Report of Organizational Actions
Affecting Basis of Securities

Part I Reporting Issuer

1 Issuer's name
Discovery Communications, Inc.

2 Issuer's employer identification number (EIN)
35-2333914

3 Name of contact for additional information
Investor Relations

4 Telephone No. of contact
212-548-5882

5 Email address of contact
investor_relations@discovery.com

6 Number and street (or P.O. box if mail is not delivered to street address) of contact
One Discovery Place

7 City, town, or post office, state, and Zip code of contact
Silver Spring, MD 20910

8 Date of action
August 6, 2014

9 Classification and description
Stock dividend of Series C common stock

Part II Organizational Action

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.
Discovery Communications, Inc. ("Discovery") declared a one-time stock dividend to all existing equity holders as of the record date of July 28, 2014. On August 6, 2014, Discovery distributed one share of Series C common stock (NASDAQ trading symbol: DISCK) for each share of Series A (DISCA), Series B (DISCB), or Series C (DISCK) common stock currently held. On August 7, 2014, the Series A, B, and C common stock began trading on the NASDAQ at the new dividend-adjusted price.

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.
For US federal income tax purposes, Discovery shareholders should not recognize income, gain, or loss on the receipt of the Series C shares pursuant to Section 305(a) of the Internal Revenue Code of 1986, as amended. Pursuant to Section 307(a), the original cost basis of a taxpayer's Series A, B, and C common stock held on July 28, 2014, is allocated between such shares and the Series C shares received in proportion to the fair market values of the shares.

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.
In general, a taxpayer's basis is allocated among the existing shares held and the new shares received based on the respective fair market values of such stock. US federal income tax laws do not specifically identify how to determine the fair market values of the Discovery shares following the Series C stock dividend, but reasonable methods may include using the opening trading prices, the closing trading prices, or the average trading prices as of a consistent date. For illustrative purposes only, using the volume-weighted average prices on August 7, 2014, the first day of trading, basis may be allocated as follows:

<table>
<thead>
<tr>
<th>Stock Type</th>
<th>Old Basis</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Existing Series A</td>
<td>$41.56</td>
<td>50.66%</td>
</tr>
<tr>
<td>New Series C</td>
<td>$40.48</td>
<td>49.34%</td>
</tr>
<tr>
<td>TOTAL</td>
<td>$82.04</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Stock Type</th>
<th>Old Basis</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Existing Series B</td>
<td>$42.35</td>
<td>51.13%</td>
</tr>
<tr>
<td>New Series C</td>
<td>$40.48</td>
<td>48.87%</td>
</tr>
<tr>
<td>TOTAL</td>
<td>$82.83</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Stock Type</th>
<th>Old Basis</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Existing Series C</td>
<td>$40.48</td>
<td>50.00%</td>
</tr>
<tr>
<td>New Series C</td>
<td>$40.48</td>
<td>50.00%</td>
</tr>
<tr>
<td>TOTAL</td>
<td>$80.96</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

Discovery shareholders may allocate basis for existing shares between such shares and new Series C shares using the percentages above.

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Cat. No. 37752P
Form 8937 (12-2011)
Part II  Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based. Sections 305(a) and 307(a)

18 Can any resulting loss be recognized? No

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year. US federal income tax rules are complex, and the company cannot offer tax advice. Accordingly, we urge you to consult your own tax advisors regarding the application of these rules to your particular circumstances. The reportable tax year is 2014 for shareholders reporting taxable income on a calendar year basis.

Signature Jared Dunkin
Date 8/8/14

Print your name Jared Dunkin
Title VP - Tax

Paid Preparer
Use Only

Print/Type preparer's name
Preparer's signature
Date
Check self-employed
PTIN

Firm's name
Firm's address
Firm's EIN
Phone no.

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