



**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.

Multiple horizontal lines for listing applicable Internal Revenue Code sections.

18 Can any resulting loss be recognized? ▶ See attached.

Multiple horizontal lines for providing information regarding resulting loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ See attached.

Multiple horizontal 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.

Sign Here

Signature ▶ Scott Gedris Date ▶ 2/6/2020

Print your name ▶ Scott Gedris Title ▶ Vice President, Global Tax

**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.	

## Attachment to Form 8937

### Form 8937, Part II, Box 14:

The parties to the organizational action include Owens-Illinois, Inc. ("OI, Inc."), O-I Glass, Inc. ("Glass"), and Paddock Enterprises, LLC ("Paddock").

Prior to the organizational action, the relevant company structure was as follows: OI, Inc. was the sole shareholder of Glass and Glass was the sole member of Paddock. At all times, Paddock has been an entity disregarded as separate from Glass for U.S. federal income tax purposes.

Pursuant to the Agreement and Plan of Merger by and among OI, Inc., Glass and Paddock dated December 26, 2019, OI, Inc. merged with and into Paddock with Paddock surviving and OI, Inc. ceasing its separate corporate existence under Delaware law (the "Merger") effective on December 26, 2019, 10:00 a.m. Eastern Time. Paddock (i.e., the universal successor of OI, Inc.) continued as a direct wholly owned subsidiary of Glass and succeeded to all assets and liabilities of OI, Inc. by operation of Delaware law as a result of the Merger. Upon effectiveness of the Merger and pursuant to the Agreement and Plan of Merger, all shares (or rights thereof) of OI, Inc. held immediately prior to the Merger were automatically converted into the equivalent corresponding shares (or rights thereof) of Glass, having the same designations, rights, powers and preferences and the qualifications, limitations, and restrictions as the corresponding share of OI, Inc. being converted. This resulted in the (former) shareholders of OI, Inc. immediately prior to the Merger holding all outstanding shares in Glass following the Merger. Due to the nature of the Merger, the Merger and the conversion of the O-I, Inc. shares are one single transaction under Delaware law, i.e. besides the Merger, no further legal steps are required to issue the shares in Glass to the (former) shareholders of OI, Inc.

### Form 8937, Part II, Box 15:

The Merger is intended to qualify for U.S. federal income tax purpose as a "reorganization" within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended (the "Code"). As such, the Merger should be tax-free to OI, Inc. and its shareholders for U.S. federal income tax purposes. With respect to U.S. holders of OI, Inc. stock, for U.S. federal income tax purposes, the aggregate tax basis of the Glass stock received by the OI, Inc. shareholders should be the same as the aggregate adjusted tax basis of the OI, Inc. stock exchanged therefor.

### Form 8937, Part II, Box 16:

There should be no change in basis as result of the organization action.

### Form 8937, Part II, Box 17:

The applicable Code sections and subsections upon which the tax treatment is based are as follows: 368(a), 358(a).

### Form 8937, Part II, Box 18:

In general, a U.S. holder of OI, Inc. stock should not recognize any gain or loss for U.S. federal income tax purposes as a result of the Merger with respect to the exchange of such U.S. holder's OI, Inc. stock for Glass stock.

### Form 8937, Part II, Box 19:

The Merger was effective December 26, 2019, therefore, the reportable tax year is the year of the shareholder that includes such date.

The information contained herein does not constitute tax advice and does not purport to be a complete discussion or describe the tax consequences that may apply to any particular U.S. holder of OI, Inc.

stock. U.S. holders of OI, Inc. stock are urged to consult their own tax advisors with respect to the tax consequences of the Merger applicable to their particular circumstances.