

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 Form 9937 Statement I

18 Can any resulting loss be recognized? ▶ See attached Form 9937 Statement I

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ See attached Form 9937 Statement I

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

Signed by: Suresh Seshadri
Signature ▶ 76FA8523A3D2492... Date ▶ 6/25/2026
Print your name ▶ Suresh Seshadri Title ▶ CFO

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
NICK GIBBONS	<u>Nick Gibbons</u>	6/25/26		P01758547
Firm's name ▶	ARMANINO ADVISORY LLC		Firm's EIN ▶	94-6214841
Firm's address ▶	50 WEST SAN FERNANDO STREET, SUITE 500, SAN JOSE, CA 95113-2433		Phone no.	408-200-6400

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Attachment to Form 8937

Report of Organizational Action Affecting Basis of Securities

The information contained in Form 8937 and this attachment does not constitute tax advice to any shareholder nor does it purport to take into account any shareholder's specific circumstances.

This attachment is intended to provide certain information required in Form 8937. It is not intended to provide a comprehensive analysis of all potential U.S. federal income tax consequences of the transactions described herein.

The information in this document does not constitute tax advice and is not intended or written to be used, and cannot be used to avoid penalties under the Internal Revenue Code of 1986, as amended (the "**Code**"). Shareholders (defined below) should consult their tax advisors regarding the particular tax consequences of the transactions contemplated by the Agreement (as defined below) (the "**Transactions**") to them, including the applicability and effect of all U.S. federal, state, local, and non-U.S. tax laws.

*The Company's shareholders ("**Shareholders**"), the Company and the Acquiror are urged to consult their tax advisors / tax counsels regarding the U.S. tax consequences of the Transactions and the impact on the tax basis of the Acquiror shares resulting from such Transactions.*

Part II Organizational Action

Question 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.*

On May 12, 2026, on the terms and conditions set forth in the Amended and Restated Agreement and Plan of Reorganization ("**Agreement**") dated October 31, 2025, Fivetran Inc., a Delaware corporation ("**Acquiror**") acquired dbt Labs, Inc., a Delaware corporation (the "**Company**" or the "**Surviving Corporation**") through the statutory merger of Halfpipe Merger Sub, Inc., a Delaware corporation and a direct wholly-owned subsidiary of Acquiror ("**Merger Sub I**") with and into the Company (the "**First Merger**"), whereupon the separate existence of Merger Sub I ceased and the Company continued as the surviving corporation and, immediately following the First Merger, and as part of the same overall transaction, the surviving entity of the First Merger, the Company, merged with and into Halfpipe Merger Sub II, LLC, a Delaware limited liability Company ("**Merger Sub II**") with Merger Sub II surviving (the "**Second Merger**" and, together with the First Merger, the "**Mergers**"), upon the terms and conditions set forth in Agreement and in accordance with the applicable provisions of Delaware law.

The First Merger: By virtue of the First Merger, each issued and outstanding share of Company Common Stock, Company Series A Preferred Stock, Company Series A-1 Preferred Stock, Company Series B Preferred Stock, Company Series C Preferred Stock and Company Series D Preferred Stock held by an investor that either certifies in a questionnaire that it is, or is determined by the Acquiror to be, an "accredited investor" within the meaning of Rule 501(a) of Regulation D (an "**Accredited Investor**"), as of immediately prior to the time when the First Merger took

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effect (the “**Effective Time**”), excluding (a) Company shares that were cancelled without any consideration (the “**Cancelled Shares**”), and (b) Company shares in respect of which the Shareholder has properly demanded appraisal rights under Delaware law (the “**Dissenting Shares**”), were cancelled and converted into the right to receive Acquiror shares, in accordance with the terms and subject to the conditions set forth in the Agreement. A Shareholder that is not an Accredited Investor (an “**Unaccredited Investor**”) received cash in exchange of its Company shares.

The Second Merger: Upon the terms and subject to the conditions set forth in the Agreement and subject to the applicable provisions of Delaware Law, immediately following the First Merger, Acquiror caused the Surviving Corporation to be merged with and into Merger Sub II in the Second Merger, whereupon the separate existence of the Surviving Corporation ceased to exist and Merger Sub II continued as the surviving entity of the Second Merger as a direct wholly-owned subsidiary of, and an entity disregarded as separate for U.S. federal income tax purposes from, Acquiror.

For U.S. federal income tax purposes, the First Merger and the Second Merger, taken together, are intended to qualify as a “reorganization” within the meaning of Section 368(a)(1)(A) of the Code.

Question 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.*

At the Effective Time, each Company share (other than Cancelled Shares or Dissenting Shares) held by an Accredited Investor was cancelled and converted into the right to receive Acquiror shares based on specified exchange ratios. The aggregate tax basis in the Acquiror shares held by an Accredited Investor that is a United States person (within the meaning of Section 7701(a)(30) of the Code) (a “**U.S. holder**”) will generally equal the (i) tax basis of the Company shares surrendered in the exchange, (ii) reduced by the amount of cash received in the Transactions, and (iii) increased by the amount of gain recognized in the Transactions.

With respect to Accredited Investors exchanging Company shares for Acquiror shares in the First Merger:

- For Company Common Stock and Company Series A, A-1, and B Preferred Stock (other than Specified Shares (as defined below)), each share was converted into 1.7361531 shares of Acquiror Class A Common Stock. As a result, a U.S. holder’s aggregate tax basis in the surrendered Company shares is carried over and allocated to the Acquiror Class A Common Stock received, with a per-share basis equal to the holder’s aggregate basis in the surrendered shares divided by 1.7361531.
- For Company Series C Preferred Stock, each share was converted into a combination of 1.1944621 shares of Acquiror Series D-1 Preferred Stock and 0.5416911 shares of Acquiror Class A Common Stock (in the aggregate, approximately 1.7361531 total shares). A U.S. holder’s aggregate tax basis in the surrendered Series C Preferred Stock is carried over and allocated between the Acquiror Series D-1 Preferred Stock and Acquiror Class A

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Common Stock received in proportion to their respective fair market values at the Effective Time.

- For Company Series D Preferred Stock, each share was converted into 1.7361531 shares of Acquiror Series D-2 Preferred Stock, and the holder's aggregate tax basis in the surrendered shares is carried over and allocated across the Acquiror Series D-2 Preferred Stock received, resulting in a per-share basis equal to the holder's aggregate basis divided by 1.7361531.
- For certain shares of Company Series A Preferred Stock and Company Series B Preferred Stock held by certain Shareholders ("**Specified Shares**"), each such share was converted into 1.7361531 shares of Acquiror Class B Common Stock, with the holder's aggregate tax basis in the surrendered Company shares carried over and allocated across the Acquiror Class B Common Stock received on a similar per-share basis.

Company shares held by Unaccredited Investors receiving only cash in the First Merger were treated as sold for cash.

Question 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.

The Mergers are intended to qualify as a "reorganization" described in Section 368(a)(1)(A) of the Code. Accordingly, the determination of basis in the Acquiror shares received by Accredited Investors that are U.S. holders is governed by Sections 354 and 358 of the Code and Treasury Regulations Section 1.358-2.

Pursuant to Section 358(a) of the Code, a U.S. holder's aggregate tax basis in the Acquiror shares received in the exchange is equal to such holder's aggregate tax basis in the Company shares surrendered, decreased by the amount of any money received and the fair market value of any other property received ("**boot**") and increased by the amount of any gain recognized by the holder. In the Transactions, no boot is expected to be received by an Accredited Investor that is a U.S. holder, and no gain or loss is generally recognized by such holder. Accordingly, the aggregate tax basis of the Company shares surrendered is carried over to the Acquiror shares received.

The per-share basis in the Acquiror shares received by Accredited Investors is determined using the applicable exchange ratios and, where a U.S. holder receives more than one class of Acquiror shares, by allocating the aggregate tax basis among the shares received in proportion to their respective fair market values, consistent with Treasury Regulations Section 1.358-2(a)(2)(iv).

- For Company Common Stock and Company Series A, A-1, and B Preferred Stock (other than Specified Shares), each share is converted into 1.7361531 shares of Acquiror Class A Common Stock, and the U.S. holder's aggregate tax basis is allocated pro rata across such Acquiror Class A Common Stock received.

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- For Company Series C Preferred Stock, each share is converted into 1.1944621 shares of Acquiror Series D-1 Preferred Stock and 0.5416911 shares of Acquiror Class A Common Stock. In this case, the U.S. holder's aggregate tax basis in the surrendered Series C Preferred Stock is allocated between the Acquiror Series D-1 Preferred Stock and Acquiror Class A Common Stock received in proportion to their respective fair market values at the Effective Time.
- For Company Series D Preferred Stock, each share is converted into 1.7361531 shares of Acquiror Series D-2 Preferred Stock, and the U.S. holder's aggregate tax basis is allocated pro rata across such Acquiror Series D-2 Preferred Stock received.
- For Specified Shares, each share was converted into 1.7361531 shares of Acquiror Class B Common Stock, with the U.S. holder's aggregate tax basis in the surrendered Company shares is allocated across the Acquiror Class B Common Stock received.

Because Acquiror is a privately held company and its equity securities are not publicly traded, the fair market value of the Acquiror shares received is determined as of the Effective Time based on the valuation implied by the Transactions. Such valuation is expected to be supported by the negotiated exchange ratios, the relative rights and preferences of the different classes of Acquiror shares (including liquidation preferences, dividend rights, and conversion features), and any contemporaneous valuation analyses or financial information prepared in connection with the Transactions (such as board materials, investor presentations, or third-party valuation reports, if any). No public trading price is available.

Company shares held by Unaccredited Investors receiving only cash in the First Merger were treated as sold for cash.

Question 17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.

Sections 354, 356, 358, 361, 362, 368(a)(1)(A), 1032 and 1223 of the Code.

Question 18 Can any resulting loss be recognized?

No loss is recognized by an Accredited Investor that is a U.S. holder as a result of the Transactions because the exchange of Company shares for Acquiror shares is intended to qualify as a reorganization under Section 368(a)(1)(A) of the Code.

Pursuant to Section 354(a)(1) of the Code, no loss (or gain) is recognized on the exchange of stock or securities solely for stock or securities in a party to the reorganization.

An Unaccredited Investor that is a U.S. holder receiving only cash in the Transaction will generally recognize loss equal to the amount, if any, by which such U.S. holder's tax basis in the Company shares surrendered exceeds the cash received in the Transactions.

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Question 19 Provide any other information necessary to implement the adjustment, such as the reportable tax year.

The reportable tax year for the Mergers with respect to the calendar year taxpayers is the tax year that ends on December 31, 2026.