## 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 Vanguard Institutional Total Stock Market Index Fund Institutional Plus Shares 23-3075564 3 Name of contact for additional information 4 Telephone No. of contact 5 Email address of contact **Vanguard Investor and Client Information** online@vanguard.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 Valley Forge, PA 19482-2600 P.O. Box 2600 9 Classification and description 8 Date of action December 31, 2020 Regulated Investment Company-Institutional Plus Shares 10 CUSIP number 11 Serial number(s) 12 Ticker symbol 13 Account number(s) VITPX Organizational Action Attach additional statements if needed. See back of form for additional questions. 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 Vanguard Institutional Total Stock Market Index Fund Institutional Plus Shares (the "Fund") made cash distributions to shareholders of record during calendar year 2020. The Fund determined that a portion of each distribution constitutes a non-taxable return of capital. See the attached schedule for dates and amounts of each distribution that includes a 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 15 share or as a percentage of old basis Each shareholder's return of capital portion of the distribution is applied as a reduction to the shareholder's basis in the Fund. To the extent the reduction is greather than the shareholder's basis in the Fund, it results in a taxable capital gain. See the attached schedule for each distribution that includes a return of capital. 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 calculation of the return of capital is based upon the Fund's accumulated earnings and profits as of its fiscal year ended December 31, 2020. The amount of the return of capital should be applied against the shareholder's adjusted basis of the the stock, reducing the basis until it is zero. The amount of the return of capital, if any, that exceeds a zero basis shall be treated as a gain from the sale or exchange of property.

Part		Organizational Action (conti	nued)		
<b>17</b> Li	st the	applicable Internal Revenue Code s	section(s) and subsection(s) upon v	which the tax treatment is base	ed ▶
Internal	Reve	enue Code Sections 301(c) and 31	6(a).		
18 C	an any	y resulting loss be recognized? ► N	lot applicable.		
		_	• •		
<b>19</b> Pr	rovide	any other information necessary to	implement the adjustment, such a	as the reportable tax year $ ightharpoonup$	one.
					ents, and to the best of my knowledge and
	belief	f, it is true, correct, and complete. Declar	ation of preparer (other than officer) is t	based on all information of which p	oreparer has any knowledge.
Sign		Deborah	Parch		1/19/2021
Here	Signa	ature ►		Date ▶	1710/2021
	Print	your name ► Deborah Perch			or of Fund Tax
Paid		Print/Type preparer's name	Preparer's signature	Date	Check if PTIN
Prepa	arer				self-employed
Use C		Firm's name ▶			Firm's EIN ▶
	- · · · y	Firm's address ▶			Phone no.
Send Fo	orm 89	937 (including accompanying statem	nents) to: Department of the Treas	ury, Internal Revenue Service,	Ogden, UT 84201-0054

## Vanguard Institutional Total Stock Market Index Fund Institutional Plus Shares

## SUPPLEMENTAL ATTACHMENT TO FORM 8937

Record Date	Dividend Ex-Date	Payment Date	Inco	me Dividend	Short-Term Capital Gain	Lo	ng-Term Capital Gain	Return of Capital	Tota	al Distribution
March 24, 2020	March 25, 2020	March 26, 2020	\$	0.13280	\$ 0.04530	\$	0.28880	\$ 0.14650	\$	0.61340
June 23, 2020	June 24, 2020	June 25, 2020	\$	0.12924	\$ -	\$	-	\$ 0.16316	\$	0.29240
September 23, 2020	September 24, 2020	September 25, 2020	\$	0.12403	\$ -	\$	-	\$ 0.15657	\$	0.28060
December 28, 2020	December 29, 2020	December 30, 2020	\$	1.04961	\$ 0.27111	\$	1.93746	\$ 4.11322	\$	7.37140