



**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 applicable Internal Revenue Code sections.

18 Can any resulting loss be recognized? ▶ [See Attachment](#)

Blank lines for providing information regarding resulting 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 information necessary to implement the adjustment.

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 ▶ Brent Beard Date ▶ 12/31/25

Print your name ▶ Brent Beard Title ▶ SVP

<b>Paid Preparer Use Only</b>	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**  
**Report of Organizational Actions Affecting Basis of Securities**  
**Civista Bancshares, Inc.**  
**FEIN: 34-1558688**

For purposes of this attachment, "Civista" refers to the issuer, Civista Bancshares, Inc.; "Civista Bank" refers to the wholly owned subsidiary of Civista; and "FSB" refers to The Farmers Savings Bank.

**Part II, Line 14**

The organizational action was a reorganization for U.S. federal tax purposes in which FSB merged with and into Civista Bank, with Civista Bank surviving the merger. The effective time of the merger was November 6, 2025 ("Merger Effective Time"). Shareholders of FSB common stock who held their shares of FSB common stock of record (directly or through their broker or nominee) as of the Merger Effective Time received a per share combination of cash and Civista common stock (or cash in lieu of a fractional share).

**Part II, Line 15**

Each FSB common shareholder of record as of the Merger Effective Time became entitled to receive from Civista 2,868.98 shares of Civista common stock for each of their former shares of FSB common stock subject to surrender of the old FSB shares; plus a cash payment of \$71,086.48 per share; plus potentially a cash payment in lieu of the issuance of any fractional share of Civista common stock.

The basis of Civista shares received in the merger (including fractional Civista shares, which are deemed to be issued and redeemed for U.S. federal income tax purposes) generally will be determined in accordance with Internal Revenue Code ("IRC") Section 358(a), as follows:

- The basis of FSB shares surrendered
- Reduced by the cash received in the merger (excluding cash received in lieu of fractional shares)
- Increased by any gain recognized in the exchange (including any portion of the gain that is treated as a dividend but excluding any gain or loss resulting from the deemed issuance and redemption of a fractional Civista common share).

The following information is necessary to compute gain to be recognized in the exchange on a per share basis as to each share of FSB common stock that was held by a holder of record as of the Merger Effective Time:

- Cash consideration received per FSB common share: \$71,086.48 per share
- Fair market value of Civista shares received per FSB common share: \$21.76 x 2,868.98 shares = \$62,429.00 per share
- Total consideration received per FSB common share: \$71,086.48 + \$62,429.00 = \$133,515.48 per share

To determine 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 the old basis, the following scenarios should be used to determine the per share gain to be recognized by a holder of record of a share of FSB common stock as of the Merger Effective Time. FSB shareholders should note that cash payments in lieu of fractional shares are expressly not considered in the scenarios described:

- If the adjusted basis in an individual share of FSB stock is greater than or equal to \$133,515.48, recognized gain should be \$0.
- If the adjusted basis in an individual share of FSB stock is greater than \$62,429.00 but less than \$133,515.48, recognized gain should equal the excess of \$133,515.48 over the FSB stock basis.
- If the adjusted basis in an individual share of FSB stock is less than or equal to \$62,429.00, recognized gain should equal \$71,086.48.

**Part II, Line 16**

The Civista Market Price per share was equal to the closing price per share of Civista Common Stock, rounded to the nearest cent, as of the business day preceding the Merger Effective Time, as reported by NASDAQ.

The basis of Civista shares received, once computed as per above, must be allocated to the individual Civista shares received in accordance with Treasury Regulation §1.358-2(a). Since fewer shares of Civista common stock were received than shares of FSB common stock surrendered, the basis of the Civista shares

surrendered must be allocated to the shares of Civista stock received in a manner that reflects, to the greatest extent possible, that a share of Civista stock received is received in respect of FSB shares of stock that were acquired on the same date and at the same price. To the extent it is not possible to allocate basis in this manner, the basis of the FSB shares surrendered must be allocated to the shares of Civista stock received in a manner that minimizes the disparity in the holding periods of the surrendered shares whose basis is allocated to any particular Civista share received. This could result in a single share of Civista stock having a split basis and a split holding period. See Example (14) of Treasury Regulation §1.358-2(c) for an illustration of this principle.

**Part II, Line 17**

Tax treatment of the merger is based on the following Internal Revenue Code (IRC) sections and subsections:

- With respect to reorganization treatment: Sections 368(a), 368(b) and 354;
- With respect to the receipt of cash (other than cash in lieu of fractional shares): Section 356;
- With respect to the receipt of cash in lieu of fractional shares: Sections 302 and 1001;
- With respect to the determination of basis in Civista shares received: Section 358. See also Treasury Regulation §1.358-2(a) and (c).

**Part II, Line 18**

No loss can be recognized for federal income tax purposes in this transaction by FSB shareholders (other than, if any, with respect to cash in lieu of a fractional Civista share based on the basis of such share as determined above).

**Part II, Line 19**

The reportable tax year of the adjustment to the basis of the securities as a result of the organizational action is the tax year including November 6, 2025. Further information is available in the following documents prepared as a result of this organizational action:

Prospectus of Civista for the Civista common stock issued in the merger to the former FSB stockholders;

Civista's Registration Statement on Form S-4 filed by Civista with the Securities and Exchange Commission (File No. 333-290157, effective September 10, 2025) in connection with this organizational action.

Civista's Registration Statement Amendment on Form S-4/A filed by Civista with the Securities and Exchange Commission (File 333-290157, effective September 26, 2025) in connection with this organizational action.