

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>Wright Medical Group, Inc.</b>		2 Issuer's employer identification number (EIN) <b>13-4088127</b>	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>5677 Airline Road</b>		7 City, town, or post office, state, and Zip code of contact <b>Arlington, TN 38002</b>	
8 Date of action <b>March 1, 2013</b>		9 Classification and description <b>Common Stock and Contingent Value Right</b>	
10 CUSIP number <b>98235T107</b>	11 Serial number(s)	12 Ticker symbol <b>BMTI, WMGI, and WMGIZ</b>	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 ▶ On March, 1, 2013, pursuant to an Agreement and Plan of Merger dated as of November 19, 2012 (the "Merger Agreement"), by and among BioMimetic Therapeutics, Inc., a Delaware corporation ("BioMimetic"); Wright Medical Group, Inc., a Delaware corporation ("Wright"); Achilles Merger Subsidiary, Inc., a Delaware corporation ("Merger Sub"); and Achilles Acquisition Subsidiary, LLC, a Delaware limited liability company ("Sister Subsidiary"), Merger Sub merged with and into BioMimetic with BioMimetic as the surviving corporation (the "Merger"). Following the Merger, BioMimetic merged with and into Sister Subsidiary, with Sister Subsidiary continuing as the final surviving entity and changing its name to BioMimetic Therapeutics, LLC (the "Subsequent Merger" and, together with the Merger, the "Mergers"). Upon the completion of the Merger, BioMimetic became a wholly-owned subsidiary of Wright, while upon the completion of the Subsequent Merger, BioMimetic Therapeutics, LLC, became a disregarded entity wholly owned by Wright.

Please see the attached statement for additional details.

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 ▶ The exchange by each BioMimetic shareholder of its shares of BioMimetic Common Stock for a combination of Wright Common Stock, cash, and CVRs pursuant to the Merger generally will result in the tax basis of the shares of Wright Common Stock received (including any fractional share deemed received and redeemed) to be equal to the aggregate tax basis of the shares of BioMimetic Common Stock exchanged, reduced by the amount of cash and the value of CVRs received pursuant to the Merger (other than cash received in lieu of a fractional share of Wright Common Stock) and increased by the amount of gain, if any, recognized by the shareholder (other than gain resulting from the deemed receipt and redemption of a fractional share of Wright Common Stock). A former BioMimetic shareholder must allocate the adjusted tax basis of its shares of BioMimetic Common Stock (as increased and decreased as described in the immediately preceding sentence) across the total number of shares of Wright Common Stock received in the Merger. As a result of the allocation, the tax basis per share of the Wright Common Stock received can be computed. The actual tax basis will differ with respect to each former BioMimetic shareholder and, additionally, with regard to separate and distinct blocks of shares of BioMimetic Common Stock owned by any former BioMimetic shareholder. Please see the attached statement for additional details.

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 item 15 above. The cash portion of the consideration was \$1.50, and the fair market value on the date of the Merger for each CVR was \$2.22.

**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► Wright's acquisition of BioMimetic pursuant to the Mergers qualified as a reorganization within the meaning of section 368(a) of the Internal Revenue Code of 1986, as amended (the "IRC"). The U.S. federal income tax consequences to the former BioMimetic shareholders are determined under IRC section 354, 356, 358, 1221 and 1223.

18 Can any resulting loss be recognized? ► In general, a BioMimetic shareholder who exchanged all of its shares of BioMimetic Common Stock for a combination of Wright Common Stock, cash, and CVRs may recognize gain, but not loss, as a result of the Mergers.

A BioMimetic shareholder who received cash in lieu of a fractional share of Wright Common Stock generally will be treated as having received such fractional share and then having received such cash in redemption of the fractional share. Gain or loss will be recognized based on the difference between the amount of cash received in lieu of the fractional share and the portion of the shareholder's aggregate adjusted tax basis of the shares of BioMimetic Common Stock surrendered that is allocable to the fractional share. The gain or loss generally will be long-term capital gain or loss if the holding period of such shares of BioMimetic Common Stock is more than one year at the effective time of the Merger (March 1, 2013). The deductibility of capital losses is subject to limitations.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The Mergers and resulting stock exchange became effective on March 1, 2013; therefore, the reportable tax year is 2013. The holding period for any shares of Wright Common Stock received by BioMimetic shareholders in the Mergers generally will include the holding period of the shares of BioMimetic Common Stock exchanged for such shares of Wright Common Stock.

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 ► 4/9/13

Print your name ► LANCE A. BERRY

Title ► SVP & 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.	

Wright Medical Group, Inc.  
Acquisition of BioMimetic Therapeutics, Inc.  
On March 1, 2013  
Attachment to Form 8937

The information contained herein and in the accompanying Form 8937 does not constitute tax advice and does not purport to be complete or to describe the consequences that may apply to particular categories of shareholders. The examples provided below are illustrative, do not reflect actual stock values or actual consideration received by any shareholder, and are being provided pursuant to Section 6045 of the IRC as a convenience to shareholders and their tax advisors when establishing their specific tax position. You are urged to consult your own tax advisor regarding the particular consequences of the Mergers to you, including the applicability and effect of all U.S. Federal, state, and local and foreign tax laws. You are also urged to read the proxy statement/prospectus of BioMimetic on Form 424(B)(3) dated January 23, 2013, noting the discussion on pages 124 through 130 under "*Certain Material U.S. Federal Income Tax Consequences.*"

Additional details for responses to Form 8937, Part II, line 14

As a result of the Merger and at the effective time of the Merger (the "Effective Time"), each share of common stock, par value \$0.001 per share, of BioMimetic (the "BioMimetic Common Stock") issued and outstanding immediately prior to the Effective Time (other than treasury shares of BioMimetic and any shares of BioMimetic Common Stock owned by Wright, Merger Sub, or any wholly-owned subsidiary of Wright or BioMimetic), was converted into the right to receive (i) an amount in cash, without interest, equal to \$1.50, (ii) 0.2482 of a share of common stock, par value \$0.01 per share, of Wright (the "Wright Common Stock"), and (iii) one contingent value right (a "CVR") issued by Wright subject to and in accordance with the Contingent Value Rights Agreement between Wright and American Stock Transfer & Trust Company, LLC, as trustee, initially with a fair market value of \$2.22.

At the Effective Time, all outstanding stock options of BioMimetic that were not exercised by the holders thereof prior to the Effective Time were assumed by Wright and converted into an option to acquire a certain number of shares of Wright Common Stock for a new exercise price, in each case, on the terms and conditions specified in the Merger Agreement.

Upon the completion of the Merger, the shares of BioMimetic Common Stock, which had traded under the symbol "BMTI," ceased trading on, and were delisted from, the NASDAQ. BioMimetic's employer identification number is 62-1786244 and its CUSIP number was 09064X101.

The CVRs began trading on the NASDAQ under the symbol "WMGIZ" following the Merger.

Additional details for responses to Form 8937, Part II, lines 15 and 16

The exchange by a BioMimetic shareholder of its shares of BioMimetic Common Stock for Wright Common Stock, cash, and CVRs pursuant to the Merger will generally result in the tax basis of the shares of the Wright Common Stock received (including any fractional share deemed received and redeemed) to be equal to the adjusted basis of the shares of BioMimetic Common Stock exchanged, reduced by (i) the amount of cash received and (ii) the fair market value of the CVRs, and increased by the amount of gain,

if any, recognized by the shareholder (other than gain resulting from the deemed receipt and redemption of a fractional share of Wright Common Stock). The amount of gain recognized is the lesser of (i) the amount of gain realized (i.e., the excess of the sum of the fair market value of the Wright Common Stock received, the amount of cash received and the fair market value of the CVRs received over the shareholder's aggregate tax basis in the shares of BioMimetic Common Stock surrendered), and (ii) the sum of the cash and fair market value of the CVRs received.

A former BioMimetic shareholder must allocate the tax basis of the BioMimetic Common Stock (as increased and decreased as described in the immediately preceding paragraph) across the total number of shares of Wright Common Stock received as a result of the Merger. As a result of this allocation, the tax basis per share of the Wright Common Stock received can be computed. The actual tax basis will differ with respect to each former BioMimetic shareholder and with regard to separate and distinct blocks of shares of BioMimetic common stock owned by any former BioMimetic shareholder.

*Example 1: Aggregate tax basis in BioMimetic Common Stock equals aggregate tax basis in Wright Common Stock*

A shareholder acquires 100 shares of BioMimetic Common Stock on date X for \$5.00 per share. This results in an aggregate tax basis of \$500.00

Pursuant to the Merger, the shareholder receives 24 shares of Wright Common Stock worth a total of \$558.00 (assuming a fair market value of \$23.25 per share), cash of \$150.00, and CVRs worth \$222.00 in exchange for the shareholder's shares of BioMimetic Common Stock. In addition, the shareholder is deemed to receive a 0.82 fractional share of Wright Common Stock worth \$19.07.

The gain realized in the reorganization is \$449.07, which is equal to the excess of the sum of the fair market value of the Wright Common Stock (\$558.00) and the CVRs (\$222.00) received in the Merger, the cash (\$150.00) received, and the fair market value of the fractional shares (\$19.07) deemed received (total \$949.07), over the shareholder's aggregate tax basis in its BioMimetic Common Stock (\$500.00). The amount of gain recognized is \$372.00, the lesser of (i) the gain realized (\$449.07) and (ii) the sum of the amount of cash received (\$150.00) and the fair market value of the CVRs (\$222.00) received (total \$372.00).

Aggregate tax basis in BioMimetic Common Stock	\$500.00
LESS: cash received	150.00
LESS: fair market value of CVRs received	<u>222.00</u>
	\$128.00
ADD: amount of gain recognized	<u>\$372.00</u>
Aggregate tax basis in Wright Common Stock	\$500.00
\$500 aggregate tax basis/24 shares plus 0.82 fractional shares deemed received	\$20.15 tax basis per share

As the above example illustrates, even where cash and the CVRs are received in addition to shares of Wright Common Stock, the shareholder's aggregate tax basis in its shares of Wright Common Stock may

equal its aggregate tax basis in its shares of BioMimetic Common Stock, before redemption of the fractional shares. Upon redemption of the 0.82 fractional share of Wright Common Stock, the shareholder would recognize an additional gain of \$2.55 (\$19.07 cash less (\$20.15 x 0.82, or \$16.52)).

*Example 2: Aggregate tax basis in BioMimetic Common Stock DOES NOT equal aggregate tax basis in Wright Common Stock*

In the following example, the receipt of cash and CVRs in addition to the BioMimetic Common Stock results in a different aggregate tax basis in the shares of the Wright Common Stock than the aggregate tax basis in the shares of the BioMimetic Common Stock.

A shareholder acquires 100 shares of BioMimetic Common Stock on date X for \$6.50 per share. This results in an aggregate tax basis of \$650.00.

Pursuant to the Merger, the shareholder receives 24 shares of Wright Common Stock worth a total of \$558.00 (assuming a fair market value of \$23.25 per share), cash of \$150.00, and CVRs worth \$222.00 in exchange for the shareholder's shares of BioMimetic Common Stock. In addition, the shareholder is deemed to receive a 0.82 fractional share of Wright Common Stock worth \$19.07.

The gain realized in the reorganization is \$299.07, which is equal to the excess of the sum of the fair market value of the Wright Common Stock (\$558.00) and the CVRs (\$222.00) received, the cash (\$150.00) received, and the fair market value of the fractional shares (\$19.07) deemed received (total \$949.07), over the shareholder's aggregate tax basis in its BioMimetic Common Stock (\$650.00). The amount of gain recognized is \$299.07, the lesser of (i) the gain realized (\$299.07) and (ii) the sum of the amount of cash received (\$150.00) and the fair market value of the CVRs (\$222.00) received (total \$372.00). Thus, all of the shareholder's gain is recognized.

Aggregate tax basis in BioMimetic Common Stock	\$650.00
LESS: cash received	150.00
LESS: fair market value of CVRs received	<u>222.00</u>
	\$278.00
ADD: amount of gain recognized	<u>\$299.07</u>
Aggregate tax basis in Wright Common Stock	\$577.07
\$577.07 aggregate tax basis/24 shares plus 0.82 fractional shares deemed received	\$23.25 tax basis per share

Upon redemption of the 0.82 fractional share of Wright Common Stock, the shareholder would not recognize any gain or loss (\$19.07 cash less (\$23.25 x 0.82, or \$19.07)).

*Example 3: Loss realized but not recognized as a result of the Merger*

A shareholder acquires 100 shares of BioMimetic Common Stock on date X for \$12.00 per share. This results in an aggregate tax basis of \$1,200.00.

Pursuant to the Merger, the shareholder receives 24 shares of Wright Common Stock worth a total of \$558.00 (assuming a fair market value of \$23.25 per share), cash of \$150.00, and CVRs worth \$222.00 in exchange for the shareholder's shares of BioMimetic Common Stock. In addition, the shareholder is deemed to receive a 0.82 fractional share of Wright Common Stock worth \$19.07. The total amount realized is \$949.07. The shareholder realizes a loss of \$250.93, but is not permitted to recognize the loss.

Aggregate tax basis in BioMimetic Common Stock	\$1200.00
LESS: cash received	150.00
LESS: fair market value of CVRs received	<u>222.00</u>
	\$828.00
ADD: amount of gain recognized	<u>\$0.00</u>
Aggregate tax basis in Wright Common Stock	\$828.00
\$828.00 aggregate tax basis/24 shares plus 0.82 fractional shares deemed received	\$33.36 tax basis per share

Upon redemption of the 0.82 fractional share of Wright Common Stock, the shareholder would realize and recognize a loss of \$8.29 (\$19.07 cash less (\$33.36 x 0.82, or \$27.36)).

The above examples are for illustrative purposes only and are not intended to indicate the outcome for any particular BioMimetic shareholder. Each shareholder is encouraged to consult its own tax advisor concerning the shareholder's individual tax treatment resulting from the Merger, including, but not limited to, the computation of basis in the shareholder's shares of Wright Common Stock acquired in the Merger.

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ANY TAX ADVICE IN THIS COMMUNICATION IS NOT INTENDED OR WRITTEN TO BE USED, AND CANNOT BE USED, BY ANY PERSON OR ENTITY FOR THE PURPOSE OF (i) AVOIDING PENALTIES THAT MAY BE IMPOSED ON ANY TAXPAYER OR (ii) PROMOTING, MARKETING, OR RECOMMENDING TO ANOTHER PARTY ANY MATTERS ADDRESSED HEREIN.