## (December 2017 Department of the Treasury

## **Report of Organizational Actions Affecting Basis of Securities**

▶ See separate instructions.

OMB No. 1545-0123

Internal Revenue Service Reporting Issuer Part I 2 Issuer's employer identification number (EIN) Issuer's name **GMO International Equity Allocation Series Fund** 45-3846639 3 Name of contact for additional information Telephone No. of contact 5 Email address of contact John Nasrah FundTax@gmo.com 617-790-5063 7 City, town, or post office, state, and ZIP code of contact 6 Number and street (or P.O. box if mail is not delivered to street address) of contact 40 Rowes Wharf Boston, MA 02110 8 Date of action 9 Classification and description 01/22/2021 See Attached Schedule 10 CUSIP number 11 Serial number(s) 12 Ticker symbol 13 Account number(s) See Attached Schedule See Attached Schedule Organizational Action Attach additional statements if needed. See back of form for additional questions. Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ Effective January 22, 2021 the GMO International Equity Allocation Series Fund (the "Acquired Fund") was reorganized with and into GMO International Equity Allocation Fund (the "Acquiring Fund") in a tax-free reorganization. As a result of the reorganization, the Acquired Fund transferred to the Acquiring Fund all of its assets in exchange for the Acquiring Fund shares and the assumption of the Acquired Fund's liabilities by the Acquiring Fund. The Acquired Fund distributed the Acquiring Fund shares to its shareholders, to whom the Acquiring Fund shares were the sole consideration received upon the reorganization. The fair market value of the Acquiring Fund shares received by each Acquired Fund shareholder was equal to the fair market value of the Acquired Fund shares surrendered (as of January 22, 2021). 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 In general, each shareholder has an aggregate tax basis in the Acquiring Fund shares received in the reorganization equal to that shareholder's aggregate tax basis in the Acquired Fund shares surrendered in the reorganization. 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 Attached Schedule

Part	T	Organizational Action (continued)	)			
rait		Organizational Action (continued)	<u> </u>			
17 L	ict tha	applicable Internal Revenue Code section	a(c) and subsection(c) upon w	high the tay treatmer	at is based	
						· -
IRC Se	ctions	s 368(a), 354(a), 358(a), and 1223(1).				
40 0		No.				
<b>18</b> C	an an	y resulting loss be recognized? ► No				
<b>19</b> P	rovide	e any other information necessary to imple	ment the adjustment, such as	s the reportable tax y	ear <b>&gt;</b>	
		ble tax year is the 2021 calendar year.	<u>•</u>			
1110 10	por tur	TO THE YOUR IS THE LOCAL MICHIGAN YOUR				
Shareh	older	s should consult IRS Publication 550 a	nd their tax advisors for mo	ore information.		
	Unde	er penalties of perjury, I declare that I have exa	mined this return, including accor	mpanying schedules an	d statements,	and to the best of my knowledge and
	belie	f, it is true, correct, and complete. Declaration o	f preparer (other than officer) is be	ased on all information o	of which prepa	rer has any knowledge.
Sign		Man ()				
Here	Sign	ature ►	2021			
		J. J. Vo				
	Print	your name ▶ John Nasrah		Title►	Assistant	Treasurer & Chief Tax Officer
Paid		Print/Type preparer's name	Preparer's signature	Date		Check if PTIN
Prepa	arer					self-employed
Use (		Firm's name ▶				Firm's EIN ▶
		Firm's address ▶				Phone no.
Send F	orm 8	937 (including accompanying statements)	to: Department of the Treasu	ry, Internal Revenue	Service, Ogo	len, UT 84201-0054

## GMO International Equity Allocation Series Fund Attachment to Form 8937

GMO Ir	nternational Equi	eries	Fund	GMO I					
(".	("Acquired Fund") shares surrendered					("Acquiring Fund") shares received			
Class	CUSIP	Ticker		NAV	Class	CUSIP	Ticker	NAV	Conversion Ratio
R6	380131482	GEARX	\$	10.636041	R6	362014243	GSXMX	\$ 32.753185	0.324733035

Net Asset Values per share are calculated as of January 22, 2021.

Conversion Ratio is the number of Acquiring Fund shares received per one Acquired Fund share surrendered in the reorganization.

Please note that this information does not address investor-level filling and/or reporting requirements that may be applicable. Please refer to the GMO Trust and GMO Series Trust Prospectus and/or Statement of Additional Information (including the combined 2020 GMO Trust/GMO Series Trust proxy statement and prospectus, which describes the reorganization in detail). We recommend that you speak with your tax advisor to help you determine any U.S. federal or other tax reporting requirements or filings that may be applicable and with regard to all the tax advice particular to an investment in the GMO Trust and/or GMO Series Trust Funds. If you would like to discuss this disclosure, please call your GMO client relationship manager.