Risk Factors Comparison 2024-02-27 to 2023-02-27 Form: 10-K

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Although it is not possible to identify all of the risks we encounter, we have identified the following significant risk factors that could affect our actual results and cause actual results to differ materially from any such results that might be projected, forecasted, or estimated by us in this Annual Report. Market Risks The demand and prices for our products and services are affected by several factors, including the supply, demand, and prices for oil and natural gas. Demand for our services and products is particularly sensitive to the level of exploration, development, and production activity of, and the corresponding capital spending by, oil and natural gas companies. The level of exploration, development, and production activity is directly affected by oil and natural gas prices, which historically have been volatile and are likely to continue to be volatile. Prices for oil and natural gas are subject to large fluctuations in response to relatively minor changes in the supply of and demand for oil and natural gas, market uncertainty, and a variety of other economic factors that are beyond our control. ~~Oil~~ **Although oil** prices **steadily rose** ~~fell beginning in early 2020 and recovered~~ during 2021 **through** ~~and into~~ early 2022 **, they fell slightly during 2023** . West Texas Intermediate oil prices averaged $ ~~39. 16, $~~ 68. 14, ~~and~~ $ 94. 90 **, and $ 77. 58** per barrel during ~~2020,~~ 2021, ~~and~~ 2022 **, and 2023** , respectively. Over this same period, U. S. natural gas prices have also been volatile, with the Henry Hub price averaging $ ~~2. 03, $~~ 3. 89, ~~and~~ $ 6. 45 **, and $ 2. 53** per MMBtu during ~~2020,~~ 2021, ~~and~~ 2022 **, and 2023** , respectively. The prolonged volatility and low levels of oil and natural gas prices and supply and demand imbalances **generate** depressed levels of exploration, development, and production activity ~~during 2020 and early 2021~~ . If oil and natural gas prices return to levels at or below those experienced ~~in~~ **during** 2020 and ~~early~~ 2021 and supply and demand imbalances persist, there would be a material adverse effect on our business, consolidated results of operations, and consolidated financial condition. Should current market conditions worsen for an extended period of time, we may be required to record additional asset impairments. Such potential impairment charges could have a material adverse impact on our operating results. Factors affecting the prices of oil and natural gas include: the level of supply and demand for oil and natural gas, worldwide; governmental regulations, including the policies of governments regarding the exploration for and production and development of their oil and natural gas reserves; weather conditions, natural disasters, and health or similar issues, such as pandemics or epidemics; worldwide political, military, and economic conditions such as the Russia- Ukraine conflict **, the conflict in the Israel- Gaza region and continued hostilities in the Middle East** ; the ability or willingness of the Organization of Petroleum Exporting Countries (" OPEC ") and non- OPEC countries, such as Russia, to set and maintain oil production levels; the levels of oil production in the U. S. and by other non- OPEC countries; oil refining capacity and shifts in end- customer preferences toward fuel efficiency and the use of natural gas; the cost of producing and delivering oil and natural gas; and acceleration of the development of, and demand for, alternative energy sources. We encounter, and expect to continue to encounter, intense competition in the sale of our products and services. We compete with numerous companies in each of our operating segments, many of which have substantially greater financial and other resources than we have. Certain of our competitors have lower standards of quality, and offer equipment and services at lower prices than we do. Other competitors have newer equipment that is better suited to our customers' needs. If we experience another period of low oil and natural gas pricing, to the extent competitors offer products or services at lower prices or higher quality, or more cost- effective products or services, our business could be materially and adversely affected. In addition, certain of our customers may elect to perform services internally in lieu of using our services, which could also materially and adversely affect our operations. The profitability of our operations is dependent on other numerous factors beyond our control. Our operating results in general, and gross profit in particular, are determined by market conditions and the products and services we sell in any period. Other factors, such as heightened competition, changes in sales and distribution channels, availability of skilled labor and contract services, shortages in raw materials, or inability to obtain supplies at reasonable prices, may also affect the cost of sales and the fluctuation of gross margin in future periods. **Although equipment and materials used in providing our products and services to our customers are normally readily available, market conditions could trigger constraints in the supply chain of certain equipment and raw materials used in providing products and services to our customers. If we experience future supply chain disruptions, or if we experience significant increases in the costs of equipment and materials used in providing our products and services, it could have a material adverse effect on our revenues and profitability.** Other factors affecting our operating results and activity levels include oil and natural gas industry spending levels for exploration, completion, production, development, and acquisition activities, and impairments of long- lived assets. Customer consolidation may also lead to reductions in capital spending that could have a material adverse effect on our business. In addition, Completion Fluids & Products Division profitability in future periods will continue to be affected by the mix of its products and services, including the timing of TETRA CS Neptune completion fluid projects, which are also dependent upon the success of customer offshore exploration and drilling efforts. If our customers reduce capital expenditures, such reductions may have a negative effect on the demand for many of our products and services and on our revenues and results of operations. A large concentration of our operating activities is located in the Permian Basin region of Texas and New Mexico. Our revenues and profitability are particularly dependent upon oil and natural gas industry activity and spending levels in this region. Our operations may also be affected by technological advances, cost of capital, and tax policies. Adverse changes in any of these other factors may have a material adverse effect on our revenues and profitability. **In addition, the United States inflation rate increased in 2021, 2022 and much of 2023. These inflationary pressures have resulted and may in the future result in increases to the costs of our goods, services and labor, which in turn has caused and may cause our capital expenditures and operating costs to rise. To the extent elevated inflation**

remains, we may experience additional cost increases for our operations, including services, labor costs and equipment if our operating activity increases. If we can' t recover higher costs through higher prices for our services, it would negatively impact our business, financial condition and results of operations. We hold minority investments in both publicly- traded and privately- held companies. Over time, the fair value of these investments may fluctuate significantly causing volatility in our financial results. As of December 31, ~~2022~~ **2023** , we hold approximately 3. 7 % of the outstanding CSI Compressco common units, which had a fair value of $ ~~7~~ **8** . ~~0~~ **5** million. The value of our investment in CSI Compressco may be adversely affected by negative changes in its results of operations, cash flows and financial position, which may occur as a result of the many risks attendant with operating in the compression services industry. **In addition, on December 19, 2023, CSI Compressco announced that it had entered into an agreement to be acquired by Kodiak Gas Services, Inc. (" Kodiak ") with Kodiak surviving the merger (the " Kodiak Transaction "). If the Kodiak Transaction closes, our common units in CSI Compressco will be exchanged for Kodiak common stock and the value of our investment in the go- forward company may be adversely affected by negative changes to Kodiak' s results of operations, cash flows and financial position.** We are party to agreements in which Standard Lithium has the right to explore, produce and extract Lithium in our Arkansas leases as well as additional potential resources in the Mojave region of California. The company receives cash and stock of Standard Lithium under the terms of the arrangements. If we elect to hold Standard Lithium stock received under these agreements, our operating results could be significantly affected by fluctuations in the market value of ~~our~~ **Standard Lithium** stock ~~holding~~ . As of December 31, ~~2022~~ **2023** , we also hold **an** ~~a $ 6. 1 million~~ investment in a convertible note issued by CarbonFree **valued at approximately $ 6. 9 million** . This note will be subject to fair value measurement adjustments which will affect our financial results and there can be no assurance that it will ultimately be repaid or converted into equity of CarbonFree. Changes in the economic environment have resulted, and could further result, in significant impairments of certain of our long- lived assets. Under U. S. generally accepted accounting principles (" U. S. GAAP "), we review the carrying value of our long- lived assets when events or changes in circumstances indicate that the carrying value of these assets may not be recoverable, based on their expected future cash flows. The impact of reduced expected future cash flow could require the write- down of all or a portion of the carrying value for these assets, which would result in additional impairments, resulting in decreased earnings. During the three- year period ending December 31, ~~2022~~ **2023** , we recorded a total of $ ~~3~~ **6** . ~~9~~ **4** million of impairments and other charges for certain **right- of- use lease assets,** inventory and long- lived assets other than goodwill **. See Note 6- " Impairments and other charges " in the Notes to Consolidated Financial Statements for further discussion of impairments** . Depressed commodity prices and / or adverse changes in the economic environment could result in a greater decrease in the demand for many of our products and services, which could impact the expected utilization rates of certain of our long- lived assets, including plant facilities, operating locations, and operating equipment. We are dependent on third- party suppliers for specific products and equipment necessary to provide certain of our products and services. We sell a variety of CBFs to the oil and gas industry and non- energy markets, including calcium chloride, calcium bromide, zinc bromide, zinc calcium bromide, sodium bromide, formate- based brines, and our TETRA CS Neptune fluids, some of which we manufacture and some of which are purchased from third parties. Sales of these products contribute significantly to our revenues. In our manufacture of calcium chloride, we use brines, hydrochloric acid, and other raw materials purchased from third parties. In our manufacture of brominated CBF products, we use elemental bromine, hydrobromic acid, and other raw materials that are purchased from third parties. There are several raw materials for which there are only a limited number of suppliers or a single supplier. For example, we are currently required to purchase all of our requirements of elemental bromine, up to a certain specified maximum **and subject to a specified annual minimum** , from LANXESS under a long- term supply agreement. To mitigate potential supply constraints, we enter into supply agreements with particular suppliers, including LANXESS. We also evaluate alternative sources of supply to avoid reliance on limited or sole- source suppliers when possible. Although we have long- term supply agreements with LANXESS, there is no assurance that we will have an adequate supply of elemental bromine or the other raw materials required for all of our ~~CBFs~~ - **CBF** opportunities, or that such raw materials will be available at reasonable prices. Economic sanctions and other regulations imposed by the United States and other international countries as a result of the conflict involving Russia and Ukraine **, Israel and Gaza region, hostilities in the Middle East, or maritime piracy attacks** may disrupt supplies or affect the prices of certain raw materials. Should the conflict in Ukraine or other international locations further escalate, it is difficult to anticipate the extent to which current or future sanctions could increase our costs, disrupt our supplies, reduce our sales or otherwise affect our operations. If we are unable to acquire these raw materials at reasonable prices, or at all, for a prolonged period, our Completion Fluids & Products Division business could be materially and adversely affected. Operating and Technological Risks We have technological and age- obsolescence risk, both with our products and services as well as with our equipment assets. New drilling, completion, and production technologies and equipment are constantly evolving. If we are unable to adapt to new advances in technology or replace older assets with new assets, we are at risk of losing customers and market share. Certain equipment, such as a portion of our production testing equipment fleet, may be inadequate to meet the needs of our customers in certain markets. The permanent replacement or upgrade of any of our equipment will require significant capital. Due to the unique nature of many of these assets, finding a suitable or acceptable replacement may be difficult and / or cost prohibitive. The replacement or enhancement of these assets over the next several years may be necessary in order for us to effectively compete in the current marketplace. Our operations involve significant operating risks and insurance coverage may not be available or cost- effective. We are subject to operating hazards normally associated with the oilfield service industry, including automobile accidents, fires, explosions, blowouts, formation ~~collapse~~ **collapses** , mechanical problems, abnormally pressured formations, and environmental accidents. Environmental accidents could include, but are not limited to, oil and produced water spills, gas leaks or ruptures, uncontrollable flows of oil, gas, or well fluids, or discharges of CBFs or toxic gases or other pollutants into the air, soil, water, groundwater, etc. These operating hazards may also include injuries to employees and third parties during the performance of our operations.

We have maintained a policy of insuring our risks of operational hazards that we believe is customary in the industry. We believe that the limits of insurance coverage we have purchased are consistent with the exposures we face and the nature of our products and services. Due to economic conditions in the insurance industry, from time to time, we have increased our self-insured retentions for certain policies in order to minimize the increased costs of coverage, or we have reduced our limits of insurance coverage for, or not procured, certain coverage. In certain areas of our business, we, from time to time, have elected to assume the risk of loss for specific assets. To the extent we suffer losses or claims that are not covered, or are only partially covered by insurance, our results of operations could be adversely affected. We may not be able to economically extract lithium or bromine from the leased acreage in our Arkansas brine leases. Our Arkansas brine leases currently ~~only~~ contain inferred **, indicated and measured** resources of lithium and bromine, and we may never convert any of these resources to proven mineral reserves on these properties, or enough of them to justify the decision to engage in the extraction of lithium and / or bromine. While we continue to evaluate the next steps regarding the potential development of our brine leases, we have only very recently completed **a technical** ~~the initial assessment of the bromine resource~~ **resources report for our Evergreen Brine Unit** , and we are not currently able to determine the economic viability of the extraction of the lithium and bromine from the leased acreage. In addition, the extraction of lithium and bromine from these brine leases will likely require a significant amount of time and capital, which we are not able to estimate at this time and which may not be available to us on acceptable terms or at all. There can be no assurance that any future exploration efforts on these properties will be successful. **Prior to producing lithium and bromine from the Evergreen Brine Unit, we must complete a lithium FEED study, a preliminary economic assessment for our lithium acreage, a pre- feasibility and / or feasibility studies for both our bromine and lithium acreage, validate the lithium technologies used, as well as finalize any contractual agreements with our joint venture partner.** As a result of these uncertainties, no assurance can be given that any future exploration programs will result in the discovery of commercially viable mineral resources or reserves. Failure to effectively and timely execute any of our low carbon energy initiatives could have an adverse effect on our business and financial condition. Our future success may depend on our ability to effectively execute on our low carbon energy initiatives. This strategy depends on our ability to effectively **identify,** develop **, and scale** new technologies, expand application of our global infrastructure and chemistry expertise and on the economic viability of the extraction of lithium and bromine from the leased acreage. ~~The~~ **Furthermore, execution of our low carbon initiatives are subject to a number of permitting, real estate, and project development risks, which could delay, limit, or even prevent the successful execution of these initiatives. Moreover, we cannot guarantee that the low carbon initiatives we may identify will meet the expectations of our various stakeholders. Even if successful, we could face increased costs from our pursuit of low carbon initiatives. For example, the** exploration, development and extraction of brine and lithium from our Arkansas brine leases will likely require significant time and capital, and there is no guarantee of a return from these operations. Our low carbon energy initiatives may also depend in part on successful development of partnerships with other companies, such as our partnership and investment in CarbonFree **and our MOU and potential joint venture partnership with Saltwerx** , and such partners' execution of their own respective projects and business strategies. If we, or the projects or partners we invest in, fail to execute our low carbon energy initiatives as planned, or if execution of such initiatives requires more time and capital than expected, demand for our technologies, services and mineral assets and consequently, our business, results of operations and financial condition could be adversely affected. Weather- Related Risks Certain of our operations are seasonal and depend, in part, on weather conditions **. In addition, severe weather, including named windstorms, and severe winter weather, can cause damage and disruption to our businesses** . In certain markets, the Water & Flowback Services Division' s onshore water management services can be dependent on adequate water supplies being available to our customers. To the extent severe drought or other weather- related conditions prevent our customers from obtaining needed water, frac water operations may not be possible and our Water & Flowback Services Division business may be negatively affected. **Further** ~~Severe weather~~ , **a** ~~including named windstorms, and severe winter weather, can cause damage and disruption to our businesses. A~~ portion of our operations is susceptible to adverse weather conditions in the Gulf of Mexico, including hurricanes and other extreme weather conditions. Our 2021 results reflect an estimated unfavorable impact of $ 3. 1 million due to the severe weather conditions during February that shut down fracking activity in several of our key markets and negatively impacted the supply chain for our industrial chemicals operations. Even if we do not experience direct damage from storms, we may experience disruptions in our operations, because we are unable to operate or our customers or suppliers may curtail their activities due to damage to their wells, platforms, pipelines, and facilities. From time to time, our onshore operations are also negatively affected by adverse weather conditions, including sustained rain and flooding. Severe weather during the winter may also have a significant impact on natural gas storage levels and reduce drilling activity and other customer activity substantially. Financial Risks The market price of our common stock has been and may continue to be volatile. The market price of our common stock has fluctuated in the past and is subject to significant fluctuations in response to many factors, some of which are beyond our control, including the following: • our operational performance; • supply, demand, and prices of oil and natural gas; • the activity levels of our customers; • deviations in our earnings from publicly disclosed forward- looking guidance or analysts' projections; • recommendations by research analysts that cover us and other companies in our industry; • risks related to acquisitions, divestitures and our growth strategy; • uncertainty about current global economic conditions; and • other general economic conditions. During ~~2022~~ **2023** , the closing price for our common stock ranged from a high of $ ~~5~~ **6** . ~~73~~ **54** per share to a low of $ 2. ~~74~~ **48** per share. In recent years, the stock market in general has experienced extreme price and volume fluctuations that have affected the market price for companies in industries similar to ours. Some of these fluctuations have been unrelated to operating performance and are attributable, in part, to outside factors such as general economic conditions, including the impact of the COVID- 19 pandemic, the ongoing Russia- Ukraine conflict **, conflict in the Israel- Gaza region, continued hostilities in the Middle East, maritime piracy attacks,** and fear of a global recession. The volatility of our common stock may make it difficult to resell shares of our common stock at attractive prices. Our long- term debt agreements contain covenants and other

provisions that restrict our ability to take certain actions and may limit our ability to operate or grow our business in the future. As of December 31, ~~2022~~ **2023** , our total long- term debt outstanding of $ ~~156~~ **157** . 5 million consisted of the carrying amount outstanding under our credit agreement (the " Term Credit Agreement ") ~~[and~~ **. We also have availability under** our Asset- Based Credit Agreement (the " ABL Credit Agreement ") ~~]~~ , ~~both of~~ which we entered into in September 2018, **and** ~~as well as borrowings~~ under our revolving credit facility for seasonal working capital needs of subsidiaries in Sweden (" Swedish Credit Facility "), which was entered into in January 2022. **On January 12, 2024, the Company entered into a definitive agreement for a $ 265. 0 million credit facility with a maturity of January 2030, consisting of a $ 190. 0 million funded term loan and a $ 75. 0 million delayed- draw term loan (collectively the " New Term Credit Agreement ") that refinanced the Company' s Term Credit Agreement outstanding as of December 31, 2023 and provided capital to advance the Company' s Arkansas bromine processing project.** The ABL Credit Agreement ~~and Term Credit Agreement each contain~~ **contains** certain affirmative and negative covenants, including covenants that restrict the ability of TETRA and certain of its subsidiaries to take certain actions including, among other things and subject to certain significant exceptions, (i) incurring debt, (ii) granting liens, (iii) engaging in mergers and other fundamental changes, (iv) making investments, (v) entering into, or amending, transactions with affiliates, (vi) paying dividends and making other restricted payments, (vii) prepaying other indebtedness, and (viii) selling assets. The ABL Credit Agreement also contains a provision that may require a fixed charge coverage ratio (as defined in the ABL Credit Agreement) of not less than 1. 00 to 1. 00 in the event that certain conditions associated with outstanding borrowings and cash availability occur. The **New Term Credit Agreement contains certain affirmative and negative covenants, including covenants that restrict the ability of the Company and certain of its subsidiaries to take certain actions including, among other things and subject to certain significant exceptions, the incurrence of debt, the granting of liens, engaging in mergers and other fundamental changes, the making of investments, entering into transactions with affiliates, the payment of dividends and other restricted payments, the prepayment of other indebtedness and the sale of assets. The New** Term Credit Agreement also ~~contains~~ **requires the Company to maintain** a ~~requirement that the borrowers comply at the end of each fiscal quarter with a minimum Interest Coverage Ratio (as defined in the Term Credit Agreement) of 1. 00 to 1. 00. Our Term Credit Agreement requires us to annually prepay up to 50 % of Excess Cash Flow (as defined in the Term Credit Agreement) from the most recent full fiscal year. If our~~ Leverage Ratio (as defined in the **new term loan credit agreement) of not more than 4. 0 to 1. 0 as of the end of each fiscal quarter and Liquidity (as defined in the New** Term Credit Agreement) **of not** ~~at year- end is~~ less than ~~2~~ **$ 50** . **0 million** ~~00 to 1. 00, the prepayment requirement is decreased to 25 %. If our Leverage Ratio~~ at **all times** ~~year- end is less than 1. 50 to 1. 00, then no prepayment is required~~ . Our continuing ability to comply with covenants in our Long- Term Debt Agreements depends largely upon our ability to generate adequate earnings and operating cash flow. We **may not be able to utilize all or a portion of our net operating loss carryforwards or other tax benefits to offset future taxable income for U. S. federal, state or foreign tax purposes, which could adversely affect our financial position, results of operations and cash flows. We have adopted a Tax Benefits Preservation Plan (the " Tax Plan ") that is designed to protect our Tax Attributes. As of December 31, 2023, we had federal, state, and foreign net operating loss carryforwards / carrybacks (" NOLs ") equal to approximately $ 75. 8 million, $ 10. 3 million, and $ 8. 9 million, respectively. In those countries and states in which NOLs are subject to an expiration period, our NOLs, if not utilized, will expire at various dates from 2024 through 2043. We may be limited in the portion of our NOLs that we can use in the future to offset taxable income for United States, federal, state, and foreign income tax purposes. Utilization of these NOLs depends on many factors, including our future taxable income, which cannot be assured. Under Section 382 (" Section 382 ") of the Internal Revenue Code of 1986, as amended (the " Code "), if a corporation experiences an " ownership change, " any NOLs, losses or deductions attributable to a " net unrealized built- in loss " and other tax attributes (" Tax Attributes ") could be substantially limited, and timing of the usage of such Tax Attributes could be substantially delayed. A corporation generally will experience an ownership change if one or more stockholders (or group of stockholders) who are each deemed to own at least 5 % of the corporation' s stock increase their ownership by more than 50 percentage points over their lowest ownership percentage within a testing period (generally, a rolling three- year period). Utilization of our Tax Attributes may be subject to a significant annual limitation as a result of prior or future " ownership changes. " Determining the limitations under Section 382 is technical and highly complex, and no assurance can be given that, upon further analysis, our ability to take advantage of our NOLs or other Tax Attributes will not be limited to a greater extent than we currently anticipate. The Board of Directors has adopted the Tax Plan to protect the availability of the Company' s Tax Attributes. The Tax Plan is designed to reduce the likelihood that we experience an ownership change by deterring certain acquisitions of our common stock. There can be no assurances, however, that the deterrent mechanism will be effective, and, therefore, such acquisitions may still occur. In addition, the Tax Plan could adversely affect the marketability of our common stock by discouraging existing or potential investors from acquiring our common stock or additional shares of our common stock. If the Company is unable to use the Tax Attributes in years in which it has taxable income, the Company will pay significantly more in cash tax than if it were able to utilize the Tax Attributes, and those tax costs would negatively impact the Company' s financial position, results of operations and cash flows. We** have continuing exposure to abandonment and decommissioning obligations associated with oil and gas properties previously owned by Maritech. From 2001 to 2012, our former subsidiary, Maritech Resources, Inc. (" Maritech "), **acquired, produced, and operated various oil and gas properties in the Gulf of Mexico and eventually** sold **of the** various oil and gas producing properties in numerous transactions to different buyers. In connection with those sales, the buyers generally assumed the decommissioning liabilities associated with the properties sold (the " Legacy Liabilities ") and generally became the successor operator. In some cases, ~~Maritech retained certain liabilities and~~ we provided guaranties of **certain liabilities retained by** Maritech **, and we provided guaranties to** ~~' s retained liabilities. Some buyers of these~~ -- **the entities which originally sold the**

properties to Maritech ~~properties subsequently sold certain of these properties to other buyers, who also assumed the financial responsibilities associated with the properties' operations, including decommissioning liabilities, and these buyers also typically became the successor operator of the properties~~ . To the extent that a buyer **, or subsequent buyer,** of these properties fails to perform the decommissioning work required, ~~a previous owner, including~~ Maritech ~~,~~ **or we** may be required to perform operations to satisfy the ~~decommissioning~~ **Legacy** ~~liabilities~~ **Liabilities** . ~~As~~ **Pursuant to** a ~~result~~ **Bonding Agreement entered into as part** of the ~~third~~ **Orinoco transactions (the " Bonding Agreement "), Orinoco provided non** - ~~party indemnity agreements~~ **revocable performance bonds in** ~~and~~ - **an aggregate amount of $ 46. 8 million to cover** ~~corporate guarantees we have previously provided, we may be responsible for satisfying these~~ -- **the performance by Orinoco and Maritech of the asset retirement** obligations ~~if~~ **of Maritech (** ~~they~~ - **the** ~~are~~ **" Initial Bonds ") and agreed to replace the Initial Bonds with other non- revocable performance bonds in the aggregate sum of $ 47. 0 million (collectively, the " Replacement Bonds "). In the event Orinoco does** not **provide** ~~satisfied by~~ the ~~current owners and operators of the properties or by Maritech~~ **Replacement Bonds, Orinoco is required to make certain cash escrow payments to us** . Significant decommissioning liabilities that were assumed by the buyers of the Maritech properties in these previous sales remain unperformed. If these buyers, or any successor owners of the Maritech properties, are unable to satisfy and extinguish their decommissioning liabilities due to bankruptcy or other liquidity issues, the U. S. Department of the Interior may seek to impose those obligations on Maritech and on us. **See Note 11- " Commitments and Contingencies " in the Notes to Consolidated Financial Statements for further discussion of decommissioning liabilities and the Bonding Agreement.** The amount of cash necessary to satisfy these obligations could be significant and ~~could adversely affect~~ **, and if Maritech** ~~our~~ - **or** ~~business~~ **Orinoco is unable to cover deficiency between any bond payment and the decommissioning liability** , **our** ~~results of operations,~~ financial condition ~~,~~ and ~~cash flows~~ **results of operations may be negatively affected** . In March 2018, pursuant to a series of transactions, Maritech sold the remaining offshore leases held by Maritech to Orinoco Natural Resources, LLC (" Orinoco ") and, immediately thereafter, we sold all equity interest in Maritech to Orinoco. ~~The assignments for all of the offshore leases conveyed to Orinoco have now been approved by the U. S. Department of the Interior and Orinoco (or its successors in interest) own these leases. Maritech also remains a recognized owner of one additional lease and remains an operator of a portion of four other offshore leases, two of which have either been relinquished or expired. Maritech was also a lessee on six leases when they expired and which have unsatisfied decommissioning liabilities.~~ Under the Maritech Asset Purchase Agreement, Orinoco assumed all of Maritech' s decommissioning liabilities related to the leases conveyed to Orinoco (the " Orinoco Lease Liabilities ") and, under the Maritech Membership Interest Purchase Agreement, Orinoco assumed all other liabilities of Maritech, including the Legacy Liabilities **and liabilities pertaining to properties still operated by Maritech** , subject to limited exceptions unrelated to the decommissioning liabilities **. Under the Bonding Agreement, TETRA received non- revocable performance bonds in an aggregate amount of $ 46. 8 million to cover the performance by Orinoco and Maritech of the asset retirement obligations of Maritech** . Our guarantees may still cover these liabilities. ~~Pursuant to a Bonding Agreement executed in connection with such purchase agreements,~~ Orinoco ~~provided non- revocable~~ **has failed to replace certain** bonds **required to be maintained** ~~in the aggregate amount of approximately $ 46. 8 million~~ to secure the performance ~~of certain~~ of Maritech' s decommissioning ~~obligations~~ **liabilities. Further, Maritech and certain other interest owners have received BSEE decommissioning orders, and from time to time we receive demand notices from third parties** related to **such corporate guarantees** ~~the Orinoco Lease Liabilities and certain of Maritech' s remaining current decommissioning obligations (not including the Legacy Liabilities, the " Initial Bonds "). Orinoco was required to replace the Initial Bonds delivered at closing with other non- revocable performance bonds but has not done so~~ . See Note 11- " Commitments and Contingencies " in the Notes to Consolidated Financial Statements for further discussion of status of **this** bond replacement **process** . If ~~in the future~~ we become liable for decommissioning liabilities ~~associated with any property covered by either an~~ **and Maritech** ~~Initial Bond or Replacement Bonds, the Bonding Agreement provides that if we call any of the Initial Bonds or the Interim Replacement Bonds to satisfy such liability and the amount of the bond payment is not sufficient to pay for~~ - **or** ~~such liability, Orinoco will pay us for the additional amount required. To the extent~~ Orinoco is unable to cover any ~~such~~ deficiency **between any bond payment and** ~~or we become liable for a significant portion of~~ the ~~Legacy Liabilities~~ **decommissioning liability** , our financial condition and results of operations may be negatively affected. Possible changes in the U. S. Department of Interior' s supplemental bonding and financial assurance requirements may increase our risks associated with the decommissioning obligations pertaining to oil and gas properties previously owned by Maritech. Recent and additional anticipated changes to the supplemental bonding and financial assurance program managed by the U. S. Department of the Interior could require all oil and gas owners and operators with infrastructure in the Gulf of Mexico to provide additional supplemental bonds or other acceptable financial assurance for decommissioning liabilities. These changes have the potential to adversely impact the financial condition of lease owners and operators in the Gulf of Mexico and increase the number of such owners and operators seeking bankruptcy protection, given current oil and gas prices. In July 2016, the U. S. Department of the Interior issued a Notice to Lessees and Operators (" 2016 NTL ") that strengthened requirements for the posting of additional financial assurance by offshore lease owners and operators to assure that sufficient security is available to satisfy and extinguish decommissioning obligations with respect to offshore wells, platforms, pipelines and other facilities. ~~The~~ **Although the U. S. Department of the Interior under the Trump Administration ultimately rescinded the** 2016 NTL **in 2020, the Biden Administration has taken steps to reconsider the changes made by the U. S. Department of the Interior under the Trump Administration. For example, in June 2023, BOEM issued a notice of proposed rulemaking seeking to modify its criteria for determining bonds and financial assurance for offshore oil and gas lessees and other operators** , which **generally imposes more stringent requirements for** ~~became effective in September 2016, eliminated the past practice of~~ waiving supplemental bonding requirements ~~where lease owners~~ **. In August 2023, the public comment period** ~~or~~ **for** ~~operators~~ **this proposal was extended** , ~~or~~ **and** ~~their~~ -- **the rulemaking remains pending** ~~guarantors, could demonstrate a certain level of~~

~~financial strength~~ . **Should** ~~Instead, under the 2016 NTL, the U. S. Department of the Interior indicated that it would allow lease owners and operators to " self- insure, " but only up to 10 % of their~~ -- **the rule be finalized** ~~" tangible net worth, " which is defined~~ as **proposed** ~~the difference between a company' s total assets and the value of all liabilities and intangible assets. It is unclear how this self- insurance allowance relates to lease owners or operators with a guarantor presently in place. Although the U. S. Department of the Interior under the Trump Administration ultimately rescinded the 2016 NTL in 2020~~ , **or if** the Biden Administration **were** ~~could seek~~ to **otherwise** ~~reconsider the changes made by the U. S. Department of the Interior under the Trump Administration and, should the Biden Administration~~ re- issue and fully implement guidance or rules analogous to, or more rigorous than, the 2016 NTL, such developments could increase operating costs for lease owners and operators in the Gulf of Mexico and reduce the availability of surety bonds due to the increased demands for such bonds. As a result, there is significant uncertainty surrounding financial assurance obligations for Gulf of Mexico lease owners and operators and for us through the third- party indemnity agreements we have provided for Maritech liabilities to the U. S. Department of the Interior and / or to third parties through our private guarantees. The U. S. Department of the Interior also recently increased its estimates for decommissioning liabilities in the Gulf of Mexico, causing the potential need for additional supplemental bonding and / or other financial assurances to be dramatically increased. When coupled with the volatile prices of oil and gas, it is difficult to predict the impact of the rule and regulatory changes already promulgated and as may be forthcoming by the U. S. Department of the Interior relating to financial assurance for decommissioning liabilities. Any revisions to the U. S. Department of the Interior' s supplemental bonding process could result in demands for the posting of increased financial assurances by owners and operators in the Gulf of Mexico, including Maritech, Orinoco and the other entities to whom Maritech divested its Gulf of Mexico assets, but such demands cannot be directly placed on us due to the fact that we are only a former parent company of Maritech and are only a guarantor as opposed to an actual lease owner or operator. This may force lease owners and operators of leases and other infrastructure in the Gulf of Mexico to obtain **additional** surety bonds or other forms of financial assurance, the costs of which could be significant. Moreover, anticipated changes to the bonding and financial assurance program for the Gulf of Mexico could result in the loss of supplemental bonding waivers for a large number of lease owners and operators of infrastructure in the Gulf of Mexico, which could in turn force these owners and operators to seek additional surety bonds which could exceed the surety bond market' s ability to provide such additional financial assurance. Lease owners and operators who have already leveraged their assets could face difficulty obtaining surety bonds because of concerns the surety may have about the priority of their liens on their collateral as well as the creditworthiness of such lease owners and operators. Consequently, anticipated changes to the bonding and financial assurance program could result in additional lease owners and operators in the Gulf of Mexico initiating bankruptcy proceedings, which in turn could result in the U. S. Department of the Interior seeking to impose decommissioning costs on predecessors in interest and providers of third- party indemnity agreements in the event that the current lease owners and / or operators cannot meet their decommissioning obligations. As a result, this could increase the risk that we may be required to step in and satisfy remaining decommissioning liabilities of Maritech and any buyer of the Maritech properties, including Orinoco, through our third- party indemnity agreements and private guarantees, which obligations could be significant and could adversely affect our business, results of operations, financial condition and cash flows. We are exposed to significant credit risks. We face credit risk associated with the significant amounts of accounts receivable we have with our customers in the energy industry. Many of our customers, particularly those associated with our onshore operations, are small- to medium- sized oil and gas operators that may be more susceptible to declines in oil and gas commodity prices or generally increased operating expenses than larger companies. Our ability to collect from our customers could be impacted by volatility in the oil and natural gas price environment and we may face increased credit risks if the price of oil were to fall and remain low for an extended period of time. As discussed in the preceding risk factors, we face the risk of having to satisfy decommissioning liabilities on properties presently or formerly owned by Maritech, including companies that have purchased Maritech properties or are joint owners in properties presently and formerly owned by Maritech and from whom Maritech is entitled to receive payments upon satisfaction of certain decommissioning obligations. Consequently, we face credit risk associated with the ability of these companies to satisfy their decommissioning liabilities. If these companies are unable to satisfy their obligations, it will increase the possibility that we will become liable for such decommissioning obligations in the future. Our operating results and cash flows for certain of our subsidiaries are subject to foreign currency risk. The operations of certain of our subsidiaries are exposed to fluctuations between the U. S. dollar and certain foreign currencies, particularly the euro, the British pound, the Mexican peso, and the Argentinian peso. Our plans to grow our international operations could cause this exposure from fluctuating currencies to increase. Historically, exchange rates of foreign currencies have fluctuated significantly compared to the U. S. dollar, and this exchange rate volatility is expected to continue. Significant fluctuations in foreign currencies against the U. S. dollar could adversely affect our balance sheet and results of operations. We are exposed to interest rate risks with regard to our credit facility debt and future refinancing thereof. As of December 31, ~~2022~~ **2023** , we had $ 163. 1 million **principal** outstanding under our Term Credit Agreement and **no balance** ~~$ 3. 0 million~~ outstanding under our ABL Credit Agreement **. In January 2024, the Company entered into a New Term Credit Agreement that refinanced the Term Credit Agreement outstanding as of December 31, 2023 and provided capital to advance the Company' s Arkansas bromine processing project** . These credit facilities consist of floating rate loans that bear interest at an agreed upon percentage rate spread above ~~London Interbank Offered Rate (" LIBOR ") or an alternate base rate. During 2021, our asset- based credit agreement and term credit agreement were amended to allow replacement of LIBOR with another benchmark rate, such as~~ the secured overnight financing rate (" SOFR ") ~~in the event that LIBOR cannot be determined or does not fairly reflect the cost to our~~ - **or an alternate base rate** ~~lenders of funding our loans~~ . Whenever we have amounts outstanding under these facilities, our cash flows and results of operations will be subject to interest rate risk exposure associated with the debt balance outstanding. We currently are not a party to an interest rate swap contract or other derivative instrument designed to hedge our exposure to interest rate fluctuation risk. Our ABL Credit Agreement is scheduled to mature on May 31, 2025. Our **New** Term ~~Loan~~ **Credit**

Agreement is scheduled to mature on ~~September 10~~ **January 12** , ~~2025~~ **2030** . There can be no assurance that financial market conditions or borrowing terms at the times these existing debt agreements are renegotiated will be as favorable as the current terms and interest rates. We may be unable to obtain financing in the future for working capital, capital expenditures, acquisitions, debt service requirements, or other purposes. Legal, Regulatory, and Political Risks **We operate in a highly competitive environment. If we are unable to maintain product and technology leadership, this could adversely affect any competitive advantage we hold. The industries in which we operate are highly competitive and rapidly evolving. Our business may be adversely affected if we fail to continue developing and producing innovative products and services in response to changes in the market, including customer and government requirements, or if we fail to deliver such products and services to our customers in a timely and cost- competitive manner. If we are unable to maintain products and services leadership in our industries, our ability to maintain market share, defend, maintain, or increase prices for our products and services, and negotiate acceptable contract terms with our customers could be adversely affected. Furthermore, competing or new technologies may accelerate the obsolescence of our products or services and reduce the value of our intellectual property. Limitations on our ability to obtain, maintain, protect, or enforce our intellectual property rights, including our trade secrets, could cause a loss in revenue and any competitive advantage we hold. There can be no assurance that the steps we take to obtain, maintain, protect, and enforce our intellectual property rights will be adequate. Some of our products or services, and the processes we use to produce or provide them, have been granted patent protection, have patent applications pending, or are trade secrets. Our business may be adversely affected when our patents are unenforceable, the claims allowed under our patents are not sufficient to protect our technology, our patent applications are denied, or our trade secrets are not adequately protected. Our competitors may also be able to develop technology independently that is similar to ours without infringing on our patents or gaining access to our trade secrets. Our proprietary rights may be violated or compromised, which could damage our operations. In addition, Third parties may claim that we have infringed upon or otherwise violated their intellectual property rights. We own numerous patents, patent applications, and unpatented trade secret technologies in the U. S. and certain foreign countries. There can be no assurance that the steps we have taken to protect our proprietary rights will be adequate to deter misappropriation of these rights. In addition, independent third parties may develop competitive or superior technologies. In addition, the tools, techniques, methodologies, programs, and components we use to provide our services and products may infringe upon or otherwise violate the intellectual property rights of others or be challenged on that basis. Regardless of the merits, any such claims generally result in significant legal and other costs, including reputational harm, and may distract management from running our business. Resolving such claims could increase our costs, including through royalty payments to acquire licenses, if available, from third parties and through the development of replacement technologies. If a license to resolve a claim were not available, we might not be able to continue providing a particular service or product.** Our operations are subject to extensive and evolving U. S. and foreign federal, state, and local laws and regulatory requirements that increase our operating costs and expose us to potential fines, penalties, and litigation. Laws and regulations govern our operations, including those relating to corporate governance, employees, taxation, fees, importation and exportation restrictions, environmental affairs, health and safety, and the manufacture, storage, handling, transportation, use, and sale of chemical products. Certain foreign countries impose additional restrictions on our activities, such as currency restrictions and restrictions on various labor practices. These laws and regulations are becoming increasingly complex and stringent, and compliance is becoming increasingly expensive. Governmental authorities have the power to enforce compliance with these regulations, and violators are subject to civil and criminal penalties, including civil fines, and injunctions. Third parties may also have the right to pursue legal actions to enforce compliance with certain laws and regulations. It is possible that increasingly strict environmental, health and safety laws, regulations, and enforcement policies could result in substantial costs and liabilities to us. For example, the EPA has asserted federal regulatory authority under the Safe Drinking Water Act Underground Injection Control program over certain hydraulic fracturing activities involving the use of diesel fuels and published permitting guidance for such activities and issued a final regulation under the Clean Water Act prohibiting discharges to publicly owned treatment works of wastewater from onshore unconventional oil and gas facilities. Additionally, in December 2016, the EPA released its final report on the potential impacts of hydraulic fracturing on drinking water resources, concluding that “ water cycle ” activities associated with hydraulic fracturing may impact drinking water resources under certain limited circumstances. Certain environmental and other groups have suggested that additional federal, state, and local laws and regulations may be needed to more closely regulate the hydraulic fracturing process. Several states have adopted regulations that require operators to disclose the chemical constituents in hydraulic fracturing fluids. We cannot predict whether any federal, state or local laws or regulations will be enacted regarding hydraulic fracturing, and, if so, what actions any such laws or regulations would require or prohibit. Other jurisdictions where our products and services are used may impose similar or more stringent restrictions. If additional levels of regulation or permitting requirements were imposed on oil and gas operators through the adoption of new laws and regulations, the demand for certain of our products and services could be decreased or subject to delays. We operate in the U. S. Gulf of Mexico. At this time, we cannot predict the full impact that other regulatory actions that may be mandated by the federal government may have on our operations or the operations of our customers. Other governmental or regulatory actions could further reduce our revenues and increase our operating costs, including the cost to insure offshore operations, resulting in reduced cash flows and profitability. Our onshore and offshore operations, including operations related to energy storage and carbon capture, utilization, and storage, expose us to risks such as the potential for harmful substances escaping into the environment and causing damages or injuries, which could be substantial. We maintain limited environmental liability insurance covering named locations and environmental risks associated with contract services for oil and gas operations. We could be materially and adversely affected by an enforcement proceeding or a claim that is not covered or is only partially covered by insurance. Because our business depends on the level of activity in the

oil and natural gas industry, existing or future laws, regulations, treaties, or international agreements that impose additional restrictions on the industry may adversely affect our financial results. Regulators are becoming more focused on- air emissions from oil and gas operations, including volatile organic compounds, hazardous air pollutants, and GHGs. In particular, the focus on GHGs and climate change, including incentives to conserve energy or use alternative energy sources, such as those contained in recently passed laws like the Inflation Reduction Act (" IRA 2022 "), could have a negative impact on our financial results if such laws, regulations, treaties, or international agreements reduce the worldwide demand for oil and natural gas or otherwise result in reduced economic activity generally. In addition, such laws, regulations, treaties, or international agreements could result in increased compliance costs, capital spending requirements, or additional operating restrictions for us, which may have a negative impact on our financial results. In addition to increasing our risk of environmental liability, the rigorous enforcement of environmental laws and regulations has accelerated demand for our products and services in some of the markets we serve. For more information on the environmental laws and regulations to which we are subject, see our disclosures titled " Health, Safety, and Environmental Affairs Regulation " set forth in Item 1 of this Annual Report. The Inflation Reduction Act of 2022 could accelerate the transition to a low carbon economy and could impose new costs on our customers' operations. In August 2022, President Biden signed the IRA 2022 into law. The IRA 2022 contains hundreds of billions in incentives for the development of renewable energy, clean hydrogen, clean fuels, electric vehicles and supporting infrastructure and carbon capture and sequestration, amongst other provisions. In addition, the IRA 2022 imposes the first ever federal fee on the emission of greenhouse gases through a methane emissions charge. The IRA 2022 amends the federal Clean Air Act to impose a fee on the emission of methane from sources required to report their GHG emissions to the U. S. Environmental Protection Agency (" EPA "), including those sources in the onshore petroleum and natural gas production and gathering and boosting source categories. The methane emissions charge would start in calendar year 2024 at $ 900 per ton of methane, increase to $ 1, 200 in 2025, and be set at $ 1, 500 for 2026 and each year after. Calculation of the fee is based on certain thresholds established in the IRA 2022. While the tax incentives created by the IRA for carbon capture and sequestration may increase demand for some of the services we provide as part of our low carbon solutions business, the methane charge imposed on our oil and natural gas customers could further accelerate the transition of the economy away from the use of fossil fuels towards lower- or zero- carbon emissions alternatives. This could decrease demand for oil and gas and consequently adversely affect the business of our customers, thereby reducing demand for our other services. Our operations, and those of our suppliers and customers, are subject to a series of risks arising from climate change. The threat of climate change continues to attract considerable attention in the United States and in foreign countries. As a result, our operations as well as the operations of our oil and natural gas exploration and production customers and our suppliers are subject to a series of regulatory, political, litigation, and financial risks associated with the production and processing of fossil fuels and emission of GHGs. In the United States, no comprehensive climate change legislation has been implemented at the federal level, though recently passed laws such as the IRA 2022 advance numerous climate- related objectives. President Biden has highlighted addressing climate change as a priority of his administration and has issued several executive orders addressing climate change. Moreover, following the U. S. Supreme Court finding that GHG emissions constitute a pollutant under the CAA, the EPA has adopted regulations that, among other things, establish construction and operating permit reviews for GHG emissions from certain large stationary sources, require the monitoring and annual reporting of GHG emissions from certain petroleum and natural gas system sources in the United States, and together with the DOT, implementing GHG emissions limits on vehicles manufactured for operation in the United States. The regulation of methane from oil and gas facilities has been subject to uncertainty in recent years. In September 2020, the Trump Administration revised prior regulations to rescind certain methane standards and remove the transmission and storage segments from the source category for certain regulations. However, subsequently, the U. S. Congress approved, and President Biden signed into law, a resolution under the Congressional Review Act to repeal the September 2020 revisions, effectively reinstating the prior standards. Additionally, in ~~November~~ **December** ~~2021~~ **2023** , EPA issued a ~~proposed~~ **final** rule that ~~, if finalized, would establish~~ **established more stringent** OOOOb new source and OOOOc first- time existing source standards of performance for methane and volatile organic compound emissions for oil and gas facilities. ~~Operators of affected facilities will have to comply with specific standards of performance to include leak detection using optical gas imaging and subsequent repair requirement, and reduction of emissions by 95 % through capture and control systems. EPA issued a supplemental proposal in November 2022, which, among other items, sets forth specific revisions strengthening the first nationwide emission guidelines for states to limit emissions from existing oil and gas facilities. The proposal also revises requirements for fugitive emissions monitoring and repair and as well as equipment leaks and the frequency of monitoring surveys, establishes a " super- emitter " response program to timely mitigate emissions events, and provides additional options for the use of advanced monitoring to encourage the deployment of innovative technologies to detect and reduce methane emissions. The proposal is currently subject to public comment and is expected to be finalized in 2023; however, it is likely that these requirements will be subject to legal challenges. We cannot predict the scope of any future methane regulatory requirements or the cost to comply with such requirements. However, given~~ **Given** the long- term trend toward increasing regulation, further federal GHG regulations of the oil and gas industry remain a significant possibility **. For more information, see our disclosures titled " Health, Safety, and Environmental Affairs Regulation " set forth in Item 1 of this Annual Report** . Separately, various states and groups of states have adopted or are considering adopting legislation, regulation or other regulatory initiatives that are focused on such areas as GHG cap and trade programs, carbon taxes, reporting and tracking programs, and restriction of emissions. At the international level, the United Nations- sponsored" Paris Agreement" requires member states to submit non- binding, individually determined reduction goals known as Nationally Determined Contributions (" NDCs ") every five years after 2020. Following President Biden' s executive order in January 2021, the United States rejoined the Paris Agreement and, in April 2021, established a goal of reducing economy wide net GHG emissions 50- 52 % below 2005 levels by 2030. Additionally, at the 26th Conference of the Parties (" COP26 ") in Glasgow in November 2021, the United States and the European Union

jointly announced the launch of a Global Methane Pledge; an initiative committing to a collective goal of reducing global methane emissions by at least 30 percent from 2020 levels by 2030, including " all feasible reductions " in the energy sector. These goals were reaffirmed at COP27 in November 2022, and countries were called upon to accelerate efforts to phase out inefficient fossil fuel subsidies, though no firm commitments or timelines were made **. At the 28th Conference of the Parties (" COP28 "), the parties signed onto an agreement to transition away from fossil fuels in energy systems and increase renewable energy capacity, though no timeline for doing so was set. While non- binding, the agreements coming out of COP28 could result in increased pressure among financial institutions and various stakeholders to reduce or otherwise impose more stringent limitations on funding for and increase potential opposition to the production and use of fossil fuels** . The full impact of these actions is uncertain at this time, and it is unclear what additional initiatives may be adopted or implemented that may have adverse effects upon us and our customers' operations. Governmental, scientific, and public concern over the threat of climate change arising from GHG emissions has resulted in increasing political risks in the United States, including action taken by President Biden with respect to his climate change related pledges. On January 27, 2021, President Biden issued an executive order that called for substantial action on climate change, including, among other things, the increased use of zero- emission vehicles by the federal government, the elimination of subsidies provided to the fossil fuel industry, and increased emphasis on climate- related risks across government agencies and economic sectors. The Biden Administration has also called for restrictions on leasing on federal land. For more information, see our risk factor titled " Regulatory initiatives related to hydraulic fracturing in the countries where we and our customers operate could result in operating restrictions or delays in the completion of oil and gas wells that may reduce demand for our services. " Other actions that could be pursued by the Biden Administration may include the imposition of more restrictive requirements for the establishment of pipeline infrastructure or the permitting of LNG export facilities, as well as more restrictive GHG emission limitations for oil and gas facilities. Litigation risks are also increasing as a number of parties have sought to bring suit against oil and natural gas companies in state or federal court, alleging among other things, that such companies created public nuisances by producing fuels that contributed to climate change or alleging that the companies have been aware of the adverse effects of climate change for some time but defrauded their investors or customers by failing to adequately disclose those impacts. There is also a growing trend of the SEC or parties suing public companies for " greenwashing, " which is where a company makes unsubstantiated statements designed to mislead consumers or shareholders into thinking that the company' s products or practices are more environmentally friendly than they are. There are also increasing financial risks for companies in the fossil fuel sector as shareholders currently invested in such companies may elect in the future to shift some or all of their investments into other sectors. Institutional lenders who provide financing to fossil fuel energy companies also have become more attentive to sustainable lending practices and some of them may elect not to provide funding for fossil fuel energy companies. For example, at COP26, the Glasgow Financial Alliance for Net Zero (" GFANZ ") announced that commitments from over 450 firms across 45 countries had resulted in over $ 130 trillion in capital committed to net zero goals. The various sub- alliances of GFANZ generally require participants to set short- term, sector- specific targets to transition their financing, investing, and / or underwriting activities to net zero emissions by 2050. There is also a risk that financial institutions will be required to adopt policies that have the effect of reducing the funding provided to the fossil fuel sector. In late 2020, the Federal Reserve announced that it had joined the Network for Greening the Financial System (" NGFS "), a consortium of financial regulators focused on addressing climate- related risks in the financial sector. Subsequently, in November 2021, the Federal Reserve issued a statement in support of the efforts of the NGFS to identify key issues and potential solutions for the climate- related challenges most relevant to central banks and supervisory authorities. In January 2023, the Federal Reserve issued instructions for a pilot climate scenario analysis being undertaken by six of the United States' largest banks, which is expected to conclude near the end of 2023. Although we cannot predict the effects of these actions, such limitation of investments in and financing for fossil fuel energy companies could result in the restriction, delay or cancellation of drilling programs or development or production activities, which could reduce demand for our products and services. Additionally, the Securities and Exchange Commission published a proposed rule that would require registrants to make climate- related disclosures, including any climate targets and goals, and data on Scope 1 and 2 GHG emissions and, in certain cases, Scope 3. **Several states have also enacted or are considering enhanced climate- related disclosure requirements.** While we cannot predict the final form or substance of ~~the~~ **these** ~~rule~~ **rules** , this may result in additional costs to comply with any such disclosure requirements. Additionally, we cannot predict how financial institutions and investors might consider information disclosed under such rule, and as a result it is possible that we could face increases with respect to the costs of, or restrictions imposed on, our access to capital. The adoption and implementation of new or more stringent international, federal or state legislation, regulations or other regulatory initiatives that impose more stringent standards for GHG emissions from the oil and natural gas sector or otherwise restrict the areas in which this sector may produce oil and natural gas or generate the GHG emissions could result in increased costs of compliance or costs of consuming, and thereby reduce demand for oil and natural gas, which could reduce demand for our products and services. Additionally, political, litigation and financial risks may result in our oil and natural gas operators restricting or cancelling production activities, incurring liability for infrastructure damages as a result of climatic changes, or impairing their ability to continue to operate in an economic manner, which also could reduce the demand for our products and services. Actions taken on the federal, state or local levels to ban, limit, or restrict products that rely on oil or natural gas could also reduce demand for our products and services. One or more of these developments could have a material adverse effect on our business, financial condition and results of operation. Climate change may also result in various physical risks, such as the increased frequency or intensity of extreme weather events or changes in meteorological and hydrological patterns, that could adversely impact us, our customers', and our suppliers' operations. Such physical risks may result in damage to our customers' facilities or infrastructure, or otherwise adversely impact their operations, such as if they become subject to water use curtailments in response to drought, or demand for their products, such as to the extent warmer winters reduce the demand for

energy for heating purposes, which may ultimately reduce demand for the products and services we provide. Such physical risks may also impact our suppliers, which may adversely affect our ability to provide our products and services. ~~Increased~~ **Increasing** attention to ESG matters and conservation measures may adversely impact our or our customers' business. Increasing attention to, and societal expectations on companies to address, climate change and other environmental and social impacts, investor **, regulatory** and societal expectations regarding voluntary **and mandatory** ESG **- related** disclosures, and consumer demand for alternative forms of energy may result in increased costs, reduced demand for our customers' products, reduced profits, increased investigations and litigation, and negative impacts on our stock price and **reduced** access to capital markets. Increasing attention to climate change and environmental conservation, for example, may result in demand shifts for oil and natural gas products and additional governmental investigations and private litigation against us or our customers. To the extent that societal pressures ~~or~~ **, regulatory,** political or other factors are involved, it is possible that such liability could be imposed without regard to our causation of or contribution to the asserted damage, or to other mitigating factors. For more information, see our risk factor titled " Our operations, and those of our suppliers and customers, are subject to a series of risks arising from climate change. " Moreover, while we may create and publish voluntary disclosures regarding ESG matters from time to time, certain statements in those voluntary disclosures may be based on hypothetical expectations and assumptions that may or may not be representative of current or actual risks or events or forecasts of expected risks or events, including the costs associated therewith. **Mandatory ESG- related disclosure is also emerging as an area where we may be, or may become, subject to required disclosures in certain jurisdictions, and any** ~~Such~~ **such mandatory disclosures may similarly necessitate the use of hypothetical, projected or estimated data, some of which is not controlled by us and is inherently subject to imprecision. Disclosures reliant upon such** expectations and assumptions are necessarily uncertain and may be prone to error or subject to misinterpretation given the long timelines involved and the lack of an established single approach to identifying, measuring and reporting on many ESG matters. Additionally, we may announce various targets or product and service offerings in an attempt to improve our ESG profile. However, we cannot guarantee that we will be able to meet any such targets or that such targets or offerings will have the intended results on our ESG profile, including but not limited to as a result of unforeseen costs, consequences, or technical difficulties associated with such targets or offerings. Also, despite any voluntary actions, we may receive pressure from certain investors, lenders, or other groups to adopt more aggressive climate or other ESG-related goals or policies, but we cannot guarantee that we will be able to implement such goals because of potential costs or technical or operational obstacles **. Furthermore, our reputation, as well as our stakeholder relationships, could be adversely impacted as a result of, among other things, any failure to meet our ESG plans or goals or stakeholder perceptions of statements made by us, our employees and executives, agents, or other third parties or public pressure from investors or policy groups to change our policies. Such statements with respect to ESG matters are becoming increasingly subject to heightened scrutiny from public and governmental authorities related to the risk of potential " greenwashing, " i. e., misleading information or false claims overstating potential ESG benefits. As a result, we may face increased litigation risks from private parties and governmental authorities related to our ESG efforts. Moreover, any alleged claims of greenwashing against us or others in our industry may lead to negative sentiment towards our company or industry. To the extent that we are unable to respond timely and appropriately to any negative publicity, our reputation could be harmed. Damage to our overall reputation could have a negative impact on our financial results and require additional resources to rebuild our reputation** . In addition, organizations that provide information to investors on corporate governance and related matters have developed ratings processes for evaluating companies on their approach to ESG matters. Such ratings ~~are~~ **may be** used by some investors to inform their investment and voting decisions. Unfavorable ESG ratings and recent activism directed at shifting funding away from companies with energy- related assets could lead to increased negative investor sentiment toward us and our industry and to the diversion of investment to other industries, which could have a negative impact on our stock price and our access to and costs of capital. Additionally, to the extent ESG matters negatively impact our reputation, we may not be able to compete as effectively to recruit or retain employees, which may adversely affect our operations. Such ESG matters may also impact our customers, which may result in reduced demand for certain of our products and services. We also cannot guarantee that any new product or service offerings we develop in light of ESG matters, including but not limited to the energy transition, will be suitable for our customers' business operations. To the extent alternative technologies are preferred, whether as a result of regulatory impacts, technological developments, or changes in industry practice, it may adversely impact our business or results of operation. Our operations in foreign countries ~~exposes~~ **expose** us to complex regulations and may present us with new obstacles to growth. We plan to continue to grow both in the United States and in foreign countries. We have established operations in Argentina, Brazil, Finland, Ghana, Norway, Saudi Arabia, Sweden, and the United Kingdom, as well as other foreign countries. Foreign operations carry special risks. Our business in the countries in which we currently operate and those in which we may operate in the future could be limited or disrupted by: • restrictions on repatriating cash back to the United States; • the impact of compliance with anti- corruption laws on our operations and competitive position in affected countries and the risk that actions taken by us or our agents may violate those laws; • government controls and government actions, such as expropriation of assets and changes in legal and regulatory environments; • import and export license requirements; • political, social, or economic instability; • trade restrictions; • changes in tariffs and taxes; and • our limited knowledge of these markets or our inability to protect our interests. We and our affiliates operate in countries where governmental corruption has been known to exist. While we and our subsidiaries are committed to conducting business in a legal and ethical manner, there is a risk of violating the U. S. Foreign Corrupt Practices Act, the U. K Bribery Act, or laws or legislation promulgated pursuant to the 1997 OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions or other applicable anti- corruption regulations that generally prohibit the making of improper payments to foreign officials for the purpose of obtaining or keeping business. Violation of these laws could result in monetary penalties against us or our subsidiaries and could damage our reputation and our ability to do business.

Foreign governments and agencies often establish permit and regulatory standards different from those in the U. S. If we cannot obtain foreign regulatory approvals, or if we cannot obtain them in a timely manner, our growth and profitability from foreign operations could be adversely affected. Although we do not directly engage in hydraulic fracturing, our operations support many of our exploration and production customers in such activities. The practice continues to be controversial in certain parts of the country, resulting in increased scrutiny and regulation of the hydraulic fracturing process, including by federal and state agencies and local municipalities. Hydraulic fracturing typically is regulated by state oil and gas commissions or similar state agencies, but several federal agencies have asserted regulatory authority over certain aspects of the process in the U. S. For example, the EPA has issued rulemakings under several laws governing hydraulic fracturing activities and disposal of wastes associated with the process ~~. In 2016, the U. S. Bureau of Land Management (" BLM ") also published a final rule that established new or more stringent standards for performing hydraulic fracturing on federal and Indian lands. BLM under the Trump Administration issued a final rule in late 2018 rescinding the 2016 action; however, a California federal court vacated the 2018 final rule in July 2020, and a Wyoming federal court subsequently vacated the 2016 final rule in October 2020. Accordingly, the 2016 final rule is no longer in effect, but the Wyoming decision has been appealed~~ . Moreover, the Biden Administration is expected to pursue regulatory initiatives that restrict hydraulic fracturing activities on federal lands as well as other actions to more stringently regulate certain aspects of oil and gas development such as air emissions and water discharges. President Biden issued an executive order on January 27, 2021, that effectively paused new leasing activities ~~, but not operations under existing leases,~~ for oil and gas exploration and production on non- Indian federal lands and offshore waters pending completion of a comprehensive review and reconsideration of federal oil and gas permitting and leasing practices that take into consideration potential climate and other impacts associated with oil and gas activities on such lands and waters. Although the federal court for the Western District of Louisiana issued a permanent injunction against the leasing pause, in response to the executive order, the Department of Interior issued a report recommending various changes to the federal leasing program, though many such changes would require Congressional action. However, the Bureau of Land Management proposed a rule in November 2022 that would limit flaring from well sites on federal lands, as well as allow the delay or denial of permits if the Bureau finds that an operator' s methane waste minimization plan is insufficient. **Additionally, in July 2023 the Bureau proposed a rule to update the fiscal terms of federal oil and gas leases, increasing fees, rents, royalties, and bonding requirements. The rule would also add new criteria for the Bureau to consider when determining whether to lease nominated land, including the presence of important habitats or wetlands, the presence of historical properties or sacred sites, and recreational use of the land. The Bureau of Land Management anticipates a final action on this proposal in Spring 2024.** As a result, we cannot predict the final scope of regulations or restrictions that may apply to oil and gas operations on federal lands and waters. However, any regulations that ban or effectively ban such operations may adversely impact demand for our products and services. The United States Congress has from time to time considered legislation to provide for federal regulation of hydraulic fracturing and to require disclosure of the chemicals used in the hydraulic fracturing process. At the state level, some states, including Texas, Oklahoma and New Mexico, have adopted, and other states are considering adopting legal requirements that could impose new or more stringent permitting, public disclosure, or well construction requirements on hydraulic fracturing activities. States could elect to prohibit high volume hydraulic fracturing altogether, following the approach taken by the State of New York in 2015. Local governments also may seek to adopt ordinances within their jurisdictions regulating the time, place and manner of drilling activities in general or hydraulic fracturing activities in particular. **For example, from time to time states such as Texas and Oklahoma have suspended permitting for disposal wells in certain areas in response to seismic activity.** If new or more stringent federal, state, or local legal restrictions relating to the hydraulic fracturing process are adopted, our customers could incur potentially significant added costs to comply with such requirements, experience delays or curtailment in the pursuit of exploration, development or production activities, and perhaps even be precluded from drilling wells. Increased regulation and attention given to the hydraulic fracturing process could lead to greater opposition to oil and gas production activities using hydraulic fracturing techniques. Additional legislation or regulation could also lead to operational delays or increased operating costs for our customers in the production of oil and gas, including from the developing shale plays, or could make it more difficult to perform hydraulic fracturing. The adoption of any federal, state or local laws or the implementation of additional regulations regarding hydraulic fracturing could potentially cause a decrease in the completion of new oil and gas wells and an associated decrease in demand for our services and increased compliance costs and time, which could have a material adverse effect on our liquidity, consolidated results of operations, and consolidated financial condition. Our ~~proprietary rights may be violated or compromised, which could damage our~~ operations ~~. We own numerous patents~~ , ~~patent applications, and unpatented trade secret technologies in the U. S. and certain foreign countries. There can be no assurance that the steps we have taken to protect our proprietary rights will be adequate to deter misappropriation of these rights. In addition, independent third parties may develop competitive or superior technologies. Our operations and~~ reputation **, and financial condition** may be impaired if our information **or operational** technology systems fail to perform adequately or if we are the subject of a data breach or cyberattack. Our information **and operational** technology systems are critically important to operating our business ~~efficiently~~ . We rely on our information **and operational** technology systems to manage our business data, communications, supply chain, customer invoicing, employee information, and other business processes. We outsource certain business process functions to third- party providers and similarly rely on these third parties to maintain and store confidential information on their systems. The failure of these information technology systems to perform as we anticipate could disrupt our business and could result in transaction errors, processing inefficiencies, and the loss of sales and customers, causing our business and results of operations to suffer. Although we allocate significant resources to protect our information technology systems, we have experienced varying degrees of cyber- incidents in the normal conduct of our business, including viruses, worms, other destructive software, process breakdowns, phishing and other malicious activities. On January 6, 2020, the Department of Homeland Security issued a public warning that indicated companies in the energy industry might be specific targets of cybersecurity threats. Such

breaches have in the past and could again in the future result in unauthorized access to information including customer, supplier, employee, or other company confidential data. We do carry insurance against these risks, although the potential damages we might incur could exceed our available insurance coverage. We also invest in security technology, perform penetration tests from time to time, and design our business processes to attempt to mitigate the risk of such breaches. However, there can be no assurance that **future** security breaches will not occur **. Our facilities and systems, and those of our third- party service providers, have been and are vulnerable to security breaches, computer viruses, lost or misplaced data, programming errors, scams, burglary, human errors, acts of vandalism, misdirected wire transfers, or other malicious or criminal activities. These threats and incidents may originate from a variety of sources, including hackers, cybercriminals, nation-states, insiders, or other third parties** . Moreover, the development and maintenance of these measures requires continuous monitoring as technologies change and efforts to overcome security measures evolve. **Cyberattacks in particular are evolving and have increased in frequency. Cyberattacks are becoming more sophisticated and include, but are not limited to, ransomware attacks, credential stuffing, spear phishing, social engineering, use of deepfakes (i. e., highly realistic synthetic media generated by artificial intelligence) and other attempts to gain unauthorized access to data for purposes of extortion or other malfeasance.** We have experienced and expect to continue to experience, cyber security threats and incidents, **though** ~~none of which has~~ - **as of the** ~~been material to us to~~ date **of this Annual Report, we are not aware of any previous cybersecurity threats that have materially affected or are reasonably likely to materially affect the Company** . However, a successful breach or attack could have a material negative impact on our operations or business reputation and subject us to consequences such as litigation **costs, regulatory fines, remediation costs,** and direct costs associated with incident response **. No security measure is infallible** . Changes to applicable tax laws and regulations or exposure to additional income tax liabilities could affect our business and future profitability. We are subject to various complex and evolving United States federal, state, and local and non- U. S. taxes. Our business and future profitability could be affected by numerous factors, including the availability of tax credits, exemptions, refunds and other benefits to reduce our tax liabilities, changes in the relative amount of our earnings subject to tax in the various jurisdictions in which we operate or have subsidiaries, the potential expansion of our business into or otherwise becoming subject to tax in additional jurisdictions, changes to our existing business structure and operations, the extent of our intercompany transactions, and the extent to which taxing authorities in the relevant jurisdictions respect those intercompany transactions. Further, United States federal, state, and local and non- U. S. tax laws, policies, statutes, rules, regulations, or ordinances could be interpreted, changed, modified, or applied adversely to us, in each case, possibly with retroactive effect, and may have an adverse effect on our business and future profitability.