

OMB No. 1545-0123

► See separate instructions.

1 Issuer's name		2 Issuer's employer identification number (EIN)	
Integer Holdings Corporation		16-1531026	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Kristen Stewart	214-618-5243	ir@integer.net	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and ZIP code of contact	
5830 Granite Parkway, Suite 1150		Plano, TX 75024	
8 Date of action		9 Classification and description	
March 18, 2025		See Attachment	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
See Attachment	N/A	ITGR	N/A

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 Attachment](#)

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 Attachment](#)

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 Attachment](#)

Integer Holdings Corporation
EIN: 16-1531026
Date of Action: March 18, 2025
Attachment to Form 8937

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

The information in this document does not constitute tax advice and is not intended or written to be used, and cannot be used, for the purpose of avoiding penalties under the Internal Revenue Code of 1986, as amended (the “Code”). Holders of the Convertible Notes (as defined below) should consult their own tax advisors regarding the tax consequences of the transactions to them, including the applicability and effect of all U.S. federal, state, and local and non-U.S. tax laws.

Form 8937, Part I, Boxes 9 and 10

<u>Classification and Description (Box 9)</u>	<u>CUSIP Number (Box 10)</u>
Convertible Notes (as defined below)	45826HAB5
Exchange Shares (as defined below)	4582H109

Form 8937, 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 13, 2025, Integer Holdings Corporation (the “Company”) entered into separate, privately negotiated agreements with a limited number of holders (the “Holders”) of the Company’s 2.125% convertible senior notes due 2028 (the “Convertible Notes”) to exchange approximately \$383.7 million aggregate principal amount of Convertible Notes for an aggregate of approximately \$384.4 million in cash (inclusive of accrued interest and amounts in lieu of fractional shares) and 1,553,806 shares of the Company’s common stock (the “Exchange Shares”). On March 18, 2025 (the “Closing Date”), the Company closed the separate, privately negotiated transactions (the “Exchange”) with the Holders. The last reported price per share of the Company’s common stock (the “Stock”) on the Closing Date was \$119.05. Information disclosed herein is provided with respect to Holders.

Form 8937, 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.

For U.S. federal income tax purposes, the Company intends to take the position that the Convertible Notes are securities and that the Exchange qualifies as a “recapitalization” within the meaning of Section 368(a)(1)(E) of the Code (a “Recapitalization”).

If the Exchange qualifies as a Recapitalization for U.S. federal income tax purposes, gain, but not loss, would be recognized by the U.S. holder equal to the excess of the fair market value of the Exchange Shares and cash received (other than amounts attributable to accrued but unpaid interest, which will be treated as such) over the U.S. holder’s adjusted tax basis in the Convertible Note, but in no event would the gain recognized exceed the amount of cash received (excluding any cash received attributable to accrued but unpaid interest or in lieu of a fractional share). The tax basis of the Exchange Shares received (including any fractional share deemed to be received by the U.S. holder) would equal the adjusted tax basis of the Convertible Note that was exchanged, reduced by the amount of any cash received (excluding cash received attributable to accrued but unpaid interest or in lieu of a fractional share or), and increased by the amount of gain, if any, recognized (other than gain recognized on any cash received with respect to a fractional share).

Alternatively, if the Exchange does not qualify as a Recapitalization for U.S. federal income tax purposes, such Exchange would be a taxable transaction for U.S. federal income tax purposes. In that case, a Holder's aggregate tax basis in the Exchange Shares received in the Exchange generally would equal the fair market value of the Exchange Shares on the Closing Date. The last reported price per share of the Company's Stock on the Closing Date was \$119.05.

Form 8937, 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 date.

The basis in a Holder's Exchange Shares received in the Exchange is calculated in the same manner described above in Line 15.

Form 8937, 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, 358, 368, 1001 and 1012 of the Code.

Form 8937, Part II, Line 18 – Can any resulting loss be recognized?

To the extent a loss is realized in a transaction that qualifies as a Recapitalization for U.S. federal income tax purposes, no loss would be recognized for U.S. federal income tax purposes. If the Exchange does not qualify as a Recapitalization for U.S. federal income tax purposes, the Exchange may result in a loss to a holder that can be recognized for U.S. federal income tax purposes.

Form 8937, Part II, Line 19 – Provide any other information necessary to implement the adjustment, such as reportable tax year.

The reportable tax year is 2025 with respect to calendar-year taxpayer.