

Angion Biomedica Corp.

Attachment to IRS Form 8937

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended (the “Code”), and includes a general summary regarding the application of certain U.S. federal income tax laws and regulations relating to the effects of organizational actions affecting the tax basis of shares of Angion Biomedica Corp. (“ANGN”) outstanding on February 1, 2021 and February 5, 2021. The information contained herein does not constitute tax advice and does not purport to be complete or to describe the consequences that may apply to particular categories of holders. Holders should consult their own tax advisors regarding the particular tax consequences of the organizational actions to them, including the applicability and effect of all U.S. federal, state, and local and non-U.S. tax laws.

Part II: Line 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 January 25, 2021, the board of directors of Angion approved an amendment to the Company's certificate of incorporation to effect a forward stock split ("Forward Split") of shares of Angion’s common stock on a one-for 1.55583 basis, which was effected on February 1, 2021.

Additionally, on February 5, 2021, in conjunction with the Angion’s Initial Public Offering (“IPO”), all issued and outstanding Series C convertible preferred stock and convertible promissory notes held prior to the IPO was converted into Common stock of Angion Biomedica Corp. (“Conversions”) (based on an initial public offering price of \$16.00 per share and conversion occurring on February 9, 2021.)

No fractional shares of the Angion common stock were issued in connection with the Forward Split and Conversions. Any fractional share resulting from the Forward Split and Conversions was rounded down to the nearest whole share, and any stockholder entitled to fractional shares as a result of the Forward Split and Conversions will receive a cash payment in lieu of receiving fractional shares.

Summary of organizational actions are as follows:

- a 1-for-1.55583 forward stock split of Angion common stock effected on February 1, 2021;
- the conversion of all outstanding shares of Angion Series C convertible preferred stock plus accrued dividends into an aggregate of 2,234,640 shares of our common stock immediately prior to the completion of the IPO on February 5, 2021.
- The conversion of \$42.1 million in aggregate principal amount of outstanding convertible promissory notes plus accrued interest into an aggregate of 3,636,189

shares of our common stock immediately prior to the completion of the IPO on February 5, 2021.

Line 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.

A shareholders' tax basis in the Common Stock received upon the Forward stock split effected on February 1, 2021 should equal to the shareholders' tax basis in the shares immediately prior to the stock split.

Similarly, a shareholder's tax basis in the Common stock received subsequent to the Conversions into Common Stock on February 5, 2021, should equal to the shareholders' tax basis in the shares immediately prior to the conversion, reduced on a per shares basis for the pro rata impact of any accrued dividends and interest, as applicable.

Line 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.

Angion Biomedica Corp. did not have any Current or Accumulated Earning and Profits at the beginning or end of 2020. As such, all distributions to shareholders on accrued interest and dividends could reduce the basis of shareholders in their stock held. Shareholder could treat distributions as either a return of capital or as capital gains depending on the individual shareholder pre-distributions basis in shares held. The value of common stock used in conversion calculation was \$16.00 per share on February 9, 2021.

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

Internal Revenue Code Sections 301(c)(2) and 302(a), 312 and 316, and the applicable regulations thereunder.

Item 18: Can any resulting loss be recognized?

Except to the extent any cash received or forgone in lieu of fractional shares, shareholders will generally not recognize gain or loss as a result of the Stock Split or Conversion. In general, if a shareholder receives cash in lieu of fractional shares, the shareholder will recognize capital gain or loss based on the difference between the amount of cash received and the shareholder's adjusted tax basis in the fractional shares. Shareholders should consult their own tax advisors with respect to the tax consequences resulting from the Forward Split and Conversions.

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

The reportable tax year for the Forward Split on February 1, 2021 and subsequent conversions of Angion Series C convertible preferred stock and convertible promissory notes to common stock and applicable dividends and interest paid in kind on February 5, 2021 is the calendar year 2021.