

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

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| <b>Part I Reporting Issuer</b>  |   |
| <b>1</b> Issuer's name<br><br>WINGSTOP INC.   | <b>2</b> Issuer's employer identification number (EIN)<br><br>47-3494862  |
| <b>3</b> Name of contact for additional information<br><br>KELLEY E. HARTLEY                  | <b>4</b> Telephone No. of contact<br><br>972-331-9137   |
| <b>5</b> Email address of contact<br><br>KHARTLEY@WINGSTOP.COM                                | <b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact<br><br>15505 WRIGHT BROTHERS DRIVE |
| <b>7</b> City, town, or post office, state, and ZIP code of contact<br><br>ADDISON, TX 75001  | <b>8</b> Date of action<br><br>04/07/2022   |
| <b>9</b> Classification and description<br><br>DISTRIBUTION IN EXCESS OF EARNINGS AND PROFITS |   |
| <b>10</b> CUSIP number<br><br>974155103   | <b>11</b> Serial number(s)<br><br>N/A   |
| <b>12</b> Ticker symbol<br><br>WING   | <b>13</b> Account number(s)<br><br>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 ▶ ON APRIL 7, 2022, WINGSTOP INC. MADE A CASH DISTRIBUTION TO ITS SHAREHOLDERS IN ACCORDANCE WITH THEIR RESPECTIVE OWNERSHIP PERCENTAGES. THE SUM OF THIS DISTRIBUTION, IN CONJUNCTION WITH THE DISTRIBUTIONS MADE ON MARCH 1, 2022; JUNE 1, 2022; SEPTEMBER 1, 2022; AND DECEMBER 1, 2022 IS ESTIMATED TO EXCEED THE CORPORATION'S CURRENT AND ACCUMULATED EARNINGS AND PROFITS AS OF THE END OF THE 2022 TAX YEAR. AT THE TIME OF THE DISTRIBUTION ON APRIL 7, 2022, THE CORPORATION HAS 29,871,469 SHARES ISSUED AND OUTSTANDING.

**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 TOTAL AMOUNT OF THE DISTRIBUTION THAT WAS MADE ON APRIL 7, 2022 WAS \$119,481,108. THE DISTRIBUTION WILL BE PRIMARILY A NONDIVIDEND DISTRIBUTION, WHICH FIRST REDUCES THE SHAREHOLDERS' ADJUSTED BASIS AND THEN GIVES RISE TO GAIN FROM SALE OR EXCHANGE OF PROPERTY TO THE EXTENT SUCH DISTRIBUTION EXCEEDS A SHAREHOLDER'S BASIS. THE SUM OF THE FIVE DISTRIBUTIONS IS ESTIMATED TO RESULT IN A NONDIVIDEND DISTRIBUTION OF \$61,712,689 AND DIVIDEND DISTRIBUTION OF \$79,289,279.

**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 CORPORATION'S EARNINGS AND PROFITS ARE CALCULATED FOR EACH IT HAS BEEN A C-CORPORATION. THE CUMULATIVE EARNINGS AND PROFITS FOR ALL YEARS WAS COMPARED TO THE TOTAL OF THE DISTRIBUTIONS MADE IN 2022. THE DIFFERENCE BETWEEN THE CUMULATIVE EARNINGS AND PROFITS AND THE CUMULATIVE DISTRIBUTIONS IS CONSIDERED A NONDIVIDEND DISTRIBUTION, WHICH FIRST REDUCES BASIS AND THEN GIVES RISE TO GAIN FROM THE SALE OR EXCHANGE OF PROPERTY, AS EXPLAINED ABOVE.

**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 CORPORATION'S CUMULATIVE EARNINGS AND PROFITS WERE CALCULATED IN ACCORDANCE WITH IRC SECTION 312. THE PORTION OF THE DISTRIBUTION THAT IS CONSIDERED A RETURN OF BASIS AND THEN GAIN FROM SALE OR EXCHANGE OF PROPERTY WAS CALCULATED IN ACCORDANCE WITH IRC SECTION 301(C).

18 Can any resulting loss be recognized? ▶ THERE WILL BE NO LOSS RECOGNIZED AS PART OF THE CASH DISTRIBUTION.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THE NONDIVIDEND DISTRIBUTION WILL BE REPORTED ON FORM 5452, WHICH WILL BE INCLUDED IN WINGSTOP INC.'S FORM 1120 FILING FOR THE 2022 TAX YEAR.

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 ▶ *Kelley Hartney* Date ▶ 1/27/2023

Print your name ▶ KELLEY HARTNEY Title ▶ VP CORPORATE CONTROLLER

|                               |  |                         |           |   |           |
|-------------------------------|--|-------------------------|-----------|---|-----------|
| <b>Paid Preparer Use Only</b> | Print/Type preparer's name   | Preparer's signature    | Date      | Check <input type="checkbox"/> if self-employed | PTIN      |
|                               | MITCH BRAMLETT   | <i>Mitch Bramlett</i>   | 1/26/2023 |   | P01256737 |
|                               | Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP                          | Firm's EIN ▶ 13-4008324 |           | Phone no. 214-999-1400                          |           |
|                               | Firm's address ▶ 2121 N PEARL STREET, SUITE 2000, DALLAS, TX 75201 |                         |           |   |           |