which				
cor				ates and return of capital amounts per share.				
_								

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 attachment provides the total distribution per share, as well as the non-taxable return of capital per share, on a distribution by distribution basis. The return of capital per share should reduce the taxpayer's adjusted basis of each share held on the date of each listed distribution by 4.6714% of the original distribution amount.

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 ► An analysis of the issuer's current and accumulated earnings and profits was performed as of 12/28/23, in order to determine the portion of the distribution that constituted a dividend and the portion that constituted a non-taxable return of capital.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► §301(c) and §316(a)

**18** Can any resulting loss be recognized? The return of capital per share should reduce the taxpayer's adjusted basis of each share held on the date of distribution. Upon disposition of all or a portion of the shares, the taxpayer should recognize greater gain/less loss.

**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The reportable tax year of the distributions is 2023. Actual return of capital will be reflected on the taxpayer's 2023 Form 1099.

		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, cogrect, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.									
Sign Here	Signa	ture Marta	Date Þ	January 8, 2024							
		Mahmood Rahman									
	Print	your name ► A signed copy is maintained	Title ► Vice President								
Paid Prepa	arer	Print/Type preparer's name	Preparer's signature	Date		Check if self-employed	PTIN				
Use C		Firm's name	Firm's EIN ►								
0000	, <b>y</b>	Firm's address 🕨	Phone no.								
Send Fo	orm 89	37 (including accompanying statements) t	o: Department of the Treasury, Internal Re	evenue S	ervice, Ogo	den, UT 84201	-0054				

## Virtus SGA Emerging Markets Growth Fund EIN: 83-4374006 Form 8937 Attachment 12/28/2023

						Revised Ordinary	Revised Ordinary	Revised Ordinary	Revised Ordinary	Revised Return of			
			Original			Income	Income	Income	Income	Capital ("ROC")	Capital ("ROC")	Capital ("ROC")	Capital ("ROC")
		92836N601	92836N700	92836N809	92836N882	92836N601	92836N700	92836N809	92836N882	92836N601	92836N700	92836N809	92836N882
		VAEGX	VCEGX	VIEGX	VESRX	VAEGX	VCEGX	VIEGX	VESRX	VAEGX	VCEGX	VIEGX	VESRX
Ex-Date	Record Date Payable Date	e CLASS A	CLASS C	CLASS I	CLASS R6	CLASS A	CLASS C	CLASS I	CLASS R6	CLASS A	CLASS C	CLASS I	CLASS R6
12/20/2023	12/19/2023 12/20/202	0.233959000	0.067139000	0.236902000	0.169516000	0.223029790	0.064002655	0.225835310	0.161597194	0.010929210	0.003136345	0.011066690	0.007918806
		0.233959000	0.067139000	0.236902000	0.169516000	0.223029790	0.064002655	0.225835310	0.161597194	0.010929210	0.003136345	0.011066690	0.007918806