

► See separate instructions.

Part I	Reporting Issuer
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1 Issuer's name Qualtek LLC		2 Issuer's employer identification number (EIN) 46-0777008	
3 Name of contact for additional information Matthew J. McColgan		4 Telephone No. of contact 484-804-4500	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 475 Sentry Parkway E, Suite 200		5 Email address of contact mmccolgan@qualtekservices.com	
8 Date of action March 16, 2023		7 City, town, or post office, state, and ZIP code of contact Blue Bell, PA 19422	
9 Classification and description Amendment of Credit Agreement / Debt Modification			
10 CUSIP number 74759XAD7	11 Serial number(s) N/A	12 Ticker symbol N/A	13 Account number(s) N/A

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 ► [See attached.](#)

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 ► [See attached.](#)

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 attached.](#)

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 ► See attached.

**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 ►

Print your name ►

Matthew J. McColgan

Date ►

4/28/2023

Title ▶
Date

Title ▶ Chief Financial Officer

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ►

Firm's address ►

Phone no.

Attachment to Form 8937, Report of Organizational Action Affecting Basis of Securities

This information is being provided pursuant to the public reporting requirements under Section 6045B of the Internal Revenue Code of 1986, as amended (the “Code”) and includes a general summary regarding the potential application of certain U.S. federal income tax laws and regulations related to the effects of the Exchange (as defined below). In accordance with Treasury Regulations Section 1.6045B-1(a)(2)(ii), this information is based on reasonable assumptions of facts that could not be determined before the due date. To the extent that the facts result in a different quantitative effect on the basis from what is reported herein, the Company intends to file a corrected return within 45 days of such determination.

Holders of the Existing Term Loans and New Term Loans (each as defined below) are urged to consult their tax advisors regarding the particular tax consequences of the Exchange (as defined below) to them, including the applicability and effect of all U.S. federal, state and local and non-U.S. tax laws.

Part II: Organizational Action

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 16, 2023 (the “Amendment Date”), Qualtek Buyer LLC, a Delaware limited liability company, Qualtek LLC, a Delaware limited liability company (“Company”), the lenders party thereto, Citibank, N.A., as administrative agent, and the other parties thereto entered into Amendment No. 3 (the “Credit Agreement Amendment”) with respect to the existing Term Credit and Guaranty Agreement dated as of July 18, 2018 (the “Existing Credit Agreement”). The Credit Agreement Amendment altered certain provisions applicable to certain of the Term Loans that were outstanding under the Existing Credit Agreement prior to the Amendment Date (the “Existing Term Loans”).

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.

Although not free from doubt and the Company is continuing to evaluate this conclusion, we believe that the Credit Agreement Amendment may be treated as a “significant modification” of the Existing Term Loans for U.S. federal income tax purposes under Treasury Regulations Section 1.1001-3, resulting in a deemed exchange (the “Exchange”) of the Existing Term Loans for new term loans with terms reflecting the Credit Agreement Amendment (the “New Term Loans”) for U.S. federal income tax purposes to holders participating in the Exchange.

If the Exchange results in a deemed exchange under Section 1001 of the Code, then the Exchange is expected to be a fully taxable transaction for U.S. federal income tax purposes. In that case, a holder’s aggregate tax basis in the New Term Loans received in the Exchange generally would equal the issue price of the New Term Loans, as described in Line 16, below.

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.

If the Exchange results in a deemed exchange under Section 1001 of the Code, then the basis in a holder's New Term Loans will generally be calculated in the manner described above in Line 15. The Company expects that the issue price of the New Term Loans will be determined pursuant to Treasury Regulations Section 1.1273-2(b) or (c) and intends to report the issue price of the New Term Loans separately pursuant to Treasury Regulations Section 1.1273-2(f)(9). The Company is continuing to investigate the facts and circumstances of the Exchange in order to determine the issue price of the New Term Loans (including the nature of certain quotes with respect to the Existing Term Loans and whether there have been any trades with respect to the New Term Loans) and intends file an updated Form 8937 when such investigation is complete.

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

Sections 1001, 1012 and 1273 of the Code.

18. Can any resulting loss be recognized?

The Exchange may result in loss recognition to a holder if such holder's tax basis in its Existing Term Loans exceeds the issue price of the New Term Loans. A holder is urged to consult its tax advisors about the possibility of recognition of loss (if any) on the Exchange.

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

The reportable tax year is 2023 with respect to calendar-year taxpayers.