Form **8937**
(December 2017)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-0123

Part I Reporting Issuer

1 Issuer's name FB FINANCIAL CORPORATION	2 Issuer's employer identification number (EIN) 62-1216058
3 Name of contact for additional information MICHAEL METTEE	4 Telephone No. of contact 615-435-0952
5 Email address of contact mmettee@firstbankonline.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 1221 BROADWAY, SUITE 1300	7 City, town, or post office, state, and ZIP code of contact NASHVILLE, TN 37203
8 Date of action 7/1/2025	9 Classification and description COMMON STOCK
10 CUSIP number 30257X104	11 Serial number(s) N/A
12 Ticker symbol FBK	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

Sign Here

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.

Signature ▶ Date ▶ 8/13/2025

Print your name ▶ MICHAEL METTEE Title ▶ CFO

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JENNIFER M. SANDERS, CPA		8/15/2025		P00365585
Firm's name ▶ FORVIS MAZARS, LLP			Firm's EIN ▶	44-0160260
Firm's address ▶ 101 S. FIFTH STREET, SUITE 3800, LOUISVILLE, KY 40202			Phone no.	502-581-0435

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

FB Financial Corporation
Attachment to Form 8937
EIN: 62-1216058
Report of Organizational Actions
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Part II, Box 14:

Effective July 1, 2025, pursuant to the Agreement and Plan of Merger ("Merger Agreement"), dated as of March 31, 2025, by and between FB Financial Corporation ("FBK") and Southern States Bancshares, Inc. ("Southern States"), Southern States was merged with and into FBK, with FBK continuing as the surviving corporation in the merger (the "Merger").

As a result of the Merger, each share of Southern States common stock outstanding was immediately converted into the right to receive 0.8 shares of FBK common stock, par value $1.00 per share. No fractional shares of Southern States Common Stock and no certificates or scrip therefor, or other evidence of ownership thereof, will be issued in the Merger. FBK paid to each shareholder who would otherwise receive a fractional share of FBK Common Stock, rounded to the nearest one hundredth of a share, an amount of cash (without interest and rounded to the nearest whole cent) determined by multiplying the fractional share interest in FBK Common Stock to which such shareholder would otherwise be entitled by the Buyer Average Stock Price as defined within the Merger Agreement.

Part II, Box 15:

The Merger qualifies as a tax-free reorganization within the meaning of Section 368(a) of the Internal Revenue Code.

The receipt by a Southern States shareholder of FBK common stock in exchange for Southern States common stock in the Merger experiences the following:

- The aggregate tax basis in the Southern States common shares immediately before the exchange should be allocated proportionately to the 0.8 FBK common shares received in the exchange. The quantitative effect is 1/0.80 = 1.25 of the tax basis in each whole Southern States share is allocated to each whole FBK share. Generally, the tax basis is allocated to individual FBK shares received on a block-by-block basis. Since a whole number of FBK shares were not issued in exchange for each Southern States share, this could result in a single share of FBK stock having a split tax basis and a split holding period.
- Southern States shareholders who receive cash in lieu of a fractional share of FBK common stock are, for purposes of determining the taxability of that cash, deemed to have received the fractional share in the exchange and then as having sold the fractional share for cash. These Southern States shareholders will generally recognize a taxable gain or loss equal to the difference between the tax basis of the common shares deemed to have been exchanged for the fractional share and the amount of cash received.

Part II, Box 16:

Refer to the description of the basis calculation in Part II, Box 15 above. The closing price of a single share of FBK common stock on the NASDAQ stock exchange was $45.30 on June 30, 2025.

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Part II, Box 17:

The Merger was structured to qualify as a tax-free reorganization within the meaning of Section 368(a) of the Internal Revenue Code. In general, the income tax consequences to the shareholders are determined under Internal Revenue Code sections 354 and 361.

Part II, Box 18:

In general, no loss may be recognized by a Southern States shareholder receiving FBK common stock, except any loss on the receipt of cash in lieu of fractional share of FBK stock may be recognized if the amount of cash received is less than the basis in fractional share, as applicable.

Part II: Box 19:

In general, any adjustment to the tax basis that causes gain or loss recognized by the Southern States shareholder as result of the completion of the Merger should be reported for the taxable year which includes July 1, 2025. A calendar year shareholder would report the transaction on a 2025 income tax return. The holding period of FBK common stock received in exchange for shares of Southern States common stock will include the holding period of the Southern States common stock for which it is exchanged. A holder of Southern States common stock who received cash in lieu of fractional share of FBK common stock will generally be treated as having received the fractional share pursuant to the merger and then having sold the fractional share of common stock for cash.

The information in this form does not constitute tax advice and each holder of Southern States common stock is urged to consult its tax advisor with respect to the application of United States federal income tax laws to the holder's particular situation.