



**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 ATTACHED

**18** Can any resulting loss be recognized? ► SEE ATTACHED

**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ► SEE ATTACHED

**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 ►

*Ty Kearns*

Date ►

8/12/25

Print your name ► TY KEARNS

Title ►

SENIOR VICE PRESIDENT

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if PTIN  
self-employed

Firm's name ►

Firm's EIN ►

Firm's address ►

Phone no.

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

## **Liberty Broadband Corporation**

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

#### **Distribution of GCI Liberty, Inc. Common Stock**

**Disclaimer:** The information in Form 8937 and this attachment is being provided pursuant to the requirements of section 6045B of the Internal Revenue Code of 1986, as amended (the “Code”). The information in Form 8937 and this attachment does not constitute tax advice and does not purport to take into account the specific circumstances that may apply to particular categories of shareholders. Each shareholder is urged to consult his, her, or its tax advisor regarding the consequences of the Distribution (as defined below), including the applicability and effect of all U.S. federal, state, and local tax laws and foreign tax laws. Additional information regarding the U.S. federal income tax consequences of the Distribution, including a discussion of potential alternative treatments of the Distribution, is provided in the Registration Statement on Form S-1 filed by GCI Liberty, Inc. (“GCI Liberty”) with the Securities and Exchange Commission on March 31, 2025, as subsequently amended (the “GCI Liberty Registration Statement”), under the heading “U.S. Federal Income Tax Considerations.”

This information does not apply with respect to any shares of Liberty Broadband Corporation (“LBRD”) common stock sold, exchanged, or otherwise disposed of prior to the Distribution. Holders of LBRD common stock that acquired different blocks of such stock at different times or at different prices should consult their tax advisors regarding the U.S. federal income tax consequences of the Distribution to them.

**Line 14      Describe the organizational action and, if applicable, the date of the action or the date against which the shareholders’ ownership is measured from the action**

On July 14, 2025 (the “Distribution Date”), pursuant to the terms and conditions of the Separation and Distribution Agreement, dated June 19, 2025, by and between LBRD and GCI Liberty, LBRD distributed 100% of the outstanding shares of GCI Liberty’s GCI Group common stock (“GCI Group Common Stock”) to the holders of record of LBRD’s common stock (“LBRD Common Stock”) as of 5:00 p.m., New York City time, on June 30, 2025 (the “Record Date,” and such distribution, the “Distribution”). Pursuant to the Distribution, (i) holders of Series A LBRD Common Stock as of the Record Date received 0.2 of a share of Series A GCI Group Common Stock for each whole share of Series A LBRD Common Stock, (ii) holders of Series B LBRD Common Stock as of the Record Date received 0.2 of a share of Series B GCI Group Common Stock for each whole share of Series B LBRD Common Stock, and (iii) holders of Series C LBRD Common Stock as of the Record Date received 0.2 of a share of Series C GCI Group Common Stock for each whole share of Series C LBRD Common Stock. In each case, cash was received by holders of LBRD Common Stock in lieu of fractional shares of GCI Group Common Stock.

LBRD, GCI Liberty, and Charter Communications, Inc. (“CHTR”) intend to treat, for U.S. federal income tax purposes, (i) the acquisition of LBRD by CHTR pursuant to the Agreement and Plan of Merger entered into by and among LBRD, CHTR, and certain of CHTR’s subsidiaries on November 12, 2024 (the “Combination”) as a “reorganization” under section 368(a) of the Code, (ii) the Distribution and the Combination as occurring pursuant to a single, integrated “plan of reorganization,” and (iii) the GCI Group Common Stock distributed in the Distribution as “other property” (within the meaning of section 356 of the Code) received by holders of LBRD Common Stock pursuant to the plan of reorganization with respect to the Combination. LBRD and CHTR are working to complete the Combination on June 30, 2027, but it is possible that the Combination could be completed on an earlier or later date.

The information in Form 8937 and this attachment assumes that the Combination will occur and that the GCI Group Common Stock distributed in the Distribution is treated as property received pursuant to the plan of reorganization with respect to the Combination.

For a discussion of potential alternative treatments of the Distribution (including in the event the Combination does not occur), please refer to the GCI Liberty Registration Statement under the heading “U.S. Federal Income Tax Considerations.”

**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 effect of the Distribution on the basis of LBRD Common Stock is uncertain. As a threshold matter, the change in the basis of a holder’s LBRD Common Stock resulting from the Distribution generally depends on whether the holder subsequently exchanges such LBRD Common Stock for CHTR’s Class A common stock (“CHTR Class A Common Stock”) pursuant to the Combination (a “Participating Holder”) or, alternatively, disposes of such LBRD Common Stock prior to the closing of the Combination (a “Non-Participating Holder”).

*Basis of LBRD Common Stock – Participating Holders*

As discussed in the GCI Liberty Registration Statement, a Participating Holder is expected to recognize gain (but not loss) on the receipt of GCI Group Common Stock in the Distribution in an amount generally equal to the lesser of (i) the amount by which the sum of the fair market value of the CHTR Class A Common Stock received pursuant to the Combination (including any fractional shares deemed received and sold for cash) and the fair market value of the GCI Group Common Stock received in the Distribution (including any fractional shares deemed received and sold for cash) exceeds such holder’s basis in the LBRD Common Stock with respect to which such CHTR Class A Common Stock and GCI Group Common Stock are or were received,

and (ii) the fair market value of the GCI Group Common Stock received in the Distribution (including any fractional shares deemed received and sold for cash) with respect to such LBRD Common Stock.

It is expected that the Combination will be completed in a taxable year following the taxable year in which the Distribution occurred, and there is limited guidance regarding the proper treatment of the receipt of property other than stock of the acquiring corporation (i.e., CHTR) in these circumstances. Under a “closed transaction” position, a Participating Holder would recognize gain with respect to the GCI Group Common Stock received in the Distribution in the taxable year in which the Distribution occurred. In that case, a Participating Holder may be able to take the position that the CHTR Class A Common Stock to be received in the Combination is valued based on the fair market value of CHTR Class A Common Stock on the Distribution Date for purposes of determining the amount of gain recognized in connection with the Distribution or, alternatively, that the holder should recognize gain equal to the full fair market value of the GCI Group Common Stock received in the Distribution (irrespective of the fair market value ultimately determined for the CHTR Class A Common Stock received pursuant to the Combination). Alternatively, a Participating Holder may be able to take the position that the receipt of GCI Group Common Stock in the Distribution is treated as an “open transaction” pending the closing of the Combination, such that the recognition of any gain with respect to the receipt of such GCI Group Common Stock is deferred until the amount of such gain can be definitively determined when the Combination is completed. It is the position of the IRS, however, that open transaction treatment is appropriate only in “rare and extraordinary” cases. Participating Holders should consult their tax advisors regarding the U.S. federal income tax consequences to them of the receipt of the GCI Group Common Stock in the Distribution.

To the extent the Distribution is properly treated as a closed transaction for a Participating Holder (as described above), the basis of the holder’s LBRD Common Stock is expected to be (i) decreased by the fair market value of the GCI Group Common Stock received with respect to such LBRD Common Stock in the Distribution (including any fractional shares deemed received and sold for cash), and (ii) increased by any gain recognized on the receipt of such GCI Group Common Stock. These adjustments are expected to be reflected in the calculation of the basis of the CHTR Class A Common Stock to be received by the Participating Holder in the Combination.

To the extent the Distribution is properly treated as an open transaction for a Participating Holder (as described above), the basis of the holder’s LBRD Common Stock is expected to be decreased by the fair market value of the GCI Group Common Stock received with respect to such LBRD Common Stock in the Distribution (including any fractional shares deemed received and sold for cash). This decrease is expected to be reflected in the calculation of the basis of the CHTR Class A Common Stock to be received by the Participating Holder in the Combination (with an increase

in the basis of such CHTR Class A Common Stock for any gain recognized with respect to the GCI Group Common Stock received in the Distribution).

*Basis of LBRD Common Stock – Non-Participating Holders*

In accordance with the treatment of the GCI Group Common Stock distributed in the Distribution as property received pursuant to the plan of reorganization with respect to the Combination, LBRD intends to take the position that a Non-Participating Holder is treated as having received such GCI Group Common Stock in redemption of a portion of the holder's LBRD Common Stock (such portion, the "Deemed Redeemed LBRD Stock") in a transaction governed by section 302 of the Code. The Deemed Redeemed LBRD Stock is an amount of LBRD Common Stock having a fair market equal to the fair market value of the GCI Group Common Stock received in the Distribution (including any fractional shares deemed received and sold for cash). However, there can be no assurance that the IRS will not assert (or a court would not sustain) a contrary treatment.

Assuming such treatment applies, the aggregate basis of a Non-Participating Holder's LBRD Common Stock is expected to be reduced by the amount of the holder's basis in the Deemed Redeemed LBRD Stock.

*Basis of GCI Group Common Stock*

With respect to both Participating Holders and Non-Participating Holders, the basis of the GCI Group Common Stock received in the Distribution (including any fractional shares deemed received and sold for cash) is expected to equal the fair market value of such GCI Group Common Stock on the Distribution Date.

Information with respect to the fair market values of GCI Group Common Stock, LBRD Common Stock, and CHTR Class A Common Stock is provided below.

Holders of LBRD Common Stock should consult their tax advisors regarding the effect of the Distribution on the basis of LBRD Common Stock and the basis of GCI Group Common Stock.

**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**

In the case of a Participating Holder that properly treats the Distribution as a closed transaction (as described above), the change in the basis of the holder's LBRD Common Stock resulting from the Distribution depends on the fair market value of the GCI Group Common Stock received in the Distribution and may also depend on the fair market value of CHTR Class A Common Stock. In the case of a Non-Participating Holder, the change in the basis of the holder's LBRD Common Stock resulting from the Distribution depends on the fair market values of the GCI Group Common Stock

received in the Distribution and the LBRD Common Stock with respect to which such stock was distributed. With respect to both Participating Holders and Non-Participating Holders, the basis of the GCI Group Common Stock received in the Distribution depends on the fair market value of such stock.

U.S. federal income tax laws do not specifically identify how to determine the fair market values of GCI Group Common Stock, LBRD Common Stock, or CHTR Class A Common Stock. For purposes of determining the U.S. federal income tax consequences of the Distribution and certain related transactions, LBRD and GCI Liberty have agreed to value the shares of GCI Group Common Stock distributed in the Distribution based on the volume-weighted average price of the Series C GCI Group Common Stock over the first 20 trading days following the commencement of regular way trading.

Using this methodology, on the Distribution Date the fair market value of a share of Series A GCI Group Common Stock, Series B GCI Group Common Stock and Series C GCI Group Common Stock was \$34.18. If a similar methodology is used to value LBRD Common Stock, on the Distribution Date the fair market value of a share of Series A LBRD Common Stock, Series B LBRD Common Stock and Series C LBRD Common Stock was \$72.89. Using the volume-weighted average price of the CHTR Class A Common Stock over the same period, on the Distribution Date the fair market value of a share of CHTR Class A Common Stock was \$319.88.

These valuations are not binding on the IRS, the courts, or taxpayers, and the IRS or a holder may assert that different values should be used (*e.g.*, using the opening, closing or average price on the Distribution Date or volume-weighted average price, in each case, of the relevant stock (or of a comparable series of stock), or possibly some other methodology). Holders of LBRD Common Stock should consult their tax advisors as to how to determine the fair market values of GCI Group Common Stock, LBRD Common Stock, and CHTR Class A Common Stock.

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

The applicable Code sections upon which the tax treatment described herein is based are sections 302, 356, 358, 368, and 1012.

**Line 18      Can any resulting loss be recognized?**

A Participating Holder will not be permitted to recognize any loss on the receipt of GCI Group Common Stock in the Distribution.

Based on LBRD's intended treatment of the Distribution for Non-Participating Holders, a Non-Participating Holder generally may recognize a loss on the receipt of

GCI Group Common Stock in the Distribution to the extent the basis of the holder's Deemed Redeemed LBRD Stock exceeds the fair market value of such GCI Group Common Stock.

With respect to both Participating Holders and Non-Participating Holders, a holder generally may recognize a loss on the receipt of cash in lieu of a fractional share of GCI Group Common Stock to the extent the basis of such fractional share exceeds the amount of cash received.

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

The Distribution occurred on July 14, 2025. In the case of a holder of LBRD Common Stock that is a calendar year taxpayer, the Distribution is generally reportable in the taxable year ending December 31, 2025.