

**Attachment to Form 8937**

**Viavi Solutions Inc.**

**(f/k/a JDS Uniphase Corporation)**

**Distribution of**

**Lumentum Holdings Inc. Common Stock**

Please note that the information contained herein does not constitute tax advice and is not intended to be used and cannot be used for purposes of avoiding penalties under the Internal Revenue Code. In addition, the information contained herein is not intended to describe the specific tax consequences that may apply to a particular shareholder.

**Part II – Organizational Action**

**Item 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**

JDS Uniphase Corporation (“JDSU”) distributed approximately 47.1 million shares of common stock of Lumentum Holdings Inc. (“Lumentum”) effective on August 1, 2015, but paid on the first trading day of the NASDAQ Stock Market (“NASDAQ”) thereafter, August 3, 2015, to the holders of record of the JDSU common stock. The record date was as of the close of business on NASDAQ on July 27, 2015. In the distribution, JDSU stockholders received one share of Lumentum common stock for every five shares of JDSU common stock held. JDSU stockholders also received cash in lieu of any fractional share of Lumentum. As a result of the distribution, Lumentum became an independent, publicly traded company. Also, effective on August 1, 2015, JDSU changed its name to Viavi Solutions Inc. (“Viavi”). For the remainder of this form, reference to Viavi common stock refers to stock held in the historic JDSU entity after the distribution.

Name	CUSIP Number	NASDAQ Ticker Symbol
Viavi	925550105	VIAV
Lumentum	55024U109	LITE

Individual shareholders with questions pertaining to the U.S. federal income tax treatment of the distribution should consult their own tax advisors.

**Item 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**

Pursuant to Section 358 of the Internal Revenue Code, each Viavi stockholder will need to allocate its tax basis in JDSU shares immediately before the distribution between the shares of Viavi common stock and the shares of Lumentum common stock received in the distribution.

As described below, based on the August 4, 2015 adjusted closing prices (i.e., the first post-distribution day of “regular-way” trading), 59.60% of the pre-distribution tax basis in JDSU shares should be allocated to Viavi common stock and 40.40% should be allocated to Lumentum common stock received in the distribution.

**Item 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**

For U.S. federal income tax purposes, the allocation of tax basis between shares of Viavi common stock and Lumentum common stock is based on their relative fair market values (“FMV”) at the time of the distribution. See Treas. Reg. Sec. 1.358-2(a)(2)(iv). There are many potential ways to determine the FMV of Viavi and Lumentum common stock. One approach may be to use the adjusted closing prices of Viavi and Lumentum common stock on NASDAQ on the first day of “regular-way” trading after the distribution. As discussed above, the distribution of Lumentum common stock was effective August 1, 2015, but paid on August 3, 2015, therefore, for purposes of determining the value of each corporation’s common stock, we have used the adjusted closing prices on the first day of “regular-way” trading on NASDAQ (i.e., August 4, 2015). The adjusted closing prices were \$6.24 for Viavi and \$21.15 for Lumentum on August 4, 2015. If this method is used, the pre-distribution tax basis in JDSU shares would be allocated 59.60% to Viavi shares and 40.40% to Lumentum shares.

See the example below which assumes pre-distribution tax basis of \$10 per share in 101 shares of JDSU common stock:

Company Name	No. of Shares After Distribution	Avg. NASDAQ Trading Price on 8/4/15	Total FMV at 8/4/15	% of Total FMV at 8/4/15	Allocated Tax Basis
Viavi	101	\$6.24	\$630.24	59.60%	\$601.96 Note (1)
Lumentum	20	\$21.15	\$423.00	40.00%	\$404.00 Note (2)
Fractional Share	0.20	\$21.15	\$4.23	00.40%	\$4.04 Note (3)
Totals			\$1,057.47	100.00%	\$1,010.00

Note (1): 59.60% of \$1,010.00

Note (2): 40.00% of \$1,010.00

Note (3): 00.40% of \$1,010.00

**Item 17 – List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based**

For U.S. federal income tax purposes, the distribution should be a tax free spin-off under Section 355. Pre-distribution basis in JDSU shares is allocated between Viavi shares and Lumentum shares under Treas. Reg. Sec. 1.358-2(a)(2)(iv), in accordance with Sections 358(a) through 358(c). Pursuant to Section 355(a), no gain or loss should be recognized by JDSU stockholders as a result of the distribution. Under Sections 1001 and 1221, in general, the receipt by JDSU stockholders of cash in lieu of a fractional share of Lumentum will be treated as if the fractional share had been distributed to the JDSU stockholder in the distribution and then had been disposed of by such stockholder (in a sale or exchange) for the amount of such cash. Under Section 1223(1), the holding period of a JDSU stockholder in Lumentum stock received in the distribution will include the holding period of the pre-distribution JDSU stock with respect to which the distribution of the Lumentum stock was made.

**Item 18 – Can any resulting loss be recognized?**

The treatment, described above, of cash received in lieu of a fractional Lumentum share could result in a gain or loss. In general, in the case of a loss, such loss can be recognized. Otherwise, no gain or loss will be recognized by JDSU stockholders upon receipt of Lumentum Holdings stock.

**Item 19 – Provide any other information necessary to implement the adjustment, such as the reportable tax year.**

The distribution of Lumentum common stock occurred in calendar year 2015.