

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name Equity Commonwealth		2 Issuer's employer identification number (EIN) 04-6558834	
3 Name of contact for additional information Investor Relations	4 Telephone No. of contact 312-646-2801	5 Email address of contact ir@eqcre.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 2 North Riverside Plaza Suite 2000		7 City, town, or post office, state, and ZIP code of contact Chicago, IL 60606	
8 Date of action June 13, 2025		9 Classification and description Distribution of Liquidating Trust Units	
10 CUSIP number 294628102	11 Serial number(s)	12 Ticker symbol EQC	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 ► On November 12, 2024, Equity Commonwealth ("EQC") held a special meeting where the EQC shareholders approved a Plan of Sale and Dissolution (the "Plan of Sale") of EQC, including the wind-down and complete liquidation of EQC.
On June 13, 2025, EQC transferred its remaining assets and liabilities to EQC Liquidating Trust ("EQC LT") for the benefit of EQC's common shareholders. In conjunction with the transfer, EQC LT distributed all its units of beneficial interest to EQC's common shareholders, with each common shareholder receiving one unit in EQC LT (the "Units") for each common share held. This action brings the aggregate liquidating distributions to \$21.06 per common share, inclusive of cash liquidating distributions of \$19.00 and \$1.60 per share paid in December 2024 and April 2025, respectively. The purpose of EQC LT is to wind up the affairs of EQC, liquidate any remaining assets, pay any liabilities, costs and expenses, and distribute any net proceeds to the holders of the Units.

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 ► The transfer of EQC's net assets to EQC LT is treated for federal tax purposes as a deemed distribution to EQC's common shareholders. The amount of the deemed distribution is \$0.46 per common share and will be applied first to reduce a U.S. holders tax basis in its common shares, but not below zero. To the extent that distributions pursuant to the Plan of Sale exceed a U.S. holder's basis in its common shares, the excess will constitute taxable gain and be recognized in the year the distribution is received. If the total amount of liquidating distributions received by a U.S. holder is less than the tax basis of its shares, the U.S. holder will generally recognize a loss in the year that includes June 13, 2025. This \$0.46 per share deemed distribution is the final EQC liquidating distribution. Holders of EQC LT Units have a tax basis of \$0.46 per Unit.

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 ► Liquidating distributions are applied against and reduce the adjusted basis of a U.S. holder's common shares. EQC LT holds \$0.46 per Unit of cash minus liabilities.

Part II **Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► [IRC Section 331, IRC Section 336 and IRC Section 346\(a\)](#).

18 Can any resulting loss be recognized? ► [If the total amount of liquidating distributions received by a U.S. holder is less than the tax basis of its shares, the U.S. holder will generally recognize a loss in the year that includes June 13, 2025.](#)

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► [Not applicable.](#)

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 ► /s/ William Griffiths Date ► 7/23/2025

Print your name ► William Griffiths

Title ► EVP CFO Treasurer

Paid Preparer Use Only

Print/Type preparer's name <u>Neal Lewis</u>	Preparer's signature <u>/s/ Neal Lewis</u>	Date <u>7/23/2025</u>	Check <input type="checkbox"/> if self-employed	PTIN <u>P00227417</u>
Firm's name ► <u>Deloitte Tax LLP</u>			Firm's EIN ► <u>86-1065772</u>	
Firm's address ► <u>111 Monument Circle Indianapolis, IN 46204</u>			Phone no. <u>317-378-8442</u>	

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054