

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>Lions Gate Entertainment Corp.</b>		2 Issuer's employer identification number (EIN) <b>98-1015221</b>	
3 Name of contact for additional information <b>Michael B. Hainkel</b>	4 Telephone No. of contact <b>(310) 255-3703</b>	5 Email address of contact <b>mhainkel@lionsgate.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>2700 Colorado Avenue</b>		7 City, town, or post office, state, and Zip code of contact <b>Santa Monica, California 90404</b>	
8 Date of action <b>December 8, 2016</b>		9 Classification and description <b>Common stock</b>	
10 CUSIP number <b>Common: 535919203</b>	11 Serial number(s)	12 Ticker symbol <b>NYSE:LGF</b>	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 December 8, 2016, Lions Gate Entertainment Corp. effected a reorganization of its outstanding common stock for shareholders of record on December 8, 2016. Pursuant to the reorganization, each share of Lions Gate Entertainment Corp. common stock was converted into 0.5 shares of newly issued Class A voting common stock and 0.5 shares of newly issued Class B non-voting common stock. To the extent any shareholder was entitled to a fractional share as a result of the reorganization, such fraction was rounded up to the nearest whole number. However, certain beneficial shareholders (i.e., non-record holders who generally hold securities through brokers) had their fractional shares rounded down by the broker to the nearest whole number. Such beneficial shareholders whose fractional shares were rounded down to the nearest whole number by the broker may receive cash based on the rounding difference in lieu of fractional shares.**

The CUSIP number for the pre-reorganization common stock is 535919203.  
 The CUSIP number for the post-reorganization Class A voting common stock is 535919401.  
 The CUSIP number for the post-reorganization Class B non-voting common stock is 535919500.

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 shareholder's total aggregate basis in the shares of Lions Gate Entertainment Corp. common stock held prior to the reorganization should be equal to the total aggregate basis the shareholder has in the shares of Class A voting common stock and Class B non-voting common stock held after the reorganization. A shareholder receiving cash in lieu of a fractional share is deemed to have received and then immediately sold such fractional share for the cash received. See 16 below for a more detailed methodology.**

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 ▶ **A shareholder's tax basis in the pre-reorganization stock must be aggregated in the shareholder's post-reorganization stock in a manner that reflects, to the greatest extent possible, the basis in the pre-reorganization stock that was acquired on the same date and at the same price. To the extent it is not possible to aggregate the tax basis in this manner, the tax basis in the pre-reorganization stock must be aggregated in the post-reorganization stock in a manner that minimizes the disparity in the holding periods of the pre-reorganization stock and post-reorganization stock. This may result in some shares of post-reorganization stock having split holding periods and split basis.**

**The fair market value of the Class A voting common shares on December 8, 2016 was \$27.00 per share and \$2,003,370,543.00 in the aggregate (i.e., 74,198,909 Class A shares x \$27.00 per share). The fair market value of the Class B non-voting common shares on December 8, 2016 was \$26.10 per share and \$1,936,591,524.90 in the aggregate (i.e., 74,198,909 Class B shares x \$26.10 per share).**

**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ The transaction is a tax-free recapitalization under section 368(a)(1)(E) and section 354. The basis with respect to the shares exchanged is determined under section 358.

18 Can any resulting loss be recognized? ▶ Except to the extent that cash is received in lieu of fractional shares, shareholders generally will not recognize gain or loss as a result of the reorganization. If cash is received by a shareholder in lieu of a fractional share of post-reorganization stock, the shareholder may realize gain or loss equal to the difference between the tax basis of the pre-reorganization stock that is allocated to such fractional share and the cash received.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The adjustment to basis would be taken into account in the tax year of the shareholder during which the exchange occurred (e.g. 2016 for calendar year taxpayers).

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 ▶ *James W. Barge* Date ▶ 1/6/17  
Print your name ▶ James W. Barge Title ▶ Chief Financial Officer

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<u>RYAN REID</u>	<u><i>Ryan Reid</i></u>	<u>01/06/17</u>		<u>P01494808</u>
	Firm's name ▶ <u>ERNST &amp; YOUNG U.S. LLP</u>	Firm's EIN ▶ <u>34-6565596</u>		Phone no. ▶ <u>(213) 977-3200</u>	
Firm's address ▶ <u>725 SOUTH FIGUEROA STREET, LOS ANGELES, CA 90017</u>					