

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

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 ▶ *Kirk R VanderbEEK* Date ▶ March 13, 2026
Print your name ▶ KIRK R VANDERBEEK Title ▶ ACCOUNTING DIRECTOR - TAX

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.	

SM Energy Company
EIN: 41-0518430

Attachment to Form 8937 – Part II

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended (the “**Code**”), and includes a general summary regarding the application of certain U.S. federal income tax laws and regulations relating to the effects of the Civitas Resources, Inc. Merger (as defined below) on the U.S. holders (as defined below). The information contained herein does not constitute tax advice, nor does it purport to be complete or describe any U.S. holder’s specific circumstances. U.S. holders are urged to consult their own tax advisors regarding the determinations set forth herein and any tax considerations related to the Civitas Resources, Inc. Merger and their ownership of the SM Energy Company Common Stock (as defined below).

Line 10

SM Energy Company: CUSIP 78454L100

Line 14

Pursuant to the Agreement and Plan of Merger (the “**Merger Agreement**”) dated as of November 2, 2025, between SM Energy Company, a Delaware corporation (“**SM Energy**” or the “**Company**”), Cars Merger Sub, Inc., a Delaware corporation and direct wholly-owned subsidiary of SM Energy (“**Merger Sub**”), and Civitas Resources, Inc., Delaware corporation (“**Civitas**”), (i) Merger Sub merged with and into Civitas, with Civitas surviving as a wholly owned subsidiary of SM Energy (the “**First Company Merger**”), and (ii) immediately following the First Company Merger, Civitas, as the surviving corporation merged with and into SM Energy, with SM Energy continuing as the surviving corporation (the “**Second Company Merger**” and, together with the First Company Merger, the “**Mergers**” or the “**Civitas Merger**”). In connection with the consummation of the Mergers, subject to certain exceptions set forth in the Merger Agreement, each share of common stock, par value \$0.01 per share, of Civitas (“**Civitas Common Stock**”) issued and outstanding immediately prior to the first effective time (other than certain cancelled shares) was converted into the right to receive (i) 1.45 shares (the “**exchange ratio**”) of common stock, par value \$0.01 per share, of SM Energy (“**SM Energy Common Stock**”) and (ii) cash paid in lieu of fractional shares, if any.

For a further description of the Civitas Merger, Civitas Common Stock, or SM Energy Common Stock, please see SM Energy Company’s Registration Statement on Form S-4 (File No. 333-291956), as amended and supplemented, the “**Registration Statement**”), declared effective by the Securities Exchange Commission on December 19, 2025, which is available on SM Energy’s website ([EFFECT - 12/19/2025 - SM Energy Company](#)).

Line 15

For purposes of this Form 8937, the term “*U.S. holder*” has the meaning assigned to it in the Registration Statement, which is available on SM Energy’s website ([S-4/A - 12/17/2025 - SM Energy Company](#)).

The exchange by U.S. holders of shares of Civitas Common Stock for shares of SM Energy Common Stock, pursuant to the Civitas Merger, is expected to qualify as a reorganization pursuant to Section 368(a) of the Code. As such, a U.S. holder’s aggregate tax basis in the shares of SM Energy Common Stock received pursuant to the Mergers (including any fractional share interests in SM Energy Common Stock deemed received and exchanged for cash, as discussed in the Registration Statement) will equal the aggregate adjusted tax basis in the U.S. holder’s shares of Civitas Common Stock for which it exchanged therefor.

The actual tax basis in a U.S. holder’s shares of SM Energy Common Stock will differ for each U.S. holder and will be dependent on the U.S. holder’s tax basis in its shares of Civitas Common Stock exchanged pursuant to the Civitas Merger.

A U.S. holder who receives cash in lieu of a fractional share of SM Energy Common Stock generally will be treated as having received such fractional share pursuant to the Mergers, and then as having sold such fractional share for cash. Gain or loss generally will be recognized based on the difference between the amount of such cash received and the portion of the U.S. holder’s aggregate adjusted tax basis of its shares of Civitas Common Stock surrendered that is allocable to the fractional share of SM Energy Common Stock.

Line 16

See the response to Item 15 above. The aggregate basis in the shares of SM Energy Common Stock received by a U.S. holder in the Civitas Merger (including any fractional share interests in SM Energy Common Stock deemed received and exchanged for cash, as discussed above) will generally be equal to the aggregate basis in the shares of Civitas Common Stock surrendered in exchange therefor.

Line 17

Sections 354, 358, 368, and 1001.

Line 18

See the response to Item 15 above. Generally, a U.S. holder of shares of Civitas Common Stock will not recognize any loss as a result of the Civitas Merger (except for any loss recognized with respect to any cash received in lieu of a fractional share of SM Energy Common Stock). As described in Line 15, a U.S. holder who receives cash in lieu of a fractional share of SM Energy Common Stock generally will be treated as having sold such fractional share for cash and may recognize loss as a result of such sale.

Line 19

The Civitas Merger was effective on January 30, 2026. The stock basis adjustments resulting from the Civitas Merger should be taken into account in the tax year of the U.S. holder that includes January 30, 2026 (e.g., 2026 for calendar year taxpayers).