

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name Microvast Holdings, Inc.			2 Issuer's employer identification number (EIN) 83-2530757		
3 Name of contact for additional information Investor Relations		4 Telephone No. of contact 281-491-9505		5 Email address of contact services.us@microvast.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 12603 Southwest Freeway, Suite 210			7 City, town, or post office, state, and ZIP code of contact Stafford, Texas 77477		
8 Date of action July 23, 2021		9 Classification and description Common Stock and Promissory Notes			
10 CUSIP number 59516C106	11 Serial number(s)		12 Ticker symbol MVST		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 ▶ **See Attached**

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 ▶ **See Attached**

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 ▶ **See Attached**

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ See Attached

Multiple horizontal lines for listing applicable Internal Revenue Code sections.

18 Can any resulting loss be recognized? ▶ See Attached

Multiple horizontal lines for providing information on resulting loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ See Attached

Multiple horizontal lines for providing other information necessary to implement the adjustment.

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 ▶ Date ▶ 9/2/2021
 Print your name ▶ Yanzhuan (Leon) Title ▶ CFO

Paid Preparer Use Only	Print/Type preparer's name Douglas Bekker	Preparer's signature 	Date 09/02/2021	Check <input type="checkbox"/> if self-employed	PTIN P00439876
	Firm's name ▶ BDO USA, LLP			Firm's EIN ▶ 13-5381590	
	Firm's address ▶ 200 Ottawa Ave NW Ste 300, Grand Rapids, MI 49503			Phone no. 616-774-7000	

Microvast Holdings, Inc.

FEIN: 83-2530757

Attachment for Form 8937

Part II

Line 14

On July 23, 2021, Microvast Holdings, Inc., a Delaware corporation (“Microvast Holdings” formerly known as Tuscan Holdings Corp.), consummated the previously announced acquisition (the “Closing”) of Microvast, Inc. (“Microvast”) pursuant to the Agreement and Plan of Merger dated as of February 1, 2021 by and among Microvast Holdings., Microvast, and TCSN Merger Sub, Inc., a wholly-owned subsidiary of Microvast Holdings (“Merger Sub”). Pursuant to the terms of the Merger Agreement, Merger Sub merged with and into Microvast with Microvast continuing as the surviving corporation and as a wholly owned subsidiary of Microvast Holdings, Inc.

At the time of Closing:

(i) each share of Microvast Common Stock, Microvast Series C1 Preferred Stock, Microvast Series C2 Preferred Stock, and Microvast Series D1 Preferred Stock (collectively, “Microvast Capital Stock”), issued and outstanding converted into the right to receive or become exchangeable for (i) a portion of the Merger Consideration (subsequently defined) plus (ii) any dividends or other distributions to which the holder thereof becomes entitled upon surrender of such shares or Company Capital Stock. The Merger Consideration consisted of 210,000,000 shares of Microvast Holdings Common Stock valued at \$10 per share, and the Earn Out Shares. The Earn Out Shares consist of 20,000,000 shares of Microvast Holdings Common Stock subject to issuance given the obtainment of certain metrics or events of the Company during a specified period following the Closing. At the time of Closing, none of the Earn Out Shares have been issued. For additional information regarding the Earn Out Shares, please contact Microvast Holdings investor relations.

(ii) all promissory notes (the “Promissory Notes”) issued under the Note Purchase Agreement, dated January 4, 2021, by and among Microvast and lenders named therein will be converted in accordance with the terms of the Note Purchase Agreement and the Promissory Notes into the right to receive, and become exchangeable for: (i) a portion of the Promissory Note Consideration (subsequently defined) plus (ii) any dividends or other distributions to which the holder thereof becomes entitled upon the surrender of such Promissory Notes. The Promissory Note Consideration consists of 6,736,111 shares of Microvast Holdings Common Stock valued at \$10 per share.

The aggregate merger consideration being paid, in the form of Microvast Holdings Common Stock, to holders of Microvast Capital Stock as of immediately prior to the Closing is approximately \$2.1 billion, not including value assigned to the Issuable Earnout Shares. The aggregate merger consideration being paid, in the form of Microvast Holdings Common Stock, to holders of the Promissory Notes as of immediately prior to the Closing is approximately \$67.4 million.

Line 15

Microvast Holdings and Microvast intend, for U.S. federal income tax purposes, (i) that the Merger Agreement shall constitute a “plan of reorganization” within the meaning of Section 368(a) of the Internal

Revenue Code of 1986, as amended, and the Treasury Regulations promulgated thereunder (the “Code”) and (ii) that the Merger shall constitute a “reorganization” within the meaning of Section 368(a) of the Code (the “Intended Tax Treatment”).

At Closing, the basis in the surrendered Microvast Capital Stock must be allocated in a manner that reflects, to the greatest extent possible, the Microvast Holdings Common Stock received being received in exchange for Microvast Capital Stock that was acquired on the same date and at the same price. To the extent it is not possible to allocate in this manner, the basis of the Microvast Capital Stock surrendered must be allocated to the Microvast Holdings Common Stock received in a manner that minimizes the disparity in the holding periods of the surrendered Microvast Capital Stock whose basis is allocated to any particular Microvast Holdings Common Stock received. This could result in a particular Microvast Holdings Common Stock having a split basis and split holding period. Each shareholder should consult with his or her tax advisor with respect to the computation of gain or loss and basis in this transaction based upon his or her specific facts.

Additionally, each holder of Promissory Notes should consult with his or her tax advisors with respect to the computation of gain or loss and basis in this transaction based upon his or her specific facts.

Line 16

The basis in each share of Microvast Holdings Common Stock received will generally be equal to the basis in 0.006239 (1 share of Microvast Capital Stock divisible into 160.27 shares of Microvast Holdings Common Stock) share of Microvast Capital Stock surrendered for such share. See the discussion in Line 15 above for further description of the specific allocation of basis when certain shares have a different basis per share and/or holding period.

The holders of the \$25 million Initial Closing tranche of the Promissory Notes will generally receive 125 shares of Microvast Holdings Common Stock for every \$1,000 of principal in the Promissory Notes held. The holders of the \$32.5 million Second Closing tranche of the Promissory Notes will generally receive 111.11 shares of Microvast Holdings Common Stock for every \$1,000 of principal in the Promissory Notes held. Each Promissory Note holder should consult with his or her tax advisors in determining the initial basis in the Microvast Holdings Common Stock received.

Line 17

Section 358(a) and (b)

Section 368(a)

Line 18

In general, except to the extent of cash in lieu of fractional shares received, Microvast Capital Stockholders should not recognize gain or loss for U.S. federal income tax purposes by reason of the reorganization.

The Promissory Note holders should consult with his or her tax advisors in determining the applicable gain or loss on the conversion of the Promissory Notes into Microvast Common Stock based on his or her specific facts.

Line 19

The Scheme and resulting stock exchange were completed July 23, 2021. Therefore, the reportable tax year is the 2021 calendar year.