

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 ▶ Lara Kroll Date ▶ August 10, 2022

Print your name ▶ Lara Kroll Title ▶ VP Accounting and Controller

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.

ATTACHMENT TO FORM 8937

Form 8937, Part II Box 14:

The parties to the organizational action include Chord Energy Corporation (f/k/a Oasis Petroleum Inc.) (“**Chord**”); Whiting Petroleum Corporation (“**Whiting**”); Oasis Merger Sub, Inc., a wholly owned subsidiary of Chord (“**Merger Sub**”); and New Oasis LLC, a wholly owned subsidiary of Chord (“**LLC Sub**”).

On July 1, 2022, Merger Sub merged with and into Whiting, with Whiting surviving as a wholly owned subsidiary of Chord (the “**First Merger**”). On the same day, following the First Merger, Whiting merged with and into LLC Sub, with LLC Sub surviving as a wholly owned subsidiary of Chord (the “**Second Merger**”). The First Merger and Second Merger, together, are referred to as the “**Integrated Mergers**”.

Pursuant to the First Merger, each outstanding share of Whiting common stock was converted into the right to receive (i) 0.5774 shares of Chord common stock and (ii) \$6.25.

This attachment to Form 8937 is applicable to holders of Chord common stock that are U.S. taxpayers not in a special class of holders subject to special rules (“**U.S. holders**”), as described further in the registration statement on Form S-4 (File No. 333-264550) initially filed by Chord with the Securities and Exchange Commission on April 28, 2022, including the joint proxy statement/prospectus forming a part thereof (available at: <https://sec.report/Document/0001193125-22-127979/>) (the “**Form S-4**”). The information contained herein does not constitute tax advice and does not purport to be a complete description of all consequences that may apply to a particular U.S. holder. Further discussion of the material U.S. federal income tax consequences of the Integrated Mergers can be found in the Form S-4, under the heading “Material U.S. Federal Income Tax Consequences of the Merger”, beginning on page 166.

Form 8937, Part II Box 15:

The Integrated Mergers are intended to qualify as a reorganization under Section 368(a) of the Internal Revenue Code of 1986, as amended (the “**Code**”). No ruling from the Internal Revenue Service has been requested or is intended to be obtained as to the U.S. federal income tax consequences of the Integrated Mergers.

A U.S. holder that exchanged all of its shares of Whiting common stock pursuant to the First Merger generally will not recognize any realized loss but will recognize any realized gain equal to the lesser of (i) the excess, if any, of (A) the sum of the fair market value of Chord common stock (including any fractional share of Chord common stock deemed received and sold for cash, as discussed below) and the amount of cash consideration (excluding cash in lieu of a fractional share of Chord common stock) received by such U.S. holder pursuant to the First Merger over (B) such U.S. holder’s adjusted tax basis in the Whiting common stock surrendered pursuant to the First Merger, and (ii) the amount of cash (excluding cash in lieu of a fractional share of Chord common stock) received by such U.S. holder pursuant to the First Merger.

For U.S. federal income tax purposes, the aggregate tax basis in the Chord common stock received by a U.S. holder pursuant to the First Merger is the same as the aggregate adjusted tax basis in such U.S. holder's Whiting common stock surrendered pursuant to the First Merger, increased by the amount of any gain recognized and decreased by the amount of cash consideration received (excluding cash in lieu of a fractional share of Chord common stock) pursuant to the First Merger (regardless of whether such gain is classified as capital gain or dividend income, as discussed in the Form S-4).

If a U.S. holder acquired Whiting common stock at different times or at different prices, any gain or loss realized will be determined separately with respect to each block of Whiting common stock, and such U.S. holder's basis in its Chord common stock may be determined with reference to each block of Whiting common stock.

A U.S. holder that received cash in lieu of a fractional share of Chord common stock generally will be treated as having received the fractional share pursuant to the First Merger, and then as having sold to Chord that fractional share of Chord common stock for cash. As a result, a U.S. holder of Whiting common stock generally will recognize gain or loss equal to the difference, if any, between the amount of cash received and the tax basis allocated to such fractional share of Chord common stock.

U.S. holders that are corporations (including entities that are treated as corporations for U.S. federal income tax purposes) should consult their tax advisors regarding the potential applicability of the "extraordinary dividend" provisions of the Code and its effects on their tax basis in the Chord common stock received.

Form 8937, Part II Box 16:

Calculation of the tax basis in the Chord common stock received pursuant to the First Merger is dependent on the tax basis in the Whiting common stock surrendered, the amount of cash consideration received (excluding cash in lieu of a fractional share of Chord common stock) and the fair market value of the Chord common stock received pursuant to the First Merger. U.S. federal income tax law does not specifically identify how U.S. holders should determine the fair market value of the Chord common stock for this purpose. There are several possible methods of measuring the fair market value, including the opening trading price, the closing trading price and the average of the highest and lowest quoted trading prices of Chord common stock on July 1, 2022, the date of the First Merger.

The average of the highest and lowest quoted trading prices of Chord common stock on the Nasdaq on July 1, 2022 was \$105.26. Since there can be no assurance regarding the method by which the Internal Revenue Service will measure the fair market value of Chord common stock, U.S. holders are urged to consult their own tax advisors regarding how to calculate the tax basis in the Chord common stock received pursuant to the First Merger.

Form 8937, Part II Box 17:

The applicable Code sections and subsections upon which the tax treatment is based are as follows: 354, 356, 358, 368(a), 1001, 1059 and 1221.

Form 8937, Part II Box 18:

The Integrated Mergers are intended to qualify as a reorganization under Section 368(a) of the Code. As described in the response to box 15, if the Integrated Mergers are respected as a reorganization, a U.S. holder of Whiting common stock will not recognize any loss upon receipt of Chord common stock pursuant to the First Merger, except with respect to any cash received in lieu of a fractional share of Chord common stock. A U.S. holder that received cash in lieu of a fractional share of Chord common stock generally will be treated as having received the fractional share pursuant to the First Merger, and then as having sold to Chord that fractional share of Chord common stock for cash, and may recognize loss as a result of such sale.

Form 8937, Part II Box 19:

The Integrated Mergers were effective on July 1, 2022. Therefore, the reportable tax year is the year of the U.S. holder that includes such date.