

Form **8937**  
(December 2017)  
Department of the Treasury  
Internal Revenue Service

### Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

▶ See separate instructions.

#### Part I Reporting Issuer

1 Issuer's name <u>Telesis Bio Inc.</u>		2 Issuer's employer identification number (EIN) <u>45-1216839</u>	
3 Name of contact for additional information <u>Telesis Bio Investor Relations</u>	4 Telephone No. of contact <u>858-228-4115</u>	5 Email address of contact <u>investorrelations@telesisbio.com</u>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <u>10431 Wateridge Circle, Suite 150</u>		7 City, town, or post office, state, and ZIP code of contact <u>San Diego, CA 92121</u>	
8 Date of action <u>May 9, 2024</u>		9 Classification and description <u>Reverse Stock Split - Common Stock</u>	
10 CUSIP number <u>192003200</u>	11 Serial number(s) <u>N/A</u>	12 Ticker symbol <u>TBIO</u>	13 Account number(s) <u>N/A</u>

#### 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 ▶ Effective May 9, 2024, Telesis Bio Inc. ("Issuer") effected a 1-for-18 reverse stock split of all Company common stock outstanding. No fractional shares were issued. Shareholders who would otherwise have been entitled to a fractional share of common stock received (1) whole share in lieu of such fractional share (i.e., "the rounded-up share"). No cash was paid in lieu of fractional shares.

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 ▶ Upon the effective date of the reverse stock split, every eighteen (18) shares of common stock of the Company automatically converted into one (1) share of common stock. As a result, shareholders must allocate the aggregate tax basis in their shares held immediately prior to the reverse stock split among the shares held immediately after the reverse stock split. Shareholders that have acquired different blocks of common stock at different times or at different prices are urged to consult their own tax advisors regarding the allocation of their aggregated adjusted basis among, and the holding period of, that common stock.

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 ▶ See answer to Line 15. While the basis "per share" is impacted, the basis of the shareholder's total investment remains unchanged. Shareholders with blocks of pre-split common stock not divisible by eighteen (18) which reflect pre-split common stock acquired at different times or different prices must replicate such blocks of pre-split common stock in the post-split common stock received pursuant to a formula provided in Treasury regulations that seek to preserve, to the greatest extent possible the basis of a particular block of pre-split common stock in one of more post-split common stock shares received in exchange therefor. This may require the aggregate basis in one block of pre-split common stock to be allocated to post-split common stock in a manner where some post-split common stock blocks may have split basis and holding period segments. Because no fractional shares were issued, the aggregate tax basis of the Corporation common stock held by a shareholder immediately after the reverse stock split could be different than the pre-split aggregate tax basis by an amount equal to the aggregate tax basis allocated to the fractional shares, if any.

**Part II** Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ \_\_\_\_\_

[Section 354 - Exchanges of stock and securities in certain reorganizations](#)

[Section 358 - Basis to distributees](#)

[Section 368 - Definitions relating to corporate reorganizations](#)

18 Can any resulting loss be recognized? ▶ [The reverse stock split is intended to be treated as a reorganization under Section 368\(a\)\(1\)\(E\). Thus, generally, shareholders will not recognize gain or loss except to the extent of cash received in lieu of fractional shares. No cash was paid in lieu of fractional shares for reverse stock split that occurred on May 9, 2024. Furthermore, the federal income tax consequences of the rounded-up shares are unclear. A holder of the pre-reverse stock split shares may recognize income or gain to the extent the value of the rounded-up share exceeds the tax basis of the post-reverse stock split fractional share so "rounded-up". Each shareholder should consult with their tax advisor with respect to the tax consequences of the reverse split.](#)

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ \_\_\_\_\_  
[The adjustment to basis would be taken into account in the tax year during which the 1-for-18 reverse stock split was effected \(e.g. 2024 for calendar year taxpayers\).](#)

[The information set forth in this Form 8937 does not constitute tax advice, does not take into account any shareholder's specific circumstances, and does not purport to be a complete summary of the tax consequences of the reverse stock split to a shareholder.](#)

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.

**Sign Here**  
Signature ▶  Date ▶ 6/7/2024

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