



**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

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

18 Can any resulting loss be recognized? ▶ SEE ATTACHED

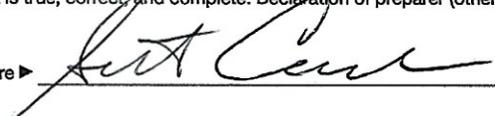
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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 ▶ 4/22/24

Print your name ▶ SCOTT COCKRELL Title ▶ VP OF TAX

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<u>STEVEN DODSON</u>		<u>4/22/24</u>		<u>P01280405</u>
	Firm's name ▶ <u>DELOITTE TAX LLP</u>	Firm's EIN ▶ <u>86-1065772</u>		Phone no. <u>214-840-7000</u>	
	Firm's address ▶ <u>2200 ROSS AVENUE, SUITE 1600 DALLAS, TX 75201-6778</u>				

**Sabre GBL Inc.**

**EIN 75-2109502**

**Attachment to Form 8937**

**Report of Organizational Actions Affecting Basis of Securities**

Disclaimer: The information contained in Form 8937 and this attachment does not constitute tax advice and does not purport to take into account any holder specific circumstances. Holders are urged to consult their own tax advisors regarding U.S. tax consequences of the transaction described herein and the impact to tax basis resulting from the transaction.

**Sabre GLBL Inc.**  
**EIN 75-2109502**  
**Attachment to Form 8937**  
**Report of Organizational Actions Affecting Basis of Securities**

**Form 8937, Part I, Line 10**

See below.

**Form 8937, Part II, Line 14**

On March 7, 2024 (the "Settlement Date"), Sabre GLBL Inc. (the "Issuer" or the "Company") settled a privately negotiated exchange agreement to exchange a portion of its 7.375% Senior Secured Notes due 2025 (the "September 2025 Notes") and 9.250% Senior Secured Notes due 2025 (the "April 2025 Notes" and, together with the September 2025 Notes, the "Existing Notes") for cash and Sabre GLBL's 8.625% Senior Secured Notes due 2027 (the "Additional New Notes"). The Additional New Notes are fungible with the Company's 8.625% Senior Secured Notes due 2027 (the "New Notes") issued on September 7, 2023 in connection with a prior exchange. The following is a summary of the Existing Notes that were surrendered in the exchange on the Settlement Date (the "Exchange"):

	<b>CUSIP</b>	<b>Principal Amount Exchanged</b>	<b>Interest Rate</b>	<b>Maturity</b>
September 2025 Notes	78573NAF9 (144A); U86043AD5 (Reg. S)	\$36,223,000	7.375%	9/1/2025
April 2025 Notes	78573NAC6 (144A); U86043AC7 (Reg. S)	\$7,348,000	9.250%	4/15/2025

Pursuant to the Exchange, approximately \$36.2 million and \$7.3 million of September 2025 Notes and April 2025 Notes, respectively, were exchanged by the Company on the Settlement Date for an equal principal amount of Additional New Notes plus approximately \$6.5 million principal amount of Additional New Notes, an increase of approximately 15% to the principal amount of Existing Notes (the "Premium"). In aggregate, the Company issued \$50,090,000 principal amount of Additional New Notes. Holders received cash to the extent that accrued and unpaid interest on the Existing Notes exceeded accrued and unpaid interest on the Additional New Notes as of the Settlement Date. The Exchange had the effect of extending the maturity date and changing the interest rate payable to 8.625%.

Interest on the Additional New Notes is payable in cash semiannually at a rate of 8.625% per annum. The Company may redeem all or a part of the notes at any time prior to March 1, 2025 at a make-whole price, plus accrued and unpaid interest. In addition, on and after March 1, 2025, the Company may redeem all or a portion of the notes at the redemption prices (expressed as percentages of the aggregate principal

amount thereof) of 104.313% beginning March 1, 2025, 102.156% beginning March 1, 2026, or 100% beginning March 1, 2027. The Additional New Notes mature on June 1, 2027. Following is a summary of the terms of the Additional New Notes:

	<b>CUSIP</b>	<b>Principal Amount</b>	<b>Interest Rate</b>	<b>Maturity</b>
Additional New Notes	78573NAJ1 (144A); U86043AG8 (Reg. S)	\$50,090,000	8.625%	6/1/2027

**Form 8937, Part II, Line 15**

This Form 8937 addresses the tax consequences to an Existing Note holder that participated in the Exchange. Existing holders that participated in the Exchange are referred to as the “Participating Holders.”

The Issuer intends to treat the Exchange as a significant modification (i.e., a debt-for-debt exchange) under Treas. Reg. § 1.1001-3. The tax consequences of the Exchange to a Participating Holder will depend on whether the Existing Notes surrendered and the Additional New Notes received therefor represent “securities” for purposes of the rules providing for nontaxable recapitalizations under section 368(a)(1)(E). If the Existing Notes and the Additional New Notes constitute “securities,” the Exchange should be treated as a nontaxable recapitalization under section 368(a)(1)(E). To the extent that either the Existing Notes or Additional New Notes are not securities, the Exchange does not qualify as a nontaxable recapitalization.

The Issuer does not intend to treat the Existing Notes and the Additional New Notes as securities for this purpose. Accordingly, the Company does not intend to treat the exchange of Existing Notes of a particular series for Additional New Notes as a recapitalization for U.S. tax purposes. If the Exchange does not qualify as a recapitalization, a Participating Holder will recognize gain or loss with respect to the exchange in an amount equal to the difference between (i) the sum of the cash received, if any (other than any cash received with respect to accrued and unpaid interest, which will be treated as interest) and the issue price of the Additional New Notes received in the Exchange and (ii) the Participating Holder’s adjusted tax basis in its Existing Notes of a particular series on the date of the Exchange.

If, contrary to the Issuer’s expectation, the exchange of Existing Notes of a particular series for Additional New Notes is treated as a recapitalization, a Participating Holder will not recognize loss on the exchange, but will recognize gain, if any, equal to the lesser of (i) the amount of “boot” received in the exchange and (ii) the gain realized, which is equal to the excess of the amount realized over the U.S. holder’s adjusted tax basis in the Existing Notes of such series surrendered. The amount realized is the sum of the issue

price of the Additional New Notes and the cash received pursuant to the Exchange (other than cash received with respect to accrued and unpaid interest, which will be treated as interest). The amount of boot is equal to the sum of any cash received (other than cash received with respect to accrued and unpaid interest, which will be treated as interest) and the fair market value (on the date of the exchange) of any excess of the principal amount of the Additional New Notes received over the principal amount of the Existing Notes of such series surrendered. Participating Holders should consult their tax advisors to determine the tax consequences of the Exchange to them.

**Form 8937, Part II, Line 16**

If the Exchange is not a recapitalization, a Participating Holder will recognize gain or loss upon the exchange of an interest in the Existing Notes for an interest in the Additional New Notes received. In that event, a holder generally will have an initial tax basis in an Additional New Note received pursuant to the Exchange equal to its issue price.

If the Exchange represents a recapitalization, a Participating Holder will have a tax basis in the Additional New Notes received in the Exchange (apart from any portion thereof that may be allocable to accrued, unpaid interest on the notes surrendered) equal to the tax basis of the notes surrendered in the Exchange, increased by any gain recognized in the Exchange, and reduced by any cash received in the Exchange.

Participating Holders should consult their tax advisors to determine the tax consequences of the Exchange to them.

**Form 8937, Part II, Line 17**

Sections 354, 358, 368, 1001, 1012 and 1273.

**Form 8937, Part II, Line 18**

To the extent the Exchange is not a recapitalization, the Exchange may result in a loss to a Participating Holder to the extent such holder's tax basis in the Existing Notes surrendered exceeds the sum of any cash received and the issue price of the Additional New Notes received in exchange therefor. The Exchange generally should not result in a loss to Participating Holders to the extent the Exchange is a non-taxable recapitalization.

Participating Holders should consult their tax advisors to determine the tax consequences of the Exchange to them.