## Form **8937**(December 2011) Department of the Treasury Internal Revenue Service

## Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-2224

Part I	Report	ting Issue	er				
1 Issuer	's name						2 Issuer's employer identification number (EIN)
Callon Pe	troleum Co	mpany					64-0844345
			al information	5 Email address of contact			
Mitzi P. Conn						(601) 442-1601	MConn@callon.com
6 Numb	er and stree	t (or P.O. b	ox if mail is r	7 City, town, or post office, state, and Zip code of contact			
	e Box 1287			Natchez, MS 39121-1287			
8 Date of action 9 Classification and description							
See below		44	Serial numb	or/n)	Return c	of capital cash distribution 12 Ticker symbol	
io Coair	- number	''	Seliai Hullin	er(5)		12 Ticker Symbol	13 Account number(s)
12	123X409		N/	IA.		CPE-PA	N/A
Part II		zational			dditional	1	ee back of form for additional questions.
							ate against which shareholders' ownership is measured for
	-						<del>-</del>
uie	RI RI	eturn of ca	pital cash d	istribu	ition appr	oved by Board of Director	s based on recorded dates under Part II, item 15.
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15 Desc	cribe the qua	antitative ef	fect of the o	roaniza	ational act	ion on the basis of the secu	rity in the hands of a U.S. taxpayer as an adjustment per
			old basis 🕨				,
Declared	Ex-Date	Record	Payable	Per S	hare Pay	ment	
03/04/16	03/11/16	03/15/16		\$1.2			
06/03/16	06/13/16	06/15/16		\$1.2			
09/02/16	09/13/16	09/15/16		\$1.2			
12/05/16	12/13/16	12/15/16		\$1.2			
12/00/10	12.0,10	12/10/10	12100110	91.2	<u> </u>		
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<b>16</b> Desc	cribe the cal	culation of	the change i	n basis	s and the	data that supports the calcu	lation, such as the market values of securities and the
valua	ation dates I	Change i	in basis equ	ials re	turn of ca	pital cash distribution.	
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Par		Organizational	Action (continued	h		rayea
17		*5			which the tax treatment is based	► IRS Section 312
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18	Call al	ny resulting loss be re	scognized? No			7
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19	Provide	e any other information	on necessary to imple	ement the adjustment, such	as the reportable tax year ▶ Year	ended December 31, 2016
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	Und	er penalties of perjury, l		mined this return, including acc	companying schedules and statements based on all information of which prej	s, and to the best of my knowledge and
Sign Here		$\gamma$	1 t D /		O.I.	112/17
	Orgin	ature Mitri D	Con Con	BY.	Date > Unionia	
Deir		your name ► Mitzi P. Print/Type preparer's		Preparer's signature		Accounting Officer  Charle D # PTIN
Paic Pres	ı barer					Check if self-employed
	Only				,	Firm's EIN ▶
		Firm's address ▶				Phone no.
Send	Form 8	9.37 ROCKLONDO ACCON	ananvina statemente).	to: Department of the Treat	surv. Internal Revenue Service. Or	3000 LIT 9/201_005/