

AUDIT COMMITTEE CHARTER

Purpose

The purpose of the Audit 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 integrity of the Company’s financial statements, financial reporting processes and internal controls;
- The Company’s compliance with certain legal and regulatory requirements, including U.S. securities laws;
- The qualifications and independence of the Company’s registered public accounting firm (the “**Independent Auditor**”);
- The performance of the Independent Auditor and the Company’s internal audit function; and
- The assessment and management of financial risk.

The Committee shall review and approve the report required by the rules of the Securities and Exchange Commission (the “**SEC**”) to be included in the Company’s annual proxy statement.

The Committee has an oversight function, recognizing that the Company’s management is responsible for preparing the Company’s financial statements and the Independent Auditor is responsible for auditing those statements. 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 financial and other 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.

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 of the Board. Members of the Committee may be removed by the Board in its discretion. Resignation or removal of a director from the Board will automatically constitute resignation or removal, as applicable, of such director from the Committee.

Members of the Committee must meet the independence and experience criteria set by the SEC, the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), the New York Stock Exchange (“**NYSE**”), and any other qualifications or criteria determined by the Board. Without limiting the foregoing, each member of the Committee must:

- Be independent, as defined under Section 10A of the Exchange Act and the rules of the NYSE and any applicable laws;
- Be able comply with all financial literacy requirements of the NYSE, as determined by the Board;
- Be able to understand key business and financial risks and related controls and control processes;
- Not have participated in the preparation of the financial statements of the Company or its subsidiaries during the prior three years; and
- Not serve simultaneously on the audit committee of more than two other public companies.

At least one member of the Committee must have accounting or related financial management expertise, as determined by the Board. At least one member of the Committee must be an “audit committee financial expert” as defined by the SEC. A person who satisfies this definition of audit committee financial expert will also be presumed to have accounting or related financial management expertise.

A chairperson of the Committee (the “**Chairperson**”) shall be designated by the Board based on recommendations by the Corporate Governance and Nominating Committee of the Board. 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 by telephone or video conference. The Committee shall meet periodically in separate executive sessions with management, the internal auditors and the Independent Auditor of the Company, and have such other direct and independent interaction with such persons from time to time as the members of the Committee deem appropriate.

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

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. The Committee shall also receive appropriate funding from the Company for payment of the Independent Auditor and any

registered public accounting firm engaged for the purpose of preparing or issuing an audit report or performing other audit, review or attest services for the Company.

Periodic 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 periodically, and recommend any changes to the Board for approval.

Duties and Responsibilities

The Committee shall be generally 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 to comply with applicable laws or listing standards or otherwise reasonable in light of the various facts and circumstances.

1. Independent Auditor

- Annually (1) select and employ the Independent Auditor, (2) set the compensation of the Independent Auditor, (3) oversee the work done by the Independent Auditor, and (4) terminate the Independent Auditor, if necessary.
- Approve the provision of all audit engagement fees and terms and pre-approve non-audit and tax services that may be provided by the Independent Auditor or other registered public accounting firms, and, if deemed necessary or advisable, establish policies and procedures for the Committee's pre-approval of permitted services by the Independent Auditor or other registered public accounting firms on an on-going basis.
- Consider whether any non-audit services proposed to be performed by the Independent Auditor, if any, are compatible with the independence of the Independent Auditor.
- At least annually, obtain and review a report by the Independent Auditor describing: the firm's internal quality-control procedures; any material issues raised by the most recent internal quality-control review, or peer review or Public Company Accounting Oversight Board ("PCAOB") review or inspection, of the firm, or by any inquiry or investigation by governmental or professional authorities, all relationships between the Independent Auditor and the Company.
- Discuss with the Independent Auditor this report and any relationships or services that may impact the objectivity and independence of the Independent Auditor.
- At least annually, evaluate and appoint the Independent Auditor.
- Select, retain, compensate, oversee and terminate, if necessary, any other registered public accounting firm engaged for the purpose of preparing or issuing an audit report or performing other audit, review or attest services for the Company.

2. Financial Statements and Disclosure Matters

- Review and discuss the annual audited financial statements and quarterly financial statements with management and the Independent Auditor, including the Company's specific disclosures under "Management's Discussion and Analysis of Financial Condition and Results of Operations" in the reports filed with the SEC.
- Review and discuss with the Independent Auditor (1) all critical accounting policies and practices to be used in the audit; (2) all alternative treatments of financial information within generally accepted accounting principles ("GAAP") that have been discussed with management; and (3) other material written communications between the auditors and management.
- Discuss with the independent auditors the matters required to be discussed by the applicable requirements of the PCAOB and the SEC.
- Receive reports from the Independent Auditor, if applicable, and management regarding the adequacy and effectiveness of the Company's internal controls over financial reporting, and discuss those controls with management and the Internal Auditor.
- Review disclosures in the Company's reports on Form 10-K and Form 10-Q about any significant deficiencies in the design or operation of internal controls, material weaknesses, and any fraud involving management or employees who have a significant role in the Company's internal controls, if applicable.
- Review with the Independent Auditor the matters relating to the conduct of the audit required under Auditing Standard No. 1301 (Communications with Audit Committee), as it may be modified or supplemented.
- Recommend to the Board whether the Company's financial statements should be included in the Company's Annual Report on Form 10-K, based on its review and discussions with management, the Independent Auditor, and the Company's internal audit function.
- Review and approve the report required by Item 407(d)(3)(i) of Regulation S-K to be included in the Company's proxy statement for the annual meeting of stockholders, or such other report of the Committee as may be required by the SEC.
- Review and discuss the Company's earnings press releases, as well as financial information and earnings guidance provided to analysts and rating agencies.

3. Periodic Reviews and Reports

- Periodically, meet separately with Company management, the director of internal audit, or analogous roles, and the Independent Auditor.

- Review with the Independent Auditor and management any audit problems or difficulties, any significant disagreements with management and management's response to these problems, difficulties or disagreements; and resolve any disagreements between the Independent Auditor and management.
- Review with management and the Independent Auditor: any major issues regarding accounting principles and financial statement presentation; any significant financial reporting issues and judgments made in connection with the preparation of the Company's financial statements; and the effect of regulatory and accounting initiatives and off-balance sheet structures on the Company's financial statements.
- Review and discuss the Company's policies regarding risk assessment and risk management, and the Company's major financial risk exposures.
- Communicate to the Board any issues with respect to the quality or integrity of the Company's financial statements, compliance with related legal or regulatory requirements, performance of the Independent Auditor of the internal audit function.

4. Internal Audit

- Review, discuss with the Independent Auditor, and approve the scope and plan of work to be done by the internal audit function of the Company, and the findings of such work.
- Periodically review the effectiveness of the internal audit function and the adequacy of resources.
- Review and advise on the appointment and, when appropriate, dismissal of the director of internal audit or comparable role at the Company.

5. Risk Assessment

- Discuss with management the Company's major financial risk exposures and the steps management has taken to monitor and control such exposures, including the Company's risk management policies.
- Establish and oversee procedures for the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters, and for the confidential anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing matters.
- Periodically review with the Company's management the status of any legal or regulatory matters that could have a significant impact on the Company's financial statements.

6. Other Matters

- Review and oversee procedures for information technology systems, especially as related to Sarbanes-Oxley controls procedures, and, in conjunction with the Risk & Sustainability Committee (if any) of the Board, cybersecurity risk to the Company.
- To the extent not delegated to a separate independent committee of the Board, oversee related party transactions governed by applicable accounting standards.
- Set hiring policies for employees or former employees of the Company's Independent Auditor.
- Report regularly to the Board.

Approved on July 31, 2024