

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name Virtus Convertible & Income Fund II		2 Issuer's employer identification number (EIN) 14-1888792	
3 Name of contact for additional information Mutual Fund Services	4 Telephone No. of contact 866-270-7788	5 Email address of contact closedendfunds@virtus.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 101 Munson Street		7 City, town, or post office, state, and ZIP code of contact Greenfield, MA 01301	
8 Date of action See Attached		9 Classification and description Return of Capital	
10 CUSIP number 92838U108	11 Serial number(s) N/A	12 Ticker symbol NCZ	13 Account number(s) N/A

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 the fiscal year ended January 31, 2024, the issuer distributed amounts to its shareholders, a portion of which constituted a non-taxable return of capital. See attachment for a list of distribution dates and return of capital amounts per share.

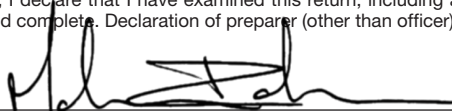
15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► The attachment provides the total distribution per share, as well as the non-taxable return of capital per share on 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 distribution by the percentage amount listed on the attachment.

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 ► The analysis of the issuer's current and accumulated earnings and profits was performed as of fiscal year ended January 31, 2024 in order to determine the portion of the distribution 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.**Sign
Here**

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.

Signature ►



Date ►

March 11, 2024Print your name ► A signed copy is maintained by the issuerMahmood RahmanTitle ► Vice President**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if
self-employed

PTIN

Firm's name ►

Firm's EIN ►

Firm's address ►

Phone no.

Virtus Convetible & Income Fund II
Form 8937 Attachment
1/31/2024

EIN:

14-1888792

				Distribution Per Share		
Ex-date	Record Date	Payable Date	Original Income Declaration	Revised Ordinary Income	Revised Return of Capital ("ROC")	ROC as a percent of Original
2/10/2023	02/13/2023	3/1/2023	\$ 0.0375	\$ 0.002162577	\$ 0.035337423	94.2331%
3/10/2023	03/13/2023	4/3/2023	\$ 0.0375	\$ 0.002162577	\$ 0.035337423	94.2331%
4/12/2023	04/13/2023	5/1/2023	\$ 0.0300	\$ 0.001730061	\$ 0.028269939	94.2331%
5/10/2023	05/11/2023	6/1/2023	\$ 0.0300	\$ 0.001730061	\$ 0.028269939	94.2331%
6/9/2023	06/12/2023	7/3/2023	\$ 0.0300	\$ 0.001730061	\$ 0.028269939	94.2331%
7/12/2023	07/13/2023	8/1/2023	\$ 0.0300	\$ 0.001730061	\$ 0.028269939	94.2331%
8/10/2023	08/11/2023	9/1/2023	\$ 0.0300	\$ 0.001730061	\$ 0.028269939	94.2331%
9/8/2023	09/11/2023	10/2/2023	\$ 0.0300	\$ 0.001730061	\$ 0.028269939	94.2331%
10/11/2023	10/12/2023	11/1/2023	\$ 0.0300	\$ 0.001730061	\$ 0.028269939	94.2331%
11/10/2023	11/13/2023	12/1/2023	\$ 0.0300	\$ 0.001730061	\$ 0.028269939	94.2331%
12/8/2023	12/11/2023	1/2/2024	\$ 0.0300	\$ 0.001730061	\$ 0.028269939	94.2331%
			\$ 0.3450	0.019895704	0.325104296	