Risk Factors Comparison 2024-02-07 to 2023-02-08 Form: 10-K

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An investment in our securities involves various risks. You should consider carefully all the risk factors described below, the matters discussed herein under " Forward- Looking Statements " and other information included and incorporated by reference in this Form 10- K, as well as in other reports and materials that we file with the SEC. If any of the risks described below, or elsewhere in this Form 10- K, were to materialize, our business, financial condition, results of operations, cash flows and or prospects could be materially adversely affected. In such case, the trading price of our ordinary shares could decline **,** and investors could lose part or all of their investment. Additional risks and uncertainties not currently known to us or that we currently deem immaterial may also materially adversely affect our financial condition, results of operations and cash flows. Energy Services Industry Risks Our business is dependent on capital spending by our customers which is greatly affected by fluctuations in oil and natural gas prices and the availability and cost of capital; reductions in capital spending by our customers has had, and could continue to have, an adverse effect on our business, financial condition and results of operations. Demand for our products and services is tied to the level of exploration, development and production activity and the corresponding capital and operating spending by oil and natural gas exploration and production companies, including national oil companies. The level of exploration, development and production activity is directly affected by fluctuations in oil and natural gas prices, which historically have been volatile and are likely to continue to be volatile in the future, especially given current geopolitical and economic conditions. Low oil and natural gas prices and ~~declines~~ **decline** in global demand for oil and natural gas, including reduced demand as a result of **a** ~~the COVID- 19~~ pandemic, have previously led to our customers, including national oil companies and large oil and natural gas exploration and production companies, to greatly reduce planned future capital expenditures. Factors affecting the prices of oil and natural gas include, but are not limited to: • the level of supply and demand for oil and natural gas; • the ability or willingness of the Organization of Petroleum Exporting Countries (" OPEC ") and the expanded alliance (" OPEC ") and other high oil exporting non- OPEC nations to set and maintain oil production levels; • the level of oil and natural gas production in the U. S. and by other non- OPEC countries; • oil refining capacity; • shifts in end- customer preferences toward sustainable energy sources, fuel efficiency and the use of natural gas; • the cost of, and constraints associated with, producing and delivering oil and natural gas; • governmental regulations, including the policies of governments regarding the exploration for and production and development of their oil and natural gas reserves; • weather conditions, **unusual wildfires,** natural disasters, and health or similar issues, such as pandemics or epidemics; • worldwide political, military, and economic conditions (including impacts from the Russia Ukraine Conflict); and • increased demand for alternative energy and electric vehicles, including government initiatives to promote the use of sustainable, renewable energy sources and public sentiment around alternatives to oil and natural gas. Reductions in capital spending or reductions in the prices we receive for our products and services provided to our customers could have a material adverse effect on our business, financial condition and results of operations. Spending by exploration and production companies can also be impacted by conditions in the capital markets, which may be volatile at times. Limitations on the availability of capital or higher costs of capital may cause exploration and production companies to make additional reductions to their capital budgets even if oil and natural gas prices increase from current levels. In addition, the transition of the global energy sector from primarily a fossil fuel- based system to renewable energy sources could affect our customers' levels of expenditures. Any such reductions in spending could curtail drilling programs, as well as discretionary spending on well services, which may result in a reduction in the demand for certain of our products and services, the rates we can charge for and the utilization of our assets, any or all of which could have a material adverse effect on our business, financial condition and results of operations. Weatherford International plc – ~~2022~~ **2023** Form 10- K | 9Item 1A | Risk Factors Our fulfillment system relies on a global network of external suppliers and service providers, which may be impacted by macroeconomic conditions and geopolitical conflict and instability. Shortages, supplier capacity constraints, supplier production disruptions, supplier quality and sourcing issues or price increases could have a material adverse effect on our business, financial condition and results of operations. We purchase a variety of raw materials, as well as parts and components made by other manufacturers and suppliers for use in our manufacturing facilities. Our global supply chain is also subject to macroeconomic conditions and political risks. Adverse macroeconomic conditions, including inflation, slower growth or recession and higher interest rates could create disruptions in our supply chain. Similarly, geopolitical risks, including instability resulting from civil unrest, political demonstrations, strikes and armed conflict or other crises in the oil and gas producing regions, such as the Russia Ukraine Conflict and the resulting sanctions **,** could change the global supply chain dynamics and demand. A disruption in deliveries to or from suppliers or decreased availability of materials could have an adverse effect on our ability to meet our commitments to customers or increase our operating costs. Also, certain parts and equipment that we use in our operations may be available only from a small number of suppliers, manufacturers or service providers, or in some cases may be sourced through a single supplier, manufacturer or service provider. A disruption in the deliveries from such third - party suppliers, manufacturers or service providers, capacity constraints, production disruptions, price increases, quality control issues, recalls or other decreased availability of parts and equipment could adversely affect our ability to meet our commitments to customers and have a material adverse effect on our business, financial condition and results of operations. Climate change, environmental, social and governance **(" ESG ")** and **other** sustainability initiatives may result in regulatory or structural industry changes that could require significant operational changes and expenditures, reduce demand for our products and services and adversely affect our business, financial condition, results of operations, stock price or access to capital markets. ~~Climate change, environmental, social and governance (" ESG ") and sustainability~~ **Sustainability initiatives** are a growing global movement. Continuing political and social attention to these issues has resulted in both existing and pending international agreements and national, regional and local legislation, regulatory measures, reporting obligations and policy changes. Also, there is increasing societal pressure in some of the areas where we operate, to limit greenhouse gas emissions as well as other global initiatives. These agreements and measures, including the Paris Climate Accord, may require, or could result in future legislation, regulatory measures or policy changes that would require, significant equipment modifications, operational changes, taxes, or purchases of emission credits to reduce emission of greenhouse gases from our operations or those of our customers, which may result in substantial capital expenditures and compliance, operating, maintenance and remediation costs. As a result of heightened public awareness and attention to these issues as well as continued political and regulatory initiatives to reduce the reliance upon oil and natural gas, demand for hydrocarbons may be reduced, which could have an adverse effect on our business, financial condition, and results of operations. The imposition and enforcement of stringent greenhouse gas emissions reduction requirements could severely and adversely impact the oil and natural gas industry and therefore significantly reduce the value of our business. Certain financial institutions, institutional investors and other sources of capital have begun to limit or eliminate their investment in financing of conventional energy-related activities due to concerns about climate change, which could make it more difficult for our customers and for us to finance our respective businesses. Increasing attention to climate change, ESG and sustainability has resulted in governmental investigations, and public and private litigation, which could increase our costs or otherwise adversely affect our business or results of operations. 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 used by some investors to inform their investment and voting decisions. Unfavorable ESG ratings may lead to increased negative investor sentiment toward us and our industry and to the diversion of investment to other companies or industries, which could have a negative impact on the price of our securities and our access to and costs of capital. Any or all of these ESG and sustainability initiatives may result in significant operational changes and expenditures, reduced demand for our products and services, and could materially adversely affect our business, financial condition, results of operations, stock price or access to capital markets. Weatherford International plc – ~~2022~~ **2023** Form 10- K | 10 Failure to effectively and timely address the need to operate more sustainably and with a lower carbon footprint and impact could adversely affect our business, results of operations and cash flows. Our long- term success may depend on our ability to effectively lower the carbon impact of how we deliver our products and services to our customers as well as adapting our technology portfolio for potentially changing government requirements and customer preferences towards more sustainable competitors. We may also consider engaging with our customers to develop solutions to decarbonize our customers' oil and natural gas operations. We could potentially lose engagement with customers, investors and / or certain financial institutions if we fail or are perceived to fail at effectively and timely addressing the need to conduct our operations and provision of services to our customers more sustainably and with a lower carbon footprint which could materially adversely affect our business, financial condition and results of operations. Failure to effectively and timely address the energy transition could materially adversely affect our business, financial condition and results of operations. Our long- term success depends on our ability to effectively participate in the energy transition, which will require adapting our technology portfolio to potentially changing market demand for products and services and to support the production of energy from sources other than hydrocarbons (e. g., geothermal, carbon capture, responsible abandonment, wind, solar and hydrogen). If the energy transition landscape changes faster than anticipated or in a manner that we do not anticipate, demand for our products and services could be adversely affected. Furthermore, if we fail or are perceived to not effectively implement an energy transition strategy, or if investors or financial institutions shift funding away from companies focused primarily or solely in fossil fuel- related industries, it could materially adversely affect our business, financial condition, results of reparations and our access to capital or the market for our securities. Severe weather, including extreme weather conditions **and unusual wildfires** , has in the past, and could in the future, adversely affect our business and results of operations. Our business has been, and in the future will likely be, affected by severe weather **and unusual wildfires** in areas where we operate, which could materially adversely affect our operations. In addition, the frequency and severity of **these events** ~~extreme weather conditions~~ may also materially affect our operations and financial results. Any such ~~extreme weather-related~~ events could have a material adverse effect on our business, financial condition and results of operations. Liability claims resulting from catastrophic incidents could have a material adverse effect on our business, financial condition and results of operations **.** Drilling for and producing hydrocarbons, and the associated products and services that we provide, include inherent dangers that may lead to property damage, personal injury, death or the discharge of hazardous materials into the environment. Many of these events are outside our control. Typically, we provide products and services at a well site where our personnel and equipment are located together with personnel and equipment of our customer and third parties, such as other service providers. At many sites, we depend on other companies and personnel to conduct drilling and other operations in accordance with appropriate safety standards. From time to time, personnel are injured **,** or equipment or property is damaged or destroyed, as a result of accidents, equipment failures, faulty products or services, failure of safety measures, uncontained formation pressures or other dangers inherent in drilling for or producing oil and natural gas. Any of these events can be the result of human error. With increasing frequency, our products and services are deployed on more challenging prospects both onshore and offshore, where the occurrence of the types of events mentioned above can have an even more catastrophic impact on people, equipment or the environment. Such events may expose us to significant potential losses which could have a material adverse effect on our business, financial condition and results of operations. Business and Operational Risks A significant portion of our revenue is derived from our operations outside the U. S., which exposes us to risks inherent in doing business in each of the **approximately** 75 countries in which we operate. The U. S. accounted for **16 %,** 20 % ~~,~~ **and** 19 % ~~and 20 %~~ of revenues in **2023,** 2022 ~~,~~ **and** 2021 ~~and 2020~~ , respectively. The rest of our revenues were from non- U. S. operations. Operations in countries other than the U. S. are subject to various risks, including: • global political, economic and market conditions, political disturbances, war, terrorist attacks, changes in global trade policies, weak local economic conditions and international currency fluctuations (including the Russia Ukraine Conflict); Weatherford International plc – ~~2022~~ **2023** Form 10- K | 11 • general global economic repercussions related to U. S. and global inflationary pressures and potential recessionary concerns; • failure to ensure on- going compliance with current and future laws and government regulations, including but not limited to those related to the Russia Ukraine Conflict, and environmental and tax and accounting laws, rules and regulations; • changes in, and the administration of, treaties, laws, and regulations, including in response to issues related to the Russia Ukraine Conflict and the potential for such issues to exacerbate other risks we face; • exposure to expropriation of our assets, deprivation of contract rights or other governmental actions; • social unrest, acts of terrorism, war or other armed conflict; • fraud and political corruption; • varying international laws and regulations; • adequate responses to **a** ~~the COVID- 19~~ pandemic and related restrictions; • confiscatory taxation or other adverse tax policies; • trade and economic sanctions or other restrictions imposed by the European Union, the United Kingdom, the U. S. or other countries, including in response to the Russia Ukraine Conflict; • exposure under the U. S. Foreign Corrupt Practices Act or similar governmental legislation in other countries; and • restrictions on the repatriation of income or capital **. A concentration of our accounts receivables and revenues were related to one customer and significant changes to the demand or health of the customer could adversely impact our consolidated results of operations, financial condition and statements of cashflows. Approximately 10 % of our 2023 revenue and approximately 22 % of our December 31, 2023 accounts receivables were related to our largest customer in Mexico. Additionally, during the fourth quarter of 2023, we entered into a credit default swap (" CDS ") with a third- party financial institution as described in " Note 10 – Derivative Financial Instruments " related to a secured loan between that third- party financial institution and our largest customer in Mexico. The secured loan was utilized by this customer to pay certain of our outstanding receivables. We expect the concentration risk to continue into 2024. Business slowdowns or other items impacting the financial health of the customer could potentially have an adverse impact on our results of operations** . Our business could be negatively affected by cybersecurity incidents and other technology disruptions. We rely heavily on information systems and other digital technology to conduct and protect our business. These information systems and other digital technology ~~may become~~ **are subject to the risk of** increasingly ~~more susceptible to~~ sophisticated cybersecurity attacks, incursions or other incidents such as unauthorized access to data and systems, loss or destruction of data (including confidential customer, supplier and employee information), computer viruses, or other malicious code, phishing and cyberattacks, and other similar events. These incidents could arise from numerous sources, **including those outside** ~~not all of which would necessarily be within~~ our control, including fraud or malice on the part of third parties, governmental actors, accidental technological failure, electrical or telecommunication outages, failures of computer servers or other damage to our property or assets, human error, complications encountered as existing systems are maintained, repaired, replaced, or upgraded or outbreaks of hostilities or terrorist acts. Given the rapidly evolving nature of cybersecurity incidents, there can be no assurance that the controls we have designed and implemented to prevent or limit the effects of cybersecurity incidents or attacks will be sufficient in preventing **or limiting the effects of** all such incidents or attacks ~~,~~ or be able to avoid a material impact to our systems ~~as~~ **should** such incidents or attacks occur. Recent widespread ~~ransomware~~ **cybersecurity incidents and** attacks ~~and cybersecurity breaches~~ in the U. S. and elsewhere have affected many companies. To date, none of these have had a material impact on us. Cybersecurity incidents can result in the disclosure of confidential or proprietary customer, supplier or employee information; theft or loss of intellectual property; impairment in our ability to operate or conduct our business; damage to our reputation with our customers, suppliers, employees and the market; failure to meet customer requirements or result in customer dissatisfaction; legal and regulatory exposure, including fines or legal proceedings (including as a result of our failure to make adequate or timely disclosures to the public, government agencies or affected individuals ~~, whether due to delayed discovery or the time it takes to investigate or remediate~~); damage to equipment (which could cause environmental or safety issues) and other financial costs and losses, including as a result of any remediation efforts. While Weatherford imposes ~~strict~~ controls on third- party system connectivity to our systems, the ~~threat of~~ **risks from** an attack via a third- party **remain** ~~system is never null~~ . The occurrence of ~~any~~ **a** cybersecurity incident can go unnoticed for a period of time despite efforts to detect and respond in a timely manner. Any investigation of a cybersecurity incident is inherently unpredictable, and it takes time before the completion of any investigation and before there is availability of full and reliable information. ~~During such time we are~~ **Even when an attack has been detected, it is** not ~~necessarily able to know~~ **always immediately apparent what** the ~~extent~~ **full nature and scope** of ~~the~~ **any potential** harm **may be,** or how best to remediate it, and certain errors or actions could be repeated...... pandemic may result in similar impacts. Weatherford International plc – ~~2022~~ **2023** Form 10- K | 12 certain errors or actions could be repeated or compounded before they are discovered and remediated,all or any of which further increase the ~~risks,~~ costs and consequences of a cybersecurity event or other ~~technology disruption~~ **security incident** .As cybersecurity incidents and attacks continue to evolve,we may be required to expend significant additional resources and incur significant expenses to continue to modify or enhance our protective measures or to investigate,respond to or remediate any information security vulnerabilities. **Any** ~~Depending on the nature and scope of the~~ cybersecurity incident ~~,it~~ could have a material adverse effect on our business,reputation,financial condition and results of operations. ~~A~~ **The COVID- 19** pandemic significantly weakened demand for our products and services and had a substantial negative impact on our business,financial condition,results of operations and cash flows.A **future pandemic may result in similar impacts.** The effects of the COVID- 19 pandemic in 2020 and 2021, including actions taken by businesses and governments to contain the spread of the virus, resulted in a significant reduction in international and U. S. economic activity and severely impacted our business and our industry. The effects included adverse revenue and net income impacts; disruptions to our operations; customer shutdowns of oil and natural gas exploration and production; employee impacts from illness, school closures and other community response measures; and temporary closures of our facilities or the facilities of our customers and suppliers. The COVID- 19 pandemic, and the volatile regional and global economic conditions stemming from the pandemic, exacerbated the potential negative impact from many of the other risks we face. We believe that **a future pandemic may result** in **similar** ~~addition to the~~ impacts **and** ~~described above, other impacts included or~~ could **also** ~~in the future~~ include, but ~~are~~ not limited to: • Structural shift in the global economy and its demand for oil and natural gas as a result of changes in the way people work, travel and interact, or in connection with a global or regional recession or depression; • Reduction of our global workforce to adjust to market conditions, including severance payments, retention issues, and an inability to hire employees when market conditions improve; • Infections and quarantining of our employees and the personnel of our customers, suppliers and other third parties in areas in which we operate; • Our insurance policies may not cover losses associated with pandemics or similar global health threats; • Litigation risk and possible loss contingencies related to a pandemic and its impact, including with respect to commercial contracts, employment matters, personal injury and insurance arrangements; and • Cybersecurity incidents, as our reliance on digital technologies increases, those digital technologies may become more vulnerable and experience a higher rate of cybersecurity attacks, intrusions or incidents in the current environment of remote connectivity, as well as increased geopolitical conflicts and tensions.

 Our business is dependent upon our ~~on our~~ ability to efficiently and effectively perform and provide products and services to our customers. As such, we ~~continue~~ **are subject** to ~~find ways~~ **risks associated with cost over- runs, operating cost inflation, global supply chain disruptions, labor availability, supplier and contractor pricing and performance, and our need** to **continually** improve and invest in our people, processes and systems. Our inability to efficiently and effectively ~~execute~~ **mitigate these risks,** ~~for~~ **or** ~~our customers and~~ our inability to make timely investments ~~in our people, processes and systems~~ could have an adverse effect on our business, financial condition and results of operations. Our customers rely on our ability to efficiently perform and execute on the delivery of our products and services, and a low success rate could adversely impact margins and our ability to obtain market share. Additionally, we continuously identify opportunities to invest in our people, processes and systems, however, we may not be able to adjust quickly enough to capitalize on market share during times of industry growth, or the returns on our investments may not outpace margin deterioration at times of slower activity **. We sometimes provide integrated project management services in the form of long- term, fixed price contracts where we are both the project manager and service provider. Accordingly, under these contracts, we assume additional risks associated with engaging with certain third- party subcontractors, operating cost inflation, labor availability and productivity, global supply chain disruptions, supplier pricing and performance, and potential claims for liquidated damages. If we are unable to complete these contracts effectively and timely, it could potentially have an adverse impact on our results of operations** . Our operational and financial growth, in part, is dependent upon our liquidity requirements and the adequacy of our capital resources. Our liquidity, including our ability to meet our ongoing operational obligations, as well as service our debt, is dependent upon, among other things: (i) our ability to maintain adequate cash on hand; (ii) our ability to generate cash flow from operations; (iii) our ability to access the capital markets; and (iv) changes in market conditions that would negatively impact our revenue or our profits. At times, the energy industry has faced negative sentiment in the capital markets which has impacted the ability of participants to access appropriate amounts of capital upon suitable terms. This negative sentiment has not only impacted our customers in North America, it has also affected the availability and the pricing for most credit lines and other capital resources extended to participants in the industry, including us. We utilize letters of credit and performance and bid bonds to provide credit support to our customers. If the beneficiaries were to call the letters of credit issued under our committed and or uncommitted facilities, our available cash balance may be reduced by the amount called and it could have an adverse impact on our business, operations, and financial condition. As of December 31, ~~2022~~ **2023** , we had **zero borrowings** ~~$ 395 million of letters of credit~~ outstanding ~~, consisting of the $ 195 million~~ under our **amended and restated** ~~senior secured letter of~~ credit agreement ~~, as amended~~ (the " Credit Agreement ") **, and $ 376 million of letters of credit outstanding, consisting of the $ 270 million ($ 218 million for performance letters of credit and $ 52 million for financial letters of credit) under the Credit Agreement** and another $ ~~200~~ **106** million under various uncommitted bi- lateral facilities (of which there was $ ~~199~~ **101** million in cash collateral held and recorded in " Restricted Cash " on the Consolidated Balance Sheets). ~~Weatherford International plc – 2022 Form 10- K | 13~~ In Latin America we utilize surety bonds as part of our customary business practice. As of December 31, ~~2022~~ **2023** , we had $ ~~415~~ **594** million of surety bonds outstanding. Any of our outstanding letters of credit or surety bonds could be called by the beneficiaries should we breach certain contractual or performance obligations and could reduce our available liquidity if we are unable mitigate the issue.

 We may not be fully indemnified against financial losses in all circumstances where damage to or loss of property, personal injury, death or environmental harm occur. As is customary in our industry, our contracts typically require that our customers indemnify us for claims arising from the injury or death of their employees (and those of their other contractors), the loss or damage of their equipment (and that of their other contractors), damage to the well or reservoir and environmental impacts originating from the customer' s equipment or from the reservoir (including uncontained oil flow from a reservoir), claims arising from catastrophic events, such as a well blowout, fire, explosion and from environmental impacts below the surface. Conversely, we typically indemnify our customers for claims arising from the injury or death of our employees, the loss or damage of our equipment (other than equipment lost in the hole) or environmental impacts originating from our equipment above the surface of the earth or water. Our indemnification arrangements may not protect us in every case. For example, our indemnity arrangements may be held to be overly broad in some courts and / or contrary to public policy in some jurisdictions, and to that extent may be unenforceable. Additionally, some jurisdictions which permit indemnification nonetheless limit its scope by applicable law, rule, order or statute. We may be subject to claims brought by third parties or government agencies with respect to which we are not indemnified. Furthermore, the parties from which we seek indemnity may not be solvent, may become bankrupt, may lack resources or insurance to honor their indemnities or may not otherwise be able to satisfy their indemnity obligations to us. The lack of enforceable indemnification could expose us to significant potential losses. Further, our assets generally are not insured against loss from political violence such as war, terrorism or civil unrest. If any of our assets are damaged or destroyed as a result of an uninsured cause, we could recognize a loss of those assets. Our indebtedness and liabilities could limit cash flow available for our operations, expose us to risks that could adversely affect our business, financial condition and results of operations and impair our ability to satisfy our financial obligations. As of December 31, ~~2022~~ **2023** , we had $ ~~45~~ **168** million of short- term and $ ~~2~~ **1** . ~~2~~ **7** billion of long- term debt, all accruing interest. If business activity declines, or otherwise does not increase, our level of indebtedness could have negative consequences for our business, financial condition and results of operations, including: • limiting our ability to obtain additional financing, or refinance our existing debt, on terms that are commercially acceptable to us; • requiring the dedication of a substantial portion of our cash flow from operations to service our indebtedness, thereby reducing our free cash flow and the amount of our cash flow available for other purposes; • limiting our flexibility in planning for, or reacting to, changes in our business; • placing us at a possible competitive disadvantage with less leveraged competitors or competitors that may have better access to capital resources; and • increasing our vulnerability to adverse economic and industry conditions. Our ability to make scheduled payments on our debt obligations will depend on our financial and operating performance, which is subject to prevailing economic and competitive conditions and certain financial, business and other factors beyond our control. In the past, lower commodity prices and in turn lower demand for our products and services have negatively impacted our revenues, earnings and cash flows, and as a result, could adversely impact our liquidity position. Any harm to our business and operations resulting from our current or future level of indebtedness could adversely affect our ability to pay amounts due to our lenders and noteholders. Our business may be exposed to uninsured claims and, as a result, litigation might result in significant potential losses. The cost of our insured risk management program may increase. In the ordinary course of business, we become the subject of various claims and litigation. We maintain liability insurance, which includes insurance against damage to people, property and the environment, in commercially reasonable amounts, subject to self- insured retentions and deductibles. ~~Weatherford International plc – 2022 Form 10- K | 14~~ Our insurance policies are subject to exclusions, limitations and other conditions and may not apply in all cases, for example where willful wrongdoing on our part is alleged. It is possible an unexpected judgment could be rendered against us in cases in **Weatherford International plc – 2023 Form 10- K | 15** which we could be uninsured and beyond the amounts we currently have reserved or anticipate incurring, and in some cases those potential losses could be material. Our insurance may not be sufficient to cover any particular loss **,** or our insurance may not cover all losses. For example, although we maintain product liability insurance, this type of insurance is limited in coverage **,** and it is possible an adverse claim could arise in excess of our coverage. Additionally, insurance rates have in the past been subject to wide fluctuation and may be unavailable on terms that we or our customers believe are economically acceptable. Reductions in coverage, changes in the insurance markets and accidents affecting our industry may result in further increases in our cost and higher deductibles and retentions in future years and may also result in reduced activity levels in certain markets. As a result, we may not be able to continue to obtain insurance on commercially reasonable terms. Any of these events could have an adverse impact on our business, financial condition and results of operations. There may be circumstances in which the interests of our significant shareholders could be in conflict with the interests of our other shareholders. In the aggregate, certain funds associated with our ~~eight~~ **nine** largest shareholders ~~currently~~ own **approximately 51** ~~in excess of 66~~ % of our outstanding Ordinary Shares. Circumstances may arise in which these shareholders may have an interest in pursuing or preventing acquisitions, divestitures or other transactions, including the issuance of additional equity or debt, that, in their judgment, could enhance their investment in us or another company in which they invest. Such transactions might adversely affect us or could be in conflict with the interest of our other shareholders. In addition, our significant concentration of share ownership may adversely affect the trading price of our securities because investors may perceive disadvantages in owning securities in companies with significant shareholders and may restrict the trading volume in our ordinary shares. The terms of our indebtedness restrict our current and future operations, particularly our ability to respond to changes or to pursue our business strategies. The Credit Agreement and the indentures governing our ~~11. 0 % Senior Notes maturing on December 1, 2024 (" Exit Notes ") and~~ 6. 5 % Senior Secured Notes maturing on September 15, 2028 (" 2028 Senior Secured Notes ") and our 8. 625 % Senior Notes maturing April 30, 2030 (the " 2030 Senior Notes "), contain certain restrictive **or limiting** covenants that may impose significant operating and financial restrictions on us and may limit our ability to engage in acts that we may believe to be in our long- term best interest, including **the following** ~~restrictions on our ability to~~ : • ~~incur~~ **restricting** additional indebtedness; • ~~pay~~ **restricting or limiting payment of** dividends and ~~make~~ other distributions; • **limiting** ~~prepay~~ **prepayment** , ~~redeem~~ **redemption** or repurchase certain debt; • ~~make~~ **limiting making** loans and ~~investments~~ **assets and** ; ~~and~~ • ~~sell~~ **limiting selling** assets and incur liens ~~.~~ These covenants and other restrictions may limit our ability to effectively operate our business, and to execute our growth strategy or take advantage of new business opportunities. These covenants and restrictions include minimum liquidity covenants, minimum interest coverage ratio, maximum ratio of funded debt, and certain other financial ratios, which may apply in certain circumstances, and other restrictions. Our ability to meet the liquidity thresholds or those financial ratios could be affected by events beyond our control. A breach of the covenants and other restrictions in any of our indebtedness could result in an event of default thereunder. Such a default may allow the lenders, holders or the trustee, as applicable, to accelerate the related indebtedness which may result in the acceleration of any other indebtedness or to foreclose on our assets, of which substantially all of our assets are secured by certain lenders. In addition, an event of default under the Credit Agreement would permit the lenders thereunder to terminate all commitments. Weatherford International plc – ~~2022~~ **2023** Form 10- K | ~~15~~ **16** Failure to attract, retain and develop qualified personnel could impede our operations. Our future success depends on our ability to attract, retain and develop qualified personnel to operate and to provide services and support for our business. We may experience employee turnover or labor shortages if our business requirements and / or expectations are inconsistent with the expectations of our employees or if our employees or potential employees decide to pursue employment in fields with less volatility than in the energy industry. Additionally, during periods of increased demand for products and services in our industry, competition for qualified personnel may increase and the availability of qualified personnel may be further constrained. Failure to attract, retain and develop qualified personnel could have an adverse effect on our results of operations, financial condition and cash flows. Legal, Tax and Regulatory Risks Our operations are subject to numerous current and future social and governance related legislative and regulatory measures both globally and in the specific geographic regions in which we and our customers operate, including treaties and international agreements related to " sustainability " initiatives like greenhouse gases, climate change and renewable energy sources. Our ability to comply with, and respond to current and future changes may expose us to significant liabilities, result in additional compliance costs and could reduce our business opportunities and revenues. We are subject to various laws and regulations applicable to the energy industry related to pollution, protection of the environment and natural resources, public and worker health and safety, and treaties and international agreements related to climate change and the regulation of greenhouse gasses. These laws and regulations sometimes provide for strict liability for remediation costs, damages to natural resources, or threats to public health and safety. Strict liability can render us liable for damages without regard to our degree of care or fault. Some environmental laws also provide for joint and several strict liability for remediation of spills and releases of hazardous substances, and, as a result, we could be liable for the actions of others. Thus, an environmental claim could arise with respect to one or more of our current or former businesses, operations, products or services, or a business or property that one of our predecessors owned or used, and such claims could involve material expenditures. Generally, environmental laws have in recent years become more stringent and have sought to impose greater liability on a larger number of potentially responsible parties and have required increased costs to comply with their requirements. The scope of regulation of our industry and our products and services may increase further, including possible increases in liabilities, financial assurance, or funding requirements imposed by governmental agencies. Additional regulations on deepwater drilling in the Gulf of Mexico and elsewhere in the world could be imposed, and those regulations could limit our business where they are imposed. In addition, members of the U. S. Congress, the U. S. Environmental Protection Agency and various agencies of several states within the U. S. frequently review, consider and propose more stringent regulation of hydraulic fracturing, a stimulation treatment routinely performed on oil and natural gas wells in low-permeability reservoirs. We previously provided (and may, in the future, resume providing) fracturing services to customers. Regulators periodically investigate whether any chemicals used in the hydraulic fracturing process might adversely affect groundwater or whether the fracturing processes could lead to other unintended effects or damages. In recent years, local and national governments (including several cities and states within the U. S.) passed new laws and regulations restricting or banning hydraulic fracturing. A significant portion of North American service activity today is directed at prospects that require hydraulic fracturing in order to produce hydrocarbons. Therefore, additional regulation could increase the costs of conducting our business by subjecting fracturing to more stringent regulation. Regulation of hydraulic fracturing could increase our cost of providing services or materially reduce our business opportunities and revenues if customers decrease their levels of activity or we cannot pass along cost to customers. We are unable to predict whether changes in laws or regulations or any other governmental proposals or responses will ultimately occur, and accordingly, we are unable to assess the potential financial or operational impact they may have on our business. Weatherford International plc – ~~2022~~ **2023** Form 10- K | ~~16~~ **17** Our environmental, social and governance commitments and disclosures may expose us to reputational risks and legal liability. Increasing focus on ESG factors has led to enhanced interest in, and review of performance results by investors and other stakeholders, and the potential for litigation and reputational risk. In 2022, we made certain public commitments to various corporate ESG initiatives, including our commitment to achieve net- zero emissions **for Scope 1 and 2** by 2050 and signing on to the UN Global Compact. Any failure, or perceived failure, to achieve or accurately report on our commitments in our disclosures, including our annual Sustainability Report and our other disclosures on these matters, could harm our reputation and adversely affect our client relationships or our recruitment and retention efforts, as well as expose us to potential legal liability. In addition, positions we take or do not take on social issues may be unpopular with some of our employees, our clients or potential clients, shareholders, investors, governments or advocacy groups, which may impact our ability to attract or retain employees or the demand for our services. Increasing focus on ESG matters has resulted in the adoption of legal and regulatory requirements designed to mitigate the effects of climate change on the environment, as well as legal and regulatory requirements requiring climate, human rights and supply chain- related disclosures. We expect these types of regulatory requirements related to ESG matters to continue to expand globally. If new laws or regulations are more stringent than current legal or regulatory requirements or involve reporting information according to differing standards and frameworks in the countries in which we operate, we may experience increased compliance burdens and costs to meet such obligations. In addition, our selection of voluntary disclosure frameworks and standards, and the interpretation or application of those frameworks and standards, may change from time to time or may not satisfy varying regulatory requirements or the expectations of investors or other stakeholders. Our ability to achieve our ESG commitments, including our goals relating to sustainability and inclusion and diversity, is subject to numerous risks, many of which are outside of our control. Examples of such risks include: (1) our ability to operate more sustainably and with a lower carbon footprint; (2) the availability and cost of low- or non- carbon- based energy sources and technologies; (3) evolving and potentially conflicting global regulatory requirements affecting ESG standards or disclosures; (4) the availability of suppliers that can meet our sustainability, diversity and other standards; and (5) our ability to recruit, develop, and retain diverse talent. In addition, standards for tracking and reporting on ESG matters, including climate change and human rights related matters, have not been harmonized and continue to evolve. Methodologies for reporting ESG data may be updated requiring that previously reported ESG data be adjusted to reflect improvement in availability and quality of third- party data, changing assumptions, changes in the nature and scope of our operations and other changes in circumstances. Our processes and controls for reporting ESG matters across our operations and supply chain are evolving to address obtaining information that resides in multiple internal systems and responding to multiple disparate standards for identifying, measuring, and reporting ESG metrics, including ESG- related disclosures that may be required by the SEC, European and other regulators. Such standards are currently not consistent and may change over time, which could result in significant revisions to our current goals, reported progress in achieving such goals, or ability to achieve such goals in the future.

Adverse changes in tax laws both in the U. S. and abroad, changes in tax rates or exposure to additional income tax liabilities could have a material adverse effect on our results of operations. Changes in tax laws could significantly increase our tax expense and require us to take actions, at potential significant expense, to seek to preserve our current level of tax expense. In 2002, we reorganized from the U. S. to a foreign jurisdiction. There are frequent legislative proposals in the United States that attempt to treat companies that have undertaken similar transactions as U. S. corporations subject to U. S. taxes or to limit the tax deductions or tax credits available to United States subsidiaries of these corporations. Our tax expense could be impacted by changes in tax laws, tax treaties or tax regulations or the interpretation or enforcement thereof or differing interpretation or enforcement of applicable law by the U. S. Internal Revenue Service and other taxing jurisdictions, acting in unison or separately. The inability to reduce our tax expense could have a material impact on our consolidated financial statements. The Organization of Economic Cooperation and Development (" OECD "), which represents a coalition of member countries, issued various white papers addressing Tax Base Erosion and Jurisdictional Profit Shifting. The recommendations in these white papers are generally aimed at combating what they believe is tax avoidance. Numerous jurisdictions in which we operate have been influenced by these white papers as well as other factors and are increasingly active in evaluating changes to their tax laws. In addition, the OECD has advanced reforms focused on global profit allocation ~~,~~ and implementing a global minimum tax rate of at least 15 % for large multinational corporations on a jurisdiction- by- jurisdiction basis, known as ~~the~~ " ~~two pillar~~ **Pillar** ~~plan~~ **Two** . " On October 8, 2021, the OECD announced an accord endorsing and providing an implementation plan for ~~the two pillar~~ **Pillar** ~~plan~~ **Two** agreed **upon by 136 nations. On December 15, 2022, the European Council formally adopted a European Union directive on the implementation of the** Weatherford International plc – ~~2022~~ **2023** Form 10- K | **18** ~~17 upon by 136 nations. On December 15, 2022, the European Council formally adopted a European Union directive on the implementation of the~~ plan by January 1, 2024. ~~While the~~ **Numerous countries, including Ireland have enacted legislation** ~~implementation~~ --- **implementing** ~~of the accord~~ **Pillar Two effective January 1, 2024. This** is ~~uncertain~~ **not expected to materially increase the taxes we owe; however** , if **future** legislation is enacted to implement the accord in some or all ~~of~~ the jurisdictions in which we have operations, it could materially increase the amount of taxes we owe ~~, on a retroactive or prospective basis~~ , thereby negatively affecting our results of operations and our cash flows from operations. Our effective tax rate has fluctuated in the past and may fluctuate in the future. Future effective tax rates could be affected by changes in the composition of earnings in countries in which we operate with differing tax rates, non- income- based taxes, changes in tax laws, or changes in deferred tax assets and liabilities. We assess our deferred tax assets on a quarterly basis to determine whether a valuation allowance may be required. We have recorded a valuation allowance on ~~substantially all~~ **approximately 90 %** of our deferred tax assets. If a U. S. person is treated as owning at least 10 % of our shares, such holder may be subject to adverse U. S. federal income tax consequences. As a result of the Tax Cuts and Jobs Act of 2017, many of our non- U. S. subsidiaries are now classified as " controlled foreign corporations " for U. S. federal income tax purposes due to the expanded application of certain ownership attribution rules within a multinational corporate group. If a U. S. person is treated as owning (directly, indirectly or constructively) at least 10 % of the value or voting power of our shares, such person may be treated as a " U. S. shareholder " with respect to one or more of our controlled foreign corporation subsidiaries. In addition, if our shares are treated as owned more than 50 % by U. S. shareholders, we would be treated as a controlled foreign corporation. A U. S. shareholder of a controlled foreign corporation may be required to annually report and include in its U. S. taxable income, as ordinary income, its pro rata share of " Subpart F income, " " global intangible low- taxed income " and investments in U. S. property by controlled foreign corporations, whether or not we make any distributions to such U. S. shareholder. An individual U. S. shareholder generally would not be allowed certain tax deductions or foreign tax credits that would be allowed to a corporate U. S. shareholder with respect to a controlled foreign corporation. A failure by a U. S. shareholder to comply with its reporting obligations may subject the U. S. shareholder to significant monetary penalties and may extend the statute of limitations with respect to the U. S. shareholder' s U. S. federal income tax return for the year for which such reporting was due. We cannot provide any assurances that we will assist investors in determining whether we or any of our non- U. S. subsidiaries are controlled foreign corporations or whether any investor is a U. S. shareholder with respect to any such controlled foreign corporations. We also cannot guarantee that we will furnish to U. S. shareholders information that may be necessary for them to comply with the aforementioned obligations. U. S. investors should consult their own advisors regarding the potential application of these rules to their investments in us. The risk of being subject to increased taxation may deter our current shareholders from increasing their investment in us and others from investing in us, which could impact the demand for, and value of, our shares. The United States could treat Weatherford International plc (parent corporation) as a United States taxpayer under IRC Section 7874. Following the emergence from bankruptcy on December 13, 2019, Weatherford continues to operate under Weatherford International plc (" PLC "), an Irish tax resident. The IRS may, however, assert that PLC should be treated as a U. S. corporation for U. S. federal income tax purposes pursuant to IRC Section 7874. For U. S. federal income tax purposes, a corporation generally is classified as either a U. S. corporation or a foreign corporation by reference to the jurisdiction of its organization or incorporation. Because PLC is an Irish incorporated entity, it would generally be classified as a foreign corporation under these rules. IRC Section 7874 provides an exception to this general rule under which a foreign incorporated entity may, in certain circumstances, be treated as a U. S. corporation for U. S. federal income tax purposes. Under IRC Section 7874, a corporation created or organized outside the United States (i. e., a foreign corporation) will nevertheless be treated as a U. S. corporation for U. S. federal income tax purposes when (i) the foreign corporation directly or indirectly acquires substantially all of the assets held directly or indirectly by a U. S. corporation (including the indirect acquisition of assets of the U. S. corporation by acquiring the outstanding shares of the U. S. corporation), (ii) the shareholders of the acquired U. S. corporation hold, by vote or value, at least 80 % (or 60 % in certain circumstances if the Third Country Rule applies) of the shares of the foreign acquiring corporation after the acquisition by reason of holding shares in the U. S. acquired corporation, and (iii) the foreign corporation' s " expanded affiliated group " does not have substantial business activities in the foreign corporation' s country of organization or incorporation relative to such expanded affiliated group' s worldwide activities. Although it is not free from doubt, we believe that as a result of the implementation of the plan of reorganization in 2019, PLC should not be treated as acquiring directly or indirectly substantially all of the properties of a U. S. corporation and, as a result, PLC is not expected to be treated as a U. S. corporation or otherwise subject to the adverse tax consequences of IRC Section 7874. The law and the Treasury Regulations promulgated under IRC Section 7874 are, however, unclear and there can be no assurance that the IRS will agree with this conclusion. If it is determined that IRC Section 7874 is **applicable, PLC would be a U. S. corporation for U. S. federal income tax purposes, the taxable year of Weatherford US** ~~applicable, PLC would be a U. S. corporation for U. S. federal income tax purposes, the taxable year of Weatherford US~~ consolidated group could end on or prior to the emergence from bankruptcy, which could result in additional adverse tax consequences. In addition, although PLC would be treated as a U. S. corporation for U. S. federal income tax purposes, it would generally also be considered an Irish tax resident for Irish tax and other non- U. S. tax purposes. The rights of our shareholders are governed by Irish law; Irish law differs from the laws in effect in the United States and may afford less protection to holders of our securities. As an Irish company, we are governed by the Irish Companies Act, which differs in some material respects from laws generally applicable to U. S. corporations and shareholders, including, among others, provisions relating to interested directors, mergers and acquisitions, takeovers, shareholder lawsuits and indemnification of directors. Likewise, the duties of directors and officers of an Irish company generally are owed to the company only. Shareholders of Irish companies generally do not have a personal right of action against directors or officers of the company and may exercise such rights of action on behalf of the company only in limited circumstances. Accordingly, holders of our securities may have more difficulty protecting their interests than would holders of securities of a corporation incorporated in a jurisdiction of the United States. We are incorporated in Ireland and a significant portion of our assets are located outside the United States. As a result, it might not be possible for shareholders to enforce civil liability provisions of the federal or state securities laws of the United States. We are organized under the laws of Ireland, and a significant portion of our assets are located outside the United States. The United States currently does not have a treaty with Ireland providing for the reciprocal recognition and enforcement of judgments in civil and commercial matters. As such, a shareholder who obtains a court judgment based on the civil liability provisions of U. S. federal or state securities laws may be unable to enforce the judgment against us in Ireland. In addition, there is some doubt as to whether the courts of Ireland and other countries would recognize or enforce judgments of U. S. courts obtained against us or our directors or officers based on the civil liabilities provisions of the federal or state securities laws of the United States or would hear actions against us or those persons based on those laws. The laws of Ireland do, however, as a general rule, provide that the judgments of the courts of the United States have the same validity in Ireland as if rendered by Irish Courts. Certain important requirements must be satisfied before the Irish Courts will recognize the U. S. judgment. The originating court must have been a court of competent jurisdiction, the judgment must be final and conclusive, and the judgment may not be recognized if it was obtained by fraud **,** or its recognition would be contrary to Irish public policy. Any judgment obtained in contravention of the rules of natural justice or that is irreconcilable with an earlier foreign judgment would not be enforced in Ireland. Similarly, judgments might not be enforceable in countries other than the United States where we have assets. General Risks Interruptions in the proper functioning of our information systems or other issues with our enterprise resource systems could cause disruption to our operations. We rely extensively on our information systems to manage our business, data, communications, supply chain, ordering, pricing, billing, inventory replenishment, accounting functions, and other processes. Our enterprise resource systems are subject to damage or interruption from various sources, including obsolescence, power outages, computer and telecommunications failures, computer viruses, cyber security breaches, vandalism, severe weather conditions, catastrophic events, terrorism, and human error, and our disaster recovery planning cannot account for all eventualities. Our disaster recovery measures may or may not address all potential contingencies. If our systems are damaged, fail to function properly, or otherwise become compromised or unavailable, we may incur substantial costs to repair or replace them, and we may experience loss of critical data or interruptions or delays in our ability to perform critical functions, which could adversely affect our business, operating results, or financial condition. Furthermore, certain of our information systems are aged and may require periodic modifications, upgrades, and replacements which may subject us to risks, including operating disruptions, substantial capital expenditures, or additional cost to implement new systems. The failure to properly or efficiently modify, upgrade, replace or implement such systems on a timely basis could materially disrupt our operations, and have a material adverse effect on our financial results. If our long- lived assets and other assets are impaired, we may be required to record significant non- cash charges to our earnings. We recognize impairments of long- lived assets when we determine the carrying amount of certain long- lived asset groups exceed their respective fair values. Our impairment assessment includes analysis of the undiscounted cash flow of our asset groups, which include property, plant **,** and equipment, definite- lived intangible assets, and operating lease assets. Based on the uncertainty of forecasted revenue, forecasted operating margins, and discount rate assumptions used to estimate our asset groups' fair value, future reductions in our expected cash flows could cause a material non- cash impairment charge of long- lived assets, which could have a material adverse effect on our business, financial condition **,** and results of operations.