

► See separate instructions.

Part I Reporting Issuer

Cushman & Wakefield Ltd.		2 Issuer's employer identification number (EIN) 98-1896559	
3 Name of contact for additional information Investor Relations	4 Telephone No. of contact 312-338-7860	5 Email address of contact IR@CUSHWAKE.COM	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact Canon's Court, 22 Victoria St.		7 City, town, or post office, state, and ZIP code of contact Hamilton, Pembroke, HM 12, Bermuda	
8 Date of action November 27, 2025	9 Classification and description Ordinary shares		
10 CUSIP number G2717C106	11 Serial number(s) N/A	12 Ticker symbol CWK	13 Account number(s) 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 ► [See attachment](#)

- 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 attachment

- 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 attachment

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 attachment

- 18** Can any resulting loss be recognized? ► See attachment

- 19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► See attachment

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 ►

1/6/2026

Senior Vice President, Deputy General Counsel
and Assistant Secretary

Print your name ► Steven Belew

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check if
self-employed

First name ▶

Figure 1 FIN

Firm's name ►

Phone no.

Cushman & Wakefield Ltd.
EIN: 98-1896559

ATTACHMENT TO FORM 8937
REPORTING OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES

The information contained herein is provided pursuant to the requirements of section 6045B of the Internal Revenue Code of 1986, as amended (the “**Code**”), and includes a general summary of certain US federal income tax laws and regulations that are relevant for purposes of determining the effect of the Redomiciliation (as defined below) on the tax basis of the shares of Cushman & Wakefield Ltd. issued to existing shareholders of Cushman & Wakefield plc in exchange for their shares of UK Plc (as defined below) in connection with the Redomiciliation.

The information contained herein does not constitute tax advice, nor does it purport to be complete or to describe the consequences of the Redomiciliation to particular categories of Shareholders. The information provided below is illustrative only, and is being provided pursuant to Code section 6045B and as a convenience to Shareholders and their tax advisors for purposes of establishing their specific tax positions. You are urged to consult your own tax advisors regarding the particular consequences of the Redomiciliation to you, including the applicability and effect of all US federal, state, local and foreign tax laws.

We also urge you to read the proxy materials filed by Cushman & Wakefield in connection with the Redomiciliation from the United Kingdom to Bermuda for additional details. These include:

- 1) Preliminary Proxy Statement filed on Form PRE 14A on March 28, 2025 (as updated on August 8, 2025),
- 2) Definitive Proxy Statement filed on Form DEF 14A on September 4, 2025, and
- 3) Definitive Additional Materials filed on Form DEFA 14A on September 23, 2025 and October 3, 2025.

These filings are available on the SEC’s website at www.sec.gov.

Part II: Line 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 November 27, 2025, Cushman & Wakefield Ltd. completed its change of jurisdiction of incorporation from England and Wales to Bermuda (the “**Redomiciliation**”), changing its ultimate parent company from a UK public limited company (“**UK Plc**”) to Cushman & Wakefield Ltd., a Bermuda exempted company limited by shares through a UK court-approved statutory scheme of arrangement. As part of this transaction, UK Plc shares were canceled and new shares of Cushman & Wakefield Ltd. were issued to existing UK Plc shareholders on a one-for-one basis. Following the exchange, UK Plc re-registered as a private company limited by shares under UK law (“**UKCo Ltd**”) and became a wholly owned subsidiary of Cushman &

Wakefield Ltd. UKCo Ltd subsequently filed Form 8832 to elect disregarded entity status for US tax purposes. The transaction is intended to qualify as a tax-free reorganization under IRC §368(a)(1)(F), with Cushman & Wakefield Ltd. treated as the successor corporation.

Part II: Line 15 Describe the quantitative effect of the organization 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 transaction is intended to qualify as a tax-free reorganization under IRC §368(a)(1)(F), with Cushman & Wakefield Ltd. treated as the successor corporation to UK Plc for U.S. federal income tax purposes. Under IRC §358(a), each shareholder's aggregate tax basis in Cushman & Wakefield Ltd. shares received pursuant to the transaction will equal the aggregate tax basis in the UK Plc shares surrendered immediately before the transaction.

Part II: Line 16, Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of the securities and the valuation dates

In the transaction, each UK Plc share was cancelled and exchanged for one Cushman & Wakefield Ltd. share. Under IRC §358(c), the basis of each Cushman & Wakefield Ltd. share received equals the basis of the corresponding UK Plc share exchanged. No gain or loss is intended to be recognized under IRC §354(a) in connection with the Redomiciliation.

Part II: Line 17, List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based

The tax treatment above is based on Code Sections 354(a), 358(a), and 368(a)(1)(F).

Part II: Line 18, Can any resulting loss be recognized?

No.

Part II: Line 19, Provide any other information necessary to implement the adjustment, such as the reportable tax year

The Redomiciliation is reportable in a Shareholder's tax year that includes November 27, 2025.