Form **8937**
(December 2011)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

OMB No. 1545-2224

Part I Reporting Issuer

1 Issuer's name Wright Medical Group, Inc.	2 Issuer's employer identification number (EIN) 13-4088127

3 Name of contact for additional information Dean Morgan	4 Telephone No. of contact 901-867-4393	5 Email address of contact Dean.Morgan@wmt.com

6 Number and street (or P.O. box if mail is not delivered to street address) of contact 1023 Cherry Road	7 City, town, or post office, state, and Zip code of contact Memphis, TN 38117

8 Date of action October 1, 2015	9 Classification and description Common Stock

10 CUSIP number 98235T107	11 Serial number(s)	12 Ticker symbol WMGI	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)(1)(B), 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 ▶ Not applicable. See Item 15.

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 ▶ W Dean Morgan Date ▶ 11/11/15

Print your name ▶ W. Dean Morgan Title ▶ Treasurer

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

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

Wright Medical Group, Inc.
EIN: 13-4088127
Attachments to Form 8937

Line 14, Description of Organizational Action:

On October 1, 2015, Trooper Merger Sub Inc., a Delaware corporation and wholly owned subsidiary of Trooper Holdings Inc., a Delaware corporation and wholly owned subsidiary of Tornier, N.V., a Dutch public limited company (*naamloze vennootschap*) ("Tornier"), merged with and into Wright Medical Group, Inc. ("Wright"), with Wright surviving (such transaction, the "Merger"). Pursuant to the Merger, Trooper Holdings Inc. acquired Wright, with each outstanding share of Wright common stock converted into the right to receive 1.0309 shares of Tornier common stock. Following the Merger, Tornier N.V. was renamed Wright Medical Group N.V.

Line 15, Quantitative Effect:

The Merger is expected to qualify as a "reorganization" within the meaning of Section 368(a)(1)(B) of the Internal Revenue Code of 1986, as amended (the "Code"), in which Trooper Holdings Inc. acquired Wright in exchange for stock of its parent, Tornier N.V. Notwithstanding such fact, it is expected that following the Merger, Wright Medical Group N.V. should be respected as a non-U.S. corporation for U.S. federal income tax purposes. In such event, special rules contained in Section 367(a) of the Code and the Treasury Regulations promulgated thereunder required that a U.S. holder of a share of Wright common stock exchanging such Wright share for 1.0309 shares of Tornier common stock pursuant to the Merger recognize gain, if any, but not loss on such exchange. The amount of gain recognized equaled the excess, if any, of the fair market value of the 1.0309 shares of Tornier common stock received in the Merger over the U.S. holder's adjusted tax basis in the Wright share exchanged therefor. The adjusted tax basis in the 1.0309 shares of Tornier common stock received equaled the adjusted tax basis of the share of Wright common stock exchanged therefor, increased by the amount of any gain recognized.

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 the "Material Tax Consequences of the Merger—Material U.S. Federal Income Tax Consequences" of the joint proxy statement/prospectus on Form S-4 of Tornier, as filed with the Securities and Exchange Commission on December 19, 2014. 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 Wright common stock received 1.0309 shares of Tornier common stock for each share of Wright common stock. The adjusted tax basis in such shares of Tornier common stock received equaled the adjusted tax basis of the share of Wright common stock exchanged therefor, increased by the amount of any gain recognized pursuant to Code Section 367(a).

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 a U.S. holder of a share of Wright common stock exchanging such Wright share for 1.0309 shares of Tornier common stock pursuant to the Merger must recognize gain, if any, but not loss on such exchange.

A U.S. holder of a share of Wright common stock who would otherwise be entitled to receive a fraction of a share of Tornier common stock pursuant to the Merger will be paid an amount in cash determined in accordance with the amount of their fractional share interest, instead of such fractional share. The cash received by any such U.S. holder will be treated as a payment in redemption of the fractional share interest, and if a U.S. holder realizes loss as a result of the merger, such U.S. holder must recognize the loss attributable to the deemed redemption in an amount equal to the difference between the amount of cash received and such U.S. holder's adjusted tax basis in the fractional share interest.