

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

<b>1</b> Issuer's name		<b>2</b> Issuer's employer identification number (EIN)	
Chesapeake Energy Corporation		73-1395733	
<b>3</b> Name of contact for additional information	<b>4</b> Telephone No. of contact	<b>5</b> Email address of contact	
Investor Relations	(405) 935-8870	ir@chk.com	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact		<b>7</b> City, town, or post office, state, and ZIP code of contact	
P.O. Box 18496		Oklahoma City, OK 73154-0496	
<b>8</b> Date of action		<b>9</b> Classification and description	
April 14, 2020		1-for-200 Reverse Stock Split	
<b>10</b> CUSIP number	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol	<b>13</b> Account number(s)
165167107	N/A	CHK	N/A

**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 ▶ Chesapeake Energy Corporation ("Chesapeake") effected a 1-for-200 reverse stock split of its outstanding common stock (the "Reverse Stock Split") effective as of 5:00 pm CST on April 14, 2020. As a result of the Reverse Stock Split each 200 pre-split shares of common stock outstanding will automatically be combined into one issued and outstanding share of common stock. No fractional shares of common stock will be issued as a result of the Reverse Stock Split. Instead, in lieu of any fractional shares to which a shareholder of record would otherwise be entitled as a result of the Reverse Stock Split, Chesapeake will pay cash to such shareholders in an amount equal to such fraction multiplied by the average of the closing sales prices of the common stock during regular trading hours for the five consecutive trading days immediately preceding the Effective Date (with such average closing sales prices being adjusted to give effect to the Reverse Stock Split).

**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 ▶ Shareholders are required to allocate their aggregate tax basis in the existing common stock held immediately prior to the Reverse Stock Split among the shares of common stock held immediately after the Reverse Stock Split. Shareholders who receive cash in lieu of fractional shares of common stock will be treated as having received such fractional shares in the Reverse Stock Split and then having sold such fractional shares for cash in the open market. Shareholders who acquired their shares of common stock on different dates and at different prices should consult their own tax advisors regarding the allocation of their tax basis among such common stock held after the Reverse Stock Split.

**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 tax basis in each share of common stock received in the Reverse Stock Split will generally be equal to the Shareholder's tax basis in the 200 shares exchanged for such share. The remaining basis in the fractional shares exchanged for cash in lieu of common stock will be compared to the cash received for such shares and gain or loss will be recognized accordingly.

**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 Sections 368, 354, 358, 302, 1001](#)

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**18** Can any resulting loss be recognized? ▶ [Except to the extent of cash received in lieu of fractional shares, shareholders will generally not recognize gain or loss as a result of the Reverse Stock Split. In general, if a shareholder receives cash in lieu of fractional shares, the shareholder will recognize gain or loss based on the difference between the amount of cash received and the shareholder's tax basis in the fractional shares exchanged. Shareholders should consult their own tax advisor with respect to the tax consequences from the Reverse Stock Split.](#)

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**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 during which the Reverse Stock Split was effected \(e.g., 2020 for calendar year taxpayers\).](#)

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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 ▶ W.M. Buergler Date ▶ 4/30/2020

<b>Paid Preparer Use Only</b>	Print your name ▶ <u>William M. Buergler</u>	Preparer's signature	Date ▶ <u>4/30/2020</u>	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	