

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 attachment.](#)

18 Can any resulting loss be recognized? ▶ [See attachment.](#)

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ [See attachment.](#)

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 ▶ _____

Print your name ▶ [Signed copy available upon request](#) Title ▶ _____

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.

granted to such holder in Section 262 of the Delaware General Corporation Law) was cancelled and converted into the right to receive 1.0143 shares of Parent common stock. No fractional shares of Parent common stock were issued in the Merger. Instead, Vimeo stockholders received cash in lieu of fractional shares of Parent common stock. The Merger is intended to qualify as (a) a reorganization within the meaning of Section 368(a) of the Code and/or (b) together with certain transactions undertaken as part of the separation of Parent from IAC, as an exchange described in Section 351(a) of the Code. The following descriptions and calculations assume that the Merger so qualifies.

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 receipt by a Vimeo stockholder of Parent common stock in exchange for Vimeo voting common stock or Vimeo non-voting common stock in the Merger has an effect on such stockholder's tax basis.

A Vimeo stockholder who exchanges its shares of Vimeo voting common stock or Vimeo non-voting common stock for shares of Parent common stock in the Merger generally will not recognize any gain or loss for U.S. federal income tax purposes, except with respect to cash, if any, received in lieu of fractional shares of Parent common stock. Each Vimeo stockholder's aggregate tax basis in the shares of Parent common stock received in the Merger (including any fractional share of Parent common stock for which cash was received) will equal such Vimeo stockholder's aggregate adjusted tax basis in the shares of Vimeo voting common stock or Vimeo non-voting common stock surrendered in the Merger. If a Vimeo stockholder held different blocks of Vimeo voting common stock or Vimeo non-voting common stock (i.e., shares acquired at different times or different prices) at the time of the Merger, such stockholder should consult its own tax advisor with respect to the determination of any gain and the tax bases of particular shares of Parent common stock received in the Merger.

Each Vimeo stockholder who receives cash in lieu of a fractional share of Parent common stock generally will recognize capital gain or loss equal to the difference between the amount of cash received and the tax basis in such fractional share, determined as described above.

Line 16. Describe the calculation of the change in basis and the data that supports the calculation, such as the market value of securities and the valuation date.

The following is an example of how the above-described approach to basis determination would apply with respect to recipients of Parent common stock in the Merger, which assumes that all shares of Vimeo voting common stock were acquired on the same date and at the same price and that no cash is received in lieu of fractional shares of Parent common stock:

Assumptions:

- Shares of Vimeo voting common stock owned immediately prior to the Merger: 1,000
- Shares of Vimeo non-voting common stock owned immediately prior to the Merger: 0

- Vimeo stockholder's aggregate tax basis in Vimeo voting common stock (assumed to be \$30.00 per share): \$30,000

Aggregate tax basis in shares of Parent common stock received in the Merger: \$30,000

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

Section 368(a), Section 354, Section 356 and Section 358.

Line 18. Can any resulting loss be recognized?

Vimeo stockholders generally may not recognize any loss for U.S. federal income tax purposes as a result of the Merger, except with respect to cash, if any, received in lieu of fractional shares.

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

The Merger was effective on May 25, 2021. For a Vimeo stockholder whose taxable year is the calendar year, the reportable tax year is 2021.