

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name Globe Specialty Metals, Inc.		2 Issuer's employer identification number (EIN) 20-2055624	
3 Name of contact for additional information Joseph Ragan	4 Telephone No. of contact 786-509-6900	5 Email address of contact jragan@glbsm.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 600 Brickell Avenue, Suite 3100		7 City, town, or post office, state, and Zip code of contact Miami, FL 33131	
8 Date of action December 23, 2015	9 Classification and description Common Stock		
10 CUSIP number 37954N206	11 Serial number(s)	12 Ticker symbol GSM	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 Statement.

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 Statement.

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 Statement.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ 368(a)(2)(E), 351, 367(a), 354(a), 358(a).

18 Can any resulting loss be recognized? ▶ See Statement.

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

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 ▶ January 15, 2016

Print your name ▶ Joseph Ragan Title ▶ CFO

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Globe Specialty Metals, Inc.
EIN 20-2055624
Attachment to Form 8937
Report of Organizational Action Affecting Basis of Securities

Disclaimer: The information contained in Form 8937 and this attachment does not constitute tax advice and does not purport to take into account any shareholder's specific circumstances. Shareholders are urged to consult their own tax advisors regarding U.S. tax consequences of the transactions described herein and the impact to tax basis resulting from the transaction.

Line 14, Description of Organizational Action:

On December 23, 2015, Ferroglobe PLC, a public limited company incorporated under the laws of England (originally incorporated as VeloNewco Limited, a private limited company) ("Ferroglobe"), acquired from Grupo Villar Mir, S.A.U., a Spanish public limited company in the form of a *sociedad anónima* ("Grupo VM"), all of the issued and outstanding ordinary shares of Grupo FerroAtlántica, S.A.U., a Spanish public limited liability company in the form of a *sociedad anónima* ("FerroAtlántica"), in exchange for an aggregate of 98,078,161 newly issued Ferroglobe Class A ordinary shares, which resulted in FerroAtlántica becoming a wholly owned subsidiary of Ferroglobe. After the share exchange, also on December 23, 2015, Gordon Merger Sub, Inc., a Delaware corporation and a direct wholly owned subsidiary of Ferroglobe, merged with and into Globe Specialty Metals, Inc., a Delaware corporation ("Globe"), with Globe surviving the merger as a wholly owned subsidiary of Ferroglobe (the "Merger"). Pursuant to the Merger, each share of common stock of Globe was converted into the right to receive one Ferroglobe ordinary share (each a "Ferroglobe Ordinary Share").

Line 15, Quantitative Effect:

The Merger is intended to qualify as a "reorganization" within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended ("Code"). Under such reorganization treatment, a U.S. holder of a share of Globe common stock exchanging such Globe share for one Ferroglobe Ordinary Share pursuant to the Merger should generally take a tax basis in each Ferroglobe Ordinary Share equal to the tax basis in each share of Globe common stock exchanged therefor, as determined separately for each block of Globe common stock held by the U.S. holder.

With respect to any U.S. person that owns at least five percent of either the total voting power or the total value of the stock of Ferroglobe as a result of the Merger ("U.S. Five-Percent Transferee"), absent entering into a gain recognition agreement with the IRS in the form provided in U.S. Treasury Regulation Section 1.367(a)-8(c) ("Gain Recognition Agreement"), special rules contained in Section 367(a) of the Code and the Treasury Regulations promulgated thereunder may require that such U.S. Five-Percent Transferee recognize gain, but not loss, in an amount equal to the fair market value of each Ferroglobe Ordinary Share received in the Merger over such U.S. transferee's adjusted tax basis in each Globe share exchanged therefor.

A U.S. Five-Percent Transferee that enters into and remains in compliance with a Gain Recognition Agreement, should take an adjusted tax basis in each Ferroglobe Ordinary Share equal to the adjusted tax basis of the share of Globe common stock exchanged therefor as determined separately for each block of Globe common stock exchanged. To the extent such U.S. Five-Percent Transferee recognizes gain, such gain should be added to the adjusted tax basis. The requirements for and effects of entering into and complying with a Gain Recognition Agreement are complex and are not discussed herein. Any U.S. Five-Percent Transferee should consult with his or her tax advisor regarding tax consequences of the Merger to them, including the decision to file a Gain Recognition Agreement and the procedures to be followed in connection with such filing.

For more information regarding the material tax considerations for the Merger, evaluation of the transaction, and qualification and limitations of the statements set forth on Form 8937 and in this Statement attached thereto, see “Material U.S. Tax Consequences of the Business Combination” of the joint proxy statement/prospectus on Form F-4 of Globe, as filed with the Securities and Exchange Commission on August 12, 2015, as supplemented on August 26, 2015 and September 11, 2015. Shareholders should consult with a qualified tax advisor for questions regarding their specific tax treatment.

Line 16, Calculation of Change of Basis:

Pursuant to the Merger, each holder of Globe common stock received one Ferroglobe Ordinary Share for each share of Globe common stock. The adjusted tax basis in each Ferroglobe Ordinary Share received should equal the adjusted tax basis of each Globe common share exchanged therefor, increased by the amount of any gain recognized pursuant to Code Section 367(a) as described in Line 15.

Line 18, Recognition of Loss:

As discussed above in Line 15, pursuant to Section 367(a) of the Code and the Treasury Regulations promulgated thereunder, certain U.S. holders of shares of Globe common stock exchanging such Globe shares for Ferroglobe Ordinary Shares pursuant to the Merger must recognize gain, if any, but not loss on such exchange.

Line 19, Other Information:

The Merger and resulting stock exchange were effective on December 23, 2015, which is within the 2015 calendar year.