

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name QVC Group, Inc.		2 Issuer's employer identification number (EIN) 23-2414041	
3 Name of contact for additional information Eve DelSoldo	4 Telephone No. of contact (484)701-1000	5 Email address of contact Eve.DelSoldo@qvc.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 1200 Wilson Drive		7 City, town, or post office, state, and ZIP code of contact West Chester, Pennsylvania 19380	
8 Date of action August 6, 2026		9 Classification and description See attached.	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

- 14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► **See attached.**

- 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 ► **See attached.**

- 16 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 attached.**

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 ▶ <u>Paul Kearns</u>		Date ▶ <u>9/19/2026</u>		
Paid Preparer Use Only	Print your name ▶ <u>PAUL KEARNS</u>		Title ▶ <u>Vice President</u>		
	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no. ▶	

Send Form 9937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

QVC Group, Inc.
EIN 23-2414041
Attachment to Form 8937

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”),¹ and includes a general summary regarding the application of certain U.S. federal income tax laws and regulations related to the effects of the Restructuring Transactions on certain securities. The information contained in Form 8937 and this attachment does not constitute tax advice and does not purport to take into account any shareholder’s or noteholder’s specific circumstances (including holders that may be subject to special tax rules or that held the relevant claims or equity interests as other than a capital asset). Shareholders and noteholders are urged to consult their own tax advisors regarding the U.S. federal income tax consequences of the Restructuring Transactions and the impact to tax basis resulting from such transactions. Any capitalized terms herein that are not otherwise defined shall have the meaning ascribed to such terms in the Plan (as defined below).

Form 8937, Line 9

QVC Notes Claims

4.750% Senior Secured Notes due 2027: 747262AY9

4.375% Senior Secured Notes due 2028: 747262AZ6

6.875% Senior Secured Notes due 2029: 747262BA0

6.875% Senior Secured Notes due 2029: U74900AM0

5.450% Senior Secured Notes due 2034: 747262AV5

5.450% Senior Secured Notes due 2034: 747262AW3

5.450% Senior Secured Notes due 2034: U74900AK4

5.950% Senior Secured Notes due 2043: 747262AM5

6.375% Senior Secured Notes due 2067: 747262301

6.250% Senior Secured Notes due 2068: 747262400

4.000% Senior Secured Notes due 2029 (144A): 530715AF8

4.000% Senior Secured Notes due 2029: 530715AG6

¹ Unless otherwise specified herein, all “section” references herein are to the Code.

QVC Group, Inc.
Attachment to Form 8937

8.500% Senior Secured Notes due 2029: 530715AD3

3.750% Senior Secured Notes due 2030: 530715AL5

3.750% Senior Secured Notes due 2030 (144A): 530715AK7

8.250% Senior Secured Notes due 2030: 530715AJ0

QVC New Equity Interests: 747292 100 (ISIN: US7472921003)

Form 8937, Line 12

The QVC New Equity Interests are: QVCG.

The 2068 note symbols are: QVCCQ (2068).

The 2067 and 2068 note symbols are QVCDQ (2067).

Form 8937, Line 14

On August 6, 2026 (the “**Effective Date**”), QVC Group, Inc. (“**QVC**”) emerged from bankruptcy in the United States Bankruptcy Court for the Southern District of Texas (the “**Court**”) pursuant to a joint plan of reorganization approved by the Court (the “**Plan**”).² The new common equity of QVC authorized, issued and outstanding as of the Effective Date is referred to herein as the “**QVC New Equity Interests**.”

On the Effective Date, and in accordance with the Plan, holders of RCF Claims and QVC Notes Claims (the “**Allowed Claims**”) transferred their claims to QVC in exchange for their portion of the QVC Funded Debt Plan Consideration issued by QVC (the “**Allowed Claims Exchange**”). In addition, QVC issued the Exit ABL Facility, the Syndicated Exit Financing and the Takeback Debt to certain exit facilities participants for cash funded to QVC by such participants.³

Form 8937, Line 15

Holders of Allowed Claims

The term “security” is not defined in the Code or in the Treasury Regulations issued thereunder and, as applied to debt obligations, the meaning of the term “security” is unclear. As a general matter, the Debtors do not anticipate that an RCF Claim constitutes a “security” for U.S. federal income tax purposes (and the discussion below assumes the same). To the extent any of the QVC Notes Claims constitutes a “security”

² Capitalized terms not defined herein have the definition prescribed to them in the Disclosure Statement Relating to the Joint Prepackaged Plan of Reorganization of QVC Group, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code, filed with the U.S. Bankruptcy Court for the Southern District of Texas on April 17, 2026 (Case No. 26-90447 (ARP)).

³ The issuance of the Exit ABL Facility, the Syndicated Exit Financing and the Takeback Debt for cash is beyond the scope of Form 8937.

of QVC for U.S. federal income tax purposes, the Allowed Claims Exchange pursuant to the Restructuring Transactions is expected to qualify as part of a tax-free “recapitalization” of the Debtor (within the meaning of Section 368(a)(1)(E) of the Code). Accordingly, other than with respect to any amounts received that are attributable to accrued but unpaid interest, a U.S. Holder of such an QVC Notes Claim should not recognize loss, but should recognize gain in an amount equal to the lesser of (a) the sum of (i) cash received in consideration of its QVC Notes Claim and (ii) the fair market value of any other “boot” received in consideration of its QVC Notes Claim (i.e., the Takeback Debt but only to the extent such Takeback Debt either does not constitute a “security” or constitutes a “security” against a different entity than the entity against which the QVC Notes Claim is asserted (or, against an entity that is not “party to a reorganization” with such entity)) and (b) the difference between (i) the fair market value (or issue price, in the case of debt instruments) of consideration received pursuant to the Plan (including the amount of cash) and (ii) such U.S. Holder’s adjusted basis, if any, in such QVC Notes Claim.

The U.S. Holder should generally obtain a tax basis, apart from any amounts allocable to accrued but unpaid interest, (i) in the consideration (other than “boot”) received equal to (a) the tax basis of the QVC Notes Claim surrendered by such U.S. Holder increased by (b) gain recognized (if any) by such U.S. Holder, decreased by (c) the fair market value (or issue price, in the case of debt instruments) of any “boot” received, allocated between such consideration received in accordance with the respective fair market values, and (ii) in any “boot” received equal to the fair market value of such “boot.”

If the RCF Claims and the QVC Notes Claims do not constitute a “security” of the Debtors for U.S. federal income tax purposes, and the applicable Allowed Claims Exchange does not qualify as a tax-free recapitalization for U.S. federal income tax purposes, the exchange is expected to be treated as a fully taxable exchange to the holder for U.S. federal income tax purposes. In such case, a holder would recognize gain or loss based on the difference, if any, between (a) the fair market value (or issue price, in the case of debt instruments) of consideration received (including the amount of cash), and (b) the U.S. Holder’s adjusted tax basis in its RCF Claim or QVC Notes Claim, as applicable. Subject to the rules regarding accrued but unpaid interest, the U.S. Holder should obtain a tax basis in the non-cash consideration received equal to the fair market value (or issue price, in the case of debt instruments) of such property.

Where, as here, holders of Allowed Claims receiving debt instruments are also receiving other property in exchange for their claims (i.e., New QVC Equity Interests), the “investment unit” rules may apply to the determination of the “issue price” for any debt instrument received in exchange for their Allowed Claims. Holders of Allowed Claims should consult their tax advisor regarding the application of the “investment unit” rules and the consequences thereof.

Holders of the Allowed Claims should consult their own tax advisors regarding the possible classification of the QVC Notes, the RCF and the Takeback Debt as securities

and the corresponding tax consequences of the exchange and the Restructuring Transactions. See Line 16 for additional information.

Form 8937, Line 16

U.S. federal income tax laws do not prescribe specific rules on how fair market value is to be determined in the Restructuring Transactions. Holders of the QVC New Equity Interests should consult their own tax advisors as to the proper calculation of fair market value for U.S. federal income tax purposes.

Form 8937, Line 17

Exchange of the Allowed Claims for the QVC New Equity Interests in a tax-free recapitalization – Code Sections 354(a), 356, 358(a)-(b), and 368(a); and Treas. Reg. § 1.358-2.

Exchange of Allowed Claims for QVC New Equity Interests in a taxable recapitalization – Code Sections 1001 and 1012.

Form 8937, Line 18

If the exchange qualifies as a “recapitalization” under Code Section 368(a)(1)(E), no loss may be recognized by the holders of the Allowed Claims.

If the exchange does not qualify as a “recapitalization” under Code Section 368(a)(1)(E), loss generally may be allowed to the extent that the adjusted basis of a holder of an Allowed Claim exceeds the fair market value (or issue price, in the case of debt instruments) of the total consideration received (including the amount of cash).

Form 8937, Line 19

The effective date of the Restructuring Transactions is August 6, 2026. The reportable tax year is 2026 with respect to the holders of RCF Claims and QVC Notes that are calendar year taxpayers.

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended. The information in this document does not constitute tax advice and should not be construed to take into account any shareholder's specific circumstances. Holders and nominees should consult their own tax advisors regarding the particular tax consequences of the organizational action (as described in this document) to them, including the applicability and effect of all U.S. federal, state, and local and foreign tax laws.