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

#### Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-0123

Internal Neverlue Service	- Coc coparate metacationer				
Part I Reporting Issuer					
1 Issuer's name	2 Issuer's employer identification number (EIN)				
Lendway, Inc. (formerly known as Insignia Syste	ms. Inc.)	41-1656308			
	Telephone No. of contact	5 Email address of contact			
Investor Relations	(763) 392-6200	info@lendway.com			
6 Number and street (or P.O. box if mail is not del	livered to street address) of contact	7 City, town, or post office, state, and ZIP code of contact			
5000 West 36th Street, Suite 220		Minneapolis, MN 55416			
8 Date of action	9 Classification and description				
August 4, 2023	Reorganization of Insignia Systems, I	Inc.			
10 CUSIP number 11 Serial number(s)	12 Ticker symbol	13 Account number(s)			
45765Y204	LDWY				
Part II Organizational Action Attach a	additional statements if needed. See	back of form for additional questions.			
<ul> <li>Describe the organizational action and, if appl</li> <li>the action ► See attached statement</li> </ul>	icable, the date of the action or the date	against which shareholders' ownership is measured for			
15 Describe the quantitative effect of the organization share or as a percentage of old basis ► See a		in the hands of a U.S. taxpayer as an adjustment per			
16 Describe the calculation of the change in basis valuation dates ► See attached statement	s and the data that supports the calculat	ion, such as the market values of securities and the			

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Pa	rt III	Orgai	nizational Action (	continued)							
17	List t	the applica	able Internal Revenue C	ode section(	s) and subsection	n(s) upon whic	ch the tax treat	ment is	based ►	See attached statement	
-											
-											
18	Can	any result	ing loss be recognized?	'► See atta	ached statement						
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-											
	D										
19	Prov	ide any ot	her information necessa	ary to impien	ient the adjustme	ent, such as tr	те геропаріе т	ax year i	> See att	acned statement	
-											
-											
	be	nder penalt elief, it is tru	ies of perjury, I declare that ie, correct, and complete. I DocuSigned by:	at I have exam Declaration of	ined this return, inc preparer (other than	luding accomp officer) is base	anying schedule ed on all informat	es and station of wh	atements, a ich prepare	and to the best of my knowledg er has any knowledge.	e an
Sig Her		ignature ► _	Kandy Uglem				Da	ate► _	/18/20	23	
		_	FUIUB08/41F54T5				_				
	Pi	_	me ► Randy Uglem		In				esident a	and Chief Executive Office	r
Pai	d	Print/1	Type preparer's name		Preparer's signatui	e	[	Date		Check if PTIN	
	pare	er								self-employed	
	e On	ly Firm's	name							Firm's EIN ▶	
		Firm's	address ►							Phone no.	
Send	rorm c	า 8937 (inc	luding accompanying s	tatements) to	o: Department of	tne Treasury,	ınternal Rever	nue Serv	rice, Ugde	en, UT 84201-0054	

#### Lendway, Inc. EIN: 41-1656308 Attachment to Form 8937 – Part I and Part II

### Line 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:

Effective August 4, 2023, Lendway, Inc. ("Lendway") converted from a Minnesota corporation to a Delaware corporation and changed its name from Insignia Systems, Inc. ("Insignia") to Lendway (the "Reorganization").

# Line 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 Reorganization of Insignia is assumed to qualify as a reorganization under Section 368(a)(1)(F) of the Code. A shareholder's tax basis of a Lendway common share held by a shareholder immediately following the Reorganization will be equal to the tax basis of an Insignia common share held by a shareholder immediately before the Reorganization.

## Line 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:

No change in the basis of each share of common stock.

## Line 17: List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based:

Sections 354, 358, and 368 of the Code.

#### Line 18: Can any resulting loss be recognized?

The shareholders should not recognize any gain or loss as a result of the Reorganization.

#### Line 19: Provide any other information necessary to implement the adjustment, such as the reportable tax year:

The reportable tax year is 2023 for calendar year taxpayers. For shareholders reporting income on a period other than the calendar year, the reportable year is generally the shareholder's tax year that ends on or includes August 4, 2023.