

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.

Blank lines for listing Internal Revenue Code sections.

18 Can any resulting loss be recognized? ▶ See attachment.

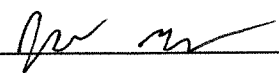
Blank lines for providing information regarding resulting loss recognition.

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

Blank lines for providing other necessary information for the adjustment.

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 ▶ 5/21/25

Print your name ▶ Justin Trojanowski Title ▶ Corporate Controller

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.			

Tempest Therapeutics, Inc.
EIN: 45-1472564
Attachment to Form 8937

Form 8937, Part I, Box 9:

Tempest Therapeutics, Inc. common stock

Form 8937, Part I, Box 10:

CUSIP number: 87978U207

Form 8937, Part II, Box 14:

On December 3, 2024, the Company held a special meeting of stockholders at which its stockholders approved a proposal to effect an amendment to the Company's Restated Certificate of Incorporation to implement a reverse stock split. On April 4, 2025, the Company's board of directors approved the filing of a certificate of amendment to the Company's Restated Certificate of Incorporation with the Secretary of State of the State of Delaware to affect the one-for-thirteen (1:13) reverse stock split of its outstanding common stock (the "Reverse Stock Split").

On April 8, 2025, the Company effected the Reverse Stock Split. Pursuant to their terms, a proportionate adjustment was made to the per share exercise price and number of shares issuable under all of the Company's outstanding options and warrants, and the number of shares authorized for issuance pursuant to the Company's equity incentive plans have been reduced proportionately. The Reverse Stock Split did not reduce the number of authorized shares of common stock and did not alter the par value.

No fractional shares were issued as a result of the Reverse Stock Split. Stockholders of record who would have otherwise been entitled to receive a fractional share received a cash payment in lieu thereof. The Reverse Stock Split affected all stockholders proportionately and did not affect any stockholder's percentage ownership of the Company's common stock (except to the extent that the Reverse Stock Split resulted in any stockholder owning only a fractional share).

Form 8937, Part II, Box 15:

Shareholders are required to allocate their aggregate tax basis in their existing shares of common stock held immediately prior to the Reverse Stock Split among their shares of common stock held immediately after the Reverse Stock Split. Shareholders that have acquired different blocks of common stock at different times or at different prices should consult their own tax advisors regarding the allocation of the tax basis of such shares.

Form 8937, Part II, Box 16:

See response to Box 15, above. While the basis "per share" is impacted, the basis of the shareholder's total investment remains unchanged. Shareholders with blocks of pre-split shares of common stock not divisible by thirteen (13) or which reflect pre-split shares of common stock acquired at different times or different prices must replicate such blocks of pre-split shares of common stock in the post-split shares of common stock received pursuant to a formula provided in Treasury regulations that seeks to preserve, to the greatest extent possible, the basis of a particular block of pre-split shares of common stock in one or more post-split shares of common stock received in exchange thereof. This may require the aggregate

basis in one block of pre-split shares of common stock to be allocated to post-split shares of common stock in a manner where some post-split shares of common stock may have split basis and holding period segments.

Form 8937, Part II, Box 17:

The Reverse Stock Split is a non-taxable recapitalization pursuant to Section 368(a)(1)(E) of the Internal Revenue Code. Section 354(a)(1) provides that, in relevant part, no gain or loss shall be recognized if stock in a corporation is exchanged solely for stock in such corporation in a recapitalization. Section 358(a) provides that, in relevant part, the tax basis of stock in a corporation received in a recapitalization exchange will be the same as the tax basis in the stock exchanged. Tax treatment of the receipt of cash in lieu of fractional stock is tested under Section 302 and will depend on each shareholder's specific facts and circumstances.

Form 8937, Part II, Box 18:

Except for shareholders receiving cash in lieu of fractional shares, the Reverse Stock Split is intended to be treated as a recapitalization for U.S. federal income tax purposes. Therefore, shareholders generally should not recognize gain or loss upon the Reverse Stock Split. A shareholder who receives cash in lieu of a fractional share pursuant to the Reverse Stock Split should recognize a capital gain or loss in an amount equal to the difference between the amount of cash received and the holder's tax basis in the shares of common stock surrendered that is allocable to such share. Such capital gain or loss should be a long-term capital gain or loss if the shareholder's holding period for the shares of common stock surrendered exceeded one year at the effective date of the Reverse Stock Split. Shareholders should consult their own tax advisor with respect to the tax consequences resulting from the Reverse Stock Split.

Form 8937, Part II, Box 19:

The reportable tax year for reporting the tax effect of the Reverse Stock Split is the taxable year that includes April 8, 2025 (e.g. 2025 for calendar-year taxpayers).