

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

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

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

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 ▶ 05/09/2025

Print your name ▶ Karen S. Dean Title ▶ Senior 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.

LUMEN TECHNOLOGIES, INC.

EIN: 72-0651161

LEVEL 3 FINANCING, INC.

EIN: 47-0735805

ATTACHMENT TO IRS FORM 8937

**REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES
AND ISSUER STATEMENT PURSUANT TO TREAS. REG. SECTION 1.1273-2(f)(9)**

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended (the “Code”) and Treas. Reg. Section 1.1273-2(f)(9). The information herein does not constitute tax advice. Noteholders are urged to consult their own tax advisors regarding the U.S. federal income tax consequences of the exchanges described herein and the tax basis resulting from the exchanges, including the applicability and effect of all U.S. federal, state and local and non-U.S. tax laws.

Part I, Line 10 – Classification and description; CUSIP number.

Old Loans

Issuer	Description	CUSIP Numbers
Level 3	Term B-1 and Term B-2 Loans	52729KAR7 52729KAS5

New Loan

Issuer	Description	CUSIP Numbers
Level 3	Term B-3 Loan	52729KAT3

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.

On March 27, 2025, Level 3 Financing, Inc. (“Level 3”), an indirect subsidiary of Lumen Technologies, Inc., refinanced all of the outstanding secured term B-1 and B-2 loan facilities under its existing Credit Agreement, dated March 22, 2024 (together, the “Old Term B Loans”) and entered into an amendment to the existing Credit Agreement (“1st Amendment”) to reduce the pricing on Level 3’s term loan facility and extend the maturity date.

Specifically, the Old Term B Loans in aggregate principal amount of \$2,400,000,000 were converted and exchanged for the New Level 3 \$2.4 billion term loan (“New Term B-3 Loan”) maturing in 2032 and priced at Term SOFR + 4.25% (the “Exchange”) pursuant to the conditions set forth in the 1st Amendment made effective on March 27, 2025.

Part II, 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 Exchange would result in a debt-for-debt exchange with respect to the Old Term B Loans pursuant to Section 1001 of the Code if the applicable exchange results in a “significant modification” of such Old Term B Loans. Level 3 intends to take the position that the Exchange gave rise to a “significant modification” of the Old Term B Loans pursuant to Section 1001 of the Code and Treas. Reg. Section 1.1001-3. Accordingly, holders of the Old Term B Loans that participated in the Exchange (the “Participating Holders”) are expected to realize gain or loss as a result of the Exchange. Whether such gain or loss may be recognized will depend on the tax treatment of the relevant Exchange, as described below.

The tax treatment of the Exchange depends on whether the Exchange constitutes a “reorganization” pursuant to Section 368(a)(1)(E) of the Code. Reorganization treatment in turn generally depends on whether both the Old Term B Loans and the New Term B-3 Loan received in exchange therefor constitute a “security” for purposes of the reorganization provisions of the Code. Whether a debt instrument is a “security” for this purpose is based on all facts and circumstances.

Recapitalization Treatment: If the Exchange qualifies for reorganization treatment pursuant to Section 368(a)(1)(E) of the Code, the Participating Holders are generally not expected to recognize gain or loss with respect to the Exchange, except that any gain will be recognized to the extent of any cash or other property received by the Participating Holders (other than cash received in respect of accrued and unpaid interest on the Old Term B Loans, which will be taxable as ordinary interest income to the extent not previously included in income).

Taxable Exchange: If the Exchange does not qualify for reorganization treatment pursuant to Section 368(a)(1)(E) of the Code, the Participating Holders are generally expected to recognize gain or loss equal to the difference between (i) the “issue price” of the applicable New Term B-3 Loan and any cash or other property received by the Participating Holders (other than cash received in respect of accrued and unpaid interest on the applicable Old Term B Loans, which will generally be taxable as ordinary interest income to the extent not previously included in income) and (ii) the Participating Holders’ tax basis in the Old Term B Loans. Lumen Technologies, Inc. and Level 3 have determined and intends to take the position that, for U.S. federal income tax purposes, the New Term B-3 Loan has an “issue price” of \$985 per \$1,000 stated principal amount.

Part II, 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.

See response to Line 15 above.

To the extent any Exchange is treated as a “reorganization” under Section 368(a)(1)(E) of the Code, a Participating Holder’s initial tax basis in the applicable New Term B-3 Loan received in the Exchange generally would equal such Participating Holder’s aggregate adjusted tax basis in the applicable Old Term B Loans surrendered immediately prior to the Exchange, increased by the amount of any gain recognized with respect to the Exchange and decreased by the amount of any cash or other property received by such Participating Holder in the Exchange.

To the extent the Exchange does not qualify as a “reorganization” under Section 368(1)(E) of the Code and is thus treated as a taxable exchange for U.S. federal income tax purposes, a Participating Holder’s initial tax basis in the New Term B-3 Loan received in the Exchange generally will equal the “issue price” of such New Term B-3 Loan. As stated above, Level 3, as applicable, has determined and intends to take the position that, for U.S. federal income tax purposes the New Term B-3 Loan has an “issue price” of \$985 per \$1,000 stated principal amount.

Part II, Line 17 – List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.

Sections 354, 356, 368, 1001, 1012 and 1273 of the Code.

Part II, Line 18 – Can any resulting loss be recognized?

To the extent the Exchange is treated as a “reorganization” under Section 368(a)(1)(E) of the Code, the applicable Participating Holders should not recognize loss on the Exchange.

To the extent the Exchange, as applicable, is treated as a taxable exchange for U.S. federal income tax purposes, the Participating Holders may recognize loss on the Exchange. See response to Line 15 above for circumstances that may result in a loss to a Participating Holder.

Part II, Line 19 – Provide any other information necessary to implement the adjustment, such as the reportable tax year.

The Exchange was effective on March 27, 2025. The reportable tax year for the Exchange for a Participating Holder is the Participating Holder’s tax year that includes the date of the Exchange.