



**Part II** Organizational Action *(continued)*

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

**PLEASE REFER TO "ATTACHMENT TO FORM 8937 - PART II"**

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**18** Can any resulting loss be recognized? ▶ \_\_\_\_\_

**PLEASE REFER TO "ATTACHMENT TO FORM 8937 - PART II"**

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

**PLEASE REFER TO "ATTACHMENT TO FORM 8937 - PART II"**

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**Sign Here** 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.

Signature ▶  Date ▶ 10-18-2024

Print your name ▶ **Gregory McConnie** Title ▶ **Vice-President**

<b>Paid Preparer Use Only</b>	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.

**Brookfield Wealth Solutions Ltd.**

**Re-Designation of Class A-1 Exchangeable Shares as Class A Exchangeable Shares**

**Attachment to Form 8937 – Part II**

*IRS Form 8937 (Report of Organizational Actions Affecting Basis of Securities) is being made available by Brookfield Wealth Solutions Ltd. (“BWS”) pursuant to Section 6045B of the Internal Revenue Code of 1986, as amended, which requires issuers of certain securities to report organizational actions that affect the U.S. federal income tax basis of holders of the securities.*

*The information contained herein does not constitute tax advice and does not purport to be complete or to describe the consequences that may apply to particular categories of shareholders. BWS does not provide tax advice to its shareholders. Any examples herein are illustrative and are furnished pursuant to Section 6045B of the Internal Revenue Code solely as a convenience to shareholders and their tax advisers in establishing their specific tax positions. Shareholders are urged to consult their own tax advisers regarding the tax consequences of the matters addressed herein in light of their particular circumstances.*

**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 August 29, 2024, the board of directors of BWS made effective an amendment to re-designate all issued and outstanding class A-1 exchangeable shares as class A exchangeable shares on a one-for-one basis (the “**Re-Designation Amendment**”). BWS was known as “Brookfield Reinsurance Ltd.” prior to a name change that became effective on September 6, 2024. The Re-Designation Amendment and name change are described in greater detail in the Management Information Circular dated July 22, 2024 (the “**Circular**”), available at <https://www.sedarplus.ca>.

**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.

Based on BWS’s intended treatment of the Re-Designation Amendment as a tax-free reorganization for U.S. federal income tax purposes, a U.S. shareholder whose class A-1 exchangeable shares were re-designated as class A exchangeable shares pursuant to the Re-Designation Amendment should have an aggregate tax basis in such class A exchangeable shares equal to the shareholder’s aggregate tax basis in the class A-1 exchangeable shares so re-designated.

The foregoing consequences reflect BWS’s intended treatment of the class A-1 exchangeable shares as stock of BWS for all U.S. federal income tax purposes. However, such treatment is uncertain, as described in greater detail in the Circular under the heading “Certain Material Income Tax Considerations – Certain

Material United States Federal Income Tax Considerations.” U.S. shareholders are urged to consult their tax advisers regarding the U.S. federal income tax consequences of the Re-Designation Amendment.

**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.**

As described in the response to Line 15 above, a U.S. shareholder whose class A-1 exchangeable shares were re-designated as class A exchangeable shares pursuant to the Re-Designation Amendment should have an aggregate tax basis in such class A exchangeable shares equal to the shareholder’s aggregate tax basis in the class A-1 exchangeable shares so re-designated.

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

Sections 354(a), 358(a), and 368(a).

**Line 18**      **Can any resulting loss be recognized?**

Based on BWS’s intended treatment of the Re-Designation Amendment as a tax-free reorganization for U.S. federal income tax purposes, a U.S. shareholder should not recognize loss upon the re-designation of class A-1 exchangeable shares into class A exchangeable shares pursuant to the Re-Designation Amendment.

The foregoing consequences reflect BWS’s treatment of the class A-1 exchangeable shares as stock of BWS for all U.S. federal income tax purposes. However, such treatment is uncertain, as described in greater detail in the Circular under the heading “Certain Material Income Tax Considerations – Certain Material United States Federal Income Tax Considerations.” U.S. shareholders are urged to consult their tax advisers regarding the U.S. federal income tax consequences of the Re-Designation Amendment.

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

The Re-Designation Amendment became effective on August 29, 2024. The determination of tax basis described above is taken into account in the taxable year of the shareholder during which the Re-Designation occurred. For calendar year taxpayers, the applicable taxable year is therefore 2024.