Form **8937**(December 2017) Department of the Treasury Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-0123

1 Issue	r's name			2 Issuer's employer identification number (EIN)			
Callon P	etroleum C	ompany		64-0844345			
	e of contac		onal inform	ation 4	Telephone No. of contact	5 Email address of contact	
Mitzi P. C	Conn			MConn@callon.com			
		eet (or P.O.	box if ma	il is not de	(601) 442-1601 livered to street address) of contact	7 City, town, or post office, state, and ZIP code of contact	
	ce Box 12	37			T	Natchez, MS 39121-1287	
8 Date	of action				9 Classification and description		
See belo	187				Return of capital cash distribution		
	IP number	11	1 Serial n	umber(s)	12 Ticker symbol	13 Account number(s)	
1	3123X409			N/A	СРЕ-РА	N/A	
Part II	Orga	nizationa	al Action	1 Attach	additional statements if needed. See	e back of form for additional questions.	
2-10							
-					3100 13		
_							
- 1							
45 D-			- et t - t - t				
	re or as a p				ational action on the basis of the security	y in the hands of a U.S. taxpayer as an adjustment per	
	Ex-Date				re Payment		
03/03/17		03/15/17				The state of the s	
06/05/17	06/13/17	06/15/17	06/30/17	1.25			
09/05/17	09/14/17	09/15/17	09/29/17	1.25			
12/05/17	12/14/17	12/15/17	12/29/17	1.25			
	_		-		100		
					111111111111111111111111111111111111111		
16 Des	scribe the c	alculation of	of the chan	ge in basi	s and the data that supports the calculat	tion, such as the market values of securities and the	
					turn of capital cash distribution.		
						W - W - W - W - W - W - W - W - W - W -	
bardu	T-MON DI	m vii o	- lare las	or at			
		100			m Nata	so Milliako ka wasan s	
	1961						

P	a	n	6	2
	а	ч	c	-

Par	t II	Organizational Action (continue	ed)		
17	List the	e applicable Internal Revenue Code sect	tion(s) and subsection(s) upon wh	ich the tax treatment is based ▶	IRS Section 312
	VIII.				
				<u> </u>	
					· · · · · · · · · · · · · · · · · · ·
18	Can ar	ny resulting loss be recognized? ► No			
				<u> </u>	
			<u> </u>		
19	Provid	le any other information necessary to im	plement the adjustment, such as	the reportable tax year ▶ Year e	nded December 31, 2017
			-		
	Und	der penalties of perjury, I declare that I have ief, it is true, correct, and complete. Declaration	examined this return, including according of preparer (other than officer) is ba	npanying schedules and statements, sed on all information of which prepa	and to the best of my knowledge and rer has any knowledge.
Sigi	1	12-L.O	1	1	
Her		nature ▶ / / / /	(ggm)	Date >	1-18
		, vo y		THE MOINTER	Accounting Officer
 Pai		nt your name ► Mitzi P. Conn Print/Type preparer's name	Preparer's signature	Date VP/Cnier	Accounting Officer Check if PTIN
	a :pare				self-employed
	e Onl	y Firm's name ▶			Firm's EIN ▶ Phone no.
Seno	1 Form	Firm's address ► 8937 (including accompanying statement	nts) to: Department of the Treasur	v. Internal Revenue Service. Ogo	