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 I	ssuer			
1 Issuer's name	2	2 Issuer's employer identification number (EIN)		
Ł				*
Vishay Intertechnology, In	C	38-1686453 5 Email address of contact		
3 Name of contact for additional information 4 Telephone No. of contact			e No. of contact	5 Email address of contact
Investor Deletions			610-644-1300	Peter.Henrici@vishay.com
Investor Relations 6 Number and street (or P	O, box if mail is not o	delivered to s		7 City, town, or post office, state, and Zip code of contact
• Hamber and entert (e			,	1
63 Lancaster Avenue				Malvern, PA 19355
8 Date of action				
September 11, 2019			tertechnology, Inc. 2.25% Cor	
10 CUSIP number	11 Serial number(s))	12 Ticker symbol	13 Account number(s)
			WOU	N/A
928298AJ7 Part II Organization	N/A	n additional	statements if needed. See h	ack of form for additional questions.
14 Describe the organization	tional action and, if ar	policable, the	date of the action or the date ac	gainst which shareholders' ownership is measured for
the action ► See atta				
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15 Describe the quantitat	ive effect of the organ	nizational act	ion on the basis of the security in	the hands of a U.S. taxpayer as an adjustment per
			orm 8937 Appendix A	9 8 6 6
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		E-1		
16 Describe the calculation	on of the change in ba	asis and the	data that supports the calculation	n, such as the market values of securities and the
valuation dates ► See				¥
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Part I		Organizational Action (continu	ed)				
17 Lis	st the	applicable Internal Revenue Code sec	tion(s) and subsection(s) upon v	which the tax trea	atment is ba	sed ▶	
		Form 8937 Appendix A	() [
See alla	CHEU	Tom 6557 Appendix A	\$				
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18 Ca	an anv	resulting loss be recognized? ► See	attached Form 8937 Appendi	ix A			
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19 Pr	ovide	any other information necessary to im	plement the adjustment, such a	s the reportable	tax year ▶	See attached Form 8937 Apper	ndix A
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	Unde	penalties of perjury, I declare that I have	examined this return, including acco	mpanying schedu	les and stater	nents, and to the best of my knowle	dge and
	belief	it is true, correct, and complete. Declaration	on of preparer (other than officer) is I	based on all inform	ation of which	preparer has any knowledge.	
Sign		1	3.0				
Here	Signa	ture Law Cas	reka		Oate ►		
	Olgina		The state of the s		•		
	Drint :	your name ► Bart Cassidy		-	Title ► Sr \	/.P. Corporate Tax	
	- ritit	Print/Type preparer's name	Preparer's signature		Date	— PTIN	
Paid	93 0 00					Check if self-employed	
Prepa		Florida and a State of the Stat				Firm's EIN ▶	
Use C	nly	Firm's name					-
		Firm's address	tal to Dongstorant -file T	uvu Internal Darr	onue Camila	Phone no.	
Send Fo	rm 89	37 (including accompanying statemen	its) to: Department of the Treas	ury, internal Hev	eriue gervici	e, Oguen, OT 04201-0004	

Form 8937 (Rev. 12-2011)

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Vishay Intertechnology, Inc. Form 8937 Appendix A

On September 12, 2019 (the "Record Date"), each stockholder of common stock of Vishay Intertechnology, Inc. ("VSH") that was listed as a holder of record became entitled to a cash dividend with respect to its common stock. The cash dividend was paid to each shareholder of common stock of VSH on September 26, 2019. The cash dividend resulted in an increase in the conversion rate of the Convertible Debentures (as defined below) and a deemed distribution under section 301 of the Internal Revenue Code of 1986, as amended (the "Code") by reason of sections 305(b)(2) and 305(c) of the Code. Section 6045B of the Code and the underlying Treasury Regulations (the "Regulations") provide that effective January 1, 2016, if a corporation issues a cash dividend with respect to stock that results in a conversion rate adjustment on a convertible debt instrument that is treated as a deemed distribution under section 305(b)(2) and (c) of the Code, an information return (above, Form 8937) must be filed with the Internal Revenue Service (the "IRS") describing, among other things, the action and the action's quantitative effect. As an alternative to filing this information return with the IRS, an issuer may post the information return to its public website.

The information contained in the attached Form 8937 and this Appendix A thereto is intended to satisfy the requirements of public reporting under Section 6045B of the Code and Sections 1.6045B-l(a)(3) and (b)(4) of the Regulations by VSH. The information contained in this notice is intended to provide only a general summary of certain U.S. federal income tax consequences of the conversion rate adjustment and is not intended to be a complete analysis or description of all potential U.S. federal income tax consequences of the conversion rate adjustment. You should consult your own tax advisor to determine the particular federal, state, local, or foreign income, reporting or other tax consequences of the conversion rate adjustment to you.

Line 14 – Description of Organization Action	On the Record Date, each stockholder of common stock of VSH that was listed as a holder of record
	became entitled to a cash dividend with respect to
	its common stock. Pursuant to Section 14.04(d)
	of the indenture, the conversion rate on the 2.25%
·	Convertible Debentures due 2041
	("Convertible Debentures") was increased on the
	Ex-Dividend Date to take into account such cash
	dividend. Such adjustment to the conversion ratio
	on the Ex-Dividend Date is treated as a deemed
	distribution of property to the holders of the
	Convertible Debentures to which section 301 of
	the Code applies by reason of sections 305(b)(2)
	and 305(c).

Line 15-Quantitative Effect of Organizational	Because there was a cash dividend declared and
Line 15-Quantitative Effect of Organizational Action	Because there was a cash dividend declared and paid with respect to common stock, which caused a corresponding increase in the conversion rate on the Convertible Debentures, such increase in conversion rate of the Convertible Debentures constitutes a deemed distribution of common stock to the holders of the Convertible Debentures to which section 301 applies. VSH expects that it will have sufficient current or accumulated earnings and profits to treat the deemed distribution of property to the holders of the Convertible Debentures as a dividend for U.S. federal income tax purposes. The holders of the Convertible Debentures are required to include the dividend in gross income for U.S. federal income tax purposes and increase the basis of the Convertible Debentures by the fair market value of the deemed distribution. Therefore, as a result of the increase in the conversion ratio of the Convertible Debentures,
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Line 16-Calculation of the Change in Basis	Convertible Debentures by the same amount. Sample Calculation: A holder of a Convertible Debenture has \$1,000 basis in a \$1,000 face value Convertible Debenture. The holder of the Convertible Debenture will increase its basis in such Convertible Debenture by \$5.52 as a result of the inclusion of the dividend in gross income for U.S. federal income tax purposes.
Line 17-Code Sections Upon Which Tax Treatment is Based	Sections 305(b)(2), 305(c), 301(c), 316 and 301(d) of the Code
Line 18-Recognition of any Resulting Loss	This is not a loss transaction.
Line 19-Reportable Tax Year	The reportable tax year is 2019 for taxpayer reporting taxable income on a calendar year basis.