

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 attachment

Blank lines for listing Internal Revenue Code sections.

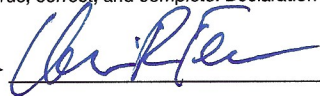
18 Can any resulting loss be recognized? ▶ see attachment

Blank lines for providing information regarding loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ see attachment

Blank lines for providing other necessary information.

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.

Sign Here Signature ▶  Date ▶ March 12, 2021

Print your name ▶ **Kevin R. Fease** Title ▶ **VP & Treasurer**

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.

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.