# Form **8937**

(December 2017)
Department of the Treasury
Internal Revenue Service

## Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-0123

Part I Reporting	g Issuer						
1 Issuer's name			2 Issuer's employer identification number (EIN)				
Oncor Electric Delivery			75-2967830				
3 Name of contact for a	additional information	4 Telephon	4 Telephone No. of contact		5 Email address of contact		
Kevin Fease			214-486-6035		Kevin.Fease@oncor.com		
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		
1616 Woodall Rodgers Freeway					Dallas, TX 75202		
8 Date of action 9 Classification and description							
09/23/2020 Debt exchange							
10 CUSIP number	11 Serial number	s)	12 Ticker symbol	1	3 Account number(s)		
see attachment							
Part II Organiza	tional Action Atta	ch additional	statements if needed.	See back	of form for additional questions.		
					st which shareholders' ownership is measured for		
the action ▶ see	attachment						
					*		
				***************************************	we will be a second of the sec		
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							
			-				
				.,			
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							
	AMP						

_			•
Р	'ac	e	4

Part II		Organizational Action (continue	d)			
				=		
<b>17</b> Lis	t the a	applicable Internal Revenue Code section	on(s) and subsection(s) upon w	hich the tax treatment	is based ▶	
see atta	chme	nt		8		
				,		
		2				
		,				
		A		, ,		and the second s
				- wys and the state of the stat		
					alaman, and a second and the	
		,				
<b>18</b> Ca	in any	resulting loss be recognized? ▶ see a	attachment			
			And the second s			
19 Pr	ovide	any other information necessary to imp	lement the adjustment, such as	the reportable tax yea	ar ▶	
see atta						
4.01						
		2				
		The state of the s				
				w		
	Unde	r penalties of perjury, I declare that I have ex	xamined this return, including acco	mpanving 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 b	ased on all information of	which prepa	rer has any knowledge.
Sign		11 DE				
Here	C!	1 brikler	-	Date ▶	March	12, 2021
	Signa	ature -		Date		
-	D	Keyin D Fees		Tialo 🌬	VP & Trea	asurer
	Print	your name ► Kevin R. Fease Print/Type preparer's name	Preparer's signature	Title ► Date	0. 1100	PTIN
Paid		Trimb Type preparer straine				Check if self-employed
Prepa						
Use C		Firm's name				Firm's EIN ▶
	_	Firm's address ▶		1.115		Phone no.
Send Fo	rm 89	37 (including accompanying statement	s) to: Department of the Treasu	ry, Internal Revenue S	ervice, Ogo	ien, UT 84201-0054

#### Oncor Electric Delivery Company LLC

Attachment to Form 8937

Part I, Box 10

CUSIP numbers 68233JB\*4 68233JA#1 68233DAT4 68233DAP2 68233JAS3 68233JBW3 U68279AC9

#### Part II, Line 14

On September 23, 2020, Oncor Electric Delivery Company LLC ("Oncor") issued \$300 million aggregate principal amount of 5.35% Senior Secured Notes due 2052 (CUSIP Nos. 68233JBW3 and U68279AC9) ("New Notes") in exchange for a like aggregate principal amount of certain of its existing senior secured debt, consisting of (i) approximately \$35 million aggregate principal amount of Oncor's 7.25% Senior Notes, Series B, due December 30, 2029 (CUSIP No. 68233JB\*4), (ii) approximately \$80 million aggregate principal amount of Oncor's 6.47% Senior Notes, Series A, due September 30, 2030 (CUSIP No. 68233JA#1), (iii) approximately \$6 million aggregate principal amount of Oncor's 7.00% Senior Secured Notes due May 1, 2032 (CUSIP No. 68233DAT4), (iv) approximately \$27 million aggregate principal amount of Oncor's 7.25% Senior Secured Notes due January 15, 2033 (CUSIP No. 68233DAP2), and (v) approximately \$152 million aggregate principal amount of Oncor's 5.30% Senior Secured Notes due June 1, 2042 (CUSIP No. 68233JAS3) (each of the notes identified in (i)-(v) being "Old Notes").

### Part II, Line 15

Oncor has determined that the exchange of Old Notes for New Notes constitutes a "significant modification" for U.S. federal income tax purposes. Accordingly, holders of Old Notes should recognize gain or loss on the exchange of an Old Note for a New Note and should take a basis in each New Note equal to the issue price of such New Note. There should be no impact to the basis of Old Notes in the hands of holders who did not exchange their Old Notes.

#### Part II, Line 16

As described in Box 15 above, Oncor has determined that holders of Old Notes that exchanged their Old Notes for New Notes should take a basis in their New Notes equal to the issue price of such New Notes. Oncor has determined that the New Notes are "traded on an established market." Accordingly, the issue price of the New Notes should be equal to the fair market value of the New Notes as of the date of the exchange. Based on trading information as of September 30, 2020 (the first day on which a

trading price was available for the New Notes), Oncor has determined that the fair market value of the New Notes as of the date of the exchange—and therefore the issue price of the New Notes—was \$151.550 per \$100 face amount of such New Notes (or 151.550%).

Part II, Line 17

Sections 1001, 1012, 1273(b)(3).

Part II, Line 18

Holders of Old Notes that exchanged their Old Notes for New Notes may recognize a loss upon the exchange, subject to applicable limitations (e.g., wash sale rules).

Part II, Line 19

The information contained herein does not constitute tax advice. You should consult your own tax advisor as to the tax consequences of the exchange of Old Notes for New Notes.