

Part II Organizational Action *(continued)*

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ [See attached statement](#)

Blank lines for listing applicable Internal Revenue Code sections.

18 Can any resulting loss be recognized? ▶ [See attached statement](#)

Blank lines for indicating if a resulting loss can be recognized.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ [See attached statement](#)

Blank lines for providing other information necessary to implement the adjustment.

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.

DocuSigned by: **Randy Uglem** Signature ▶ **Randy Uglem** Date ▶ **9/18/2023**

Print your name ▶ **Randy Uglem** Title ▶ **President and Chief Executive Officer**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

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.