

**CHARTER OF THE RISK AND SUSTAINABILITY COMMITTEE  
OF THE BOARD OF DIRECTORS  
OF  
FLOTEK INDUSTRIES, INC.**

**Purpose**

The purpose of the Risk and Sustainability Committee (the “**Committee**”) of the Board of Directors (the “**Board**”) of Flotek Industries, Inc. (the “**Company**”) is to assist the Board in fulfilling its responsibility for overseeing the Company-wide risk management and sustainability practices, including:

- Identification and assessment of risk in the organization by the executive management team;
- Oversight of strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory and other risks of the Company, in conjunction with other committees of the Board where applicable;
- Oversight of the division of risk-related responsibilities between the Board, the standing committees of the Board, and management;
- Approval of the Company’s risk management framework and reporting; and
- Approval of the Company’s sustainability plans.

The Committee has an oversight function, recognizing that the Company’s management is responsible for the primary management of the risk and sustainability programs of the Company. Each member of the Committee shall be entitled to rely on the integrity of those persons and organizations that provide information to the Committee and the accuracy and completeness of the information provided to the Committee by such persons or organizations, absent actual knowledge to the contrary. The Committee will have full access to the books, records and facilities of the Company, and shall have the authority to conduct such investigations, meet with and seek information from such persons, and engage such advisors as may be required in the fulfillment of its duties pursuant to this charter.

**Membership and Appointment**

The Committee shall comprise not fewer than three members of the Board, as may be determined from time to time by the Board. The members of the Committee shall be appointed by the Board upon the recommendation of the Corporate Governance and Nominating Committee. Members may be removed by the Board in its discretion.

A chairperson of the Committee (the “**Chairperson**”) shall be designated by the Board based on recommendations by the Corporate Governance and Nominating Committee. The Chairperson shall determine the agenda for meetings and shall establish such other rules as may be necessary or advisable for the proper conduct of the Committee. The corporate secretary of the Company shall act as secretary of the Committee or, in the absence of the corporate secretary, such other person as the Chairperson may designate.

**Meetings**

The Committee shall meet as often as is required to carry out its duties, but in no event less than quarterly. Meetings shall be at such times and places as are determined by the Chairperson and

may take place in person or telephonically. The Committee shall meet in executive session without management of the Company as may be appropriate from time to time.

The Committee may invite to its meetings any director, officer or employee of the Company, and such other persons as it deems appropriate in order to carry out its responsibilities. The secretary shall take minutes of the meeting.

### **Advisors and Funding**

The Committee shall have the authority to engage independent counsel and other advisors as may be necessary or advisable to carry out its duties. The Committee shall receive appropriate funding from the Company to pay such advisors and to pay ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

### **Annual Review**

The Committee shall undertake an annual evaluation of its performance and report on such evaluation to the Board. The Committee shall review the adequacy of this charter at least annually, and recommend any changes to the Board for approval.

### **Duties and Responsibilities**

The Committee shall be responsible for carrying out the following duties and responsibilities. These are set forth as a guide, and the Committee may supplement or alter them as may be necessary or appropriate.

- Set the tone for risk across the Company to create a culture of risk management at all levels.
- Determine, together with management and the Board, the risk appetite for the Company in its lines of business.
- Approve the risk management plan and policies for the Company, as developed by management, including the structure, framework and guidelines.
- Approve the sustainability plans for the Company, as developed by management.
- Regularly communicate with senior management of the Company about the Company's major risk exposures and steps that have been taken to manage the risk.
- Receive and respond to reports from management, and determine the form and frequency of such reports.
- Report to the full Board regularly on the risk and sustainability programs of the Company.
- Coordinate risk management among the committees of the Board, and in particular the Audit Committee.

Approved on May 4, 2021