

PATTERSON-UTI ENERGY, INC.

CHARTER OF THE SUSTAINABILITY COMMITTEE

The purpose of the Sustainability Committee of the Board is to (i) review significant policies and performance and provide guidance on matters relating to sustainability, which includes, but is not limited to, the Company's environmental risks and opportunities, social responsibility and impacts, employee, contractor and community health and safety, community investment, including stakeholder engagement with respect to the foregoing; (ii) oversee and monitor the Company's vision and values relating to sustainability; (iii) advise the Board and management on significant public issues related to sustainability matters that are pertinent to the Company and its stakeholders; (iv) assist management in setting strategy, establishing goals and integrating sustainability into strategic and tactical business activities across the Company to create long-term stockholder value; and (v) review and recommend to the Board for approval any sustainability reporting to the public or governmental agencies. This Charter sets out the structure and responsibilities of the Sustainability Committee.

I. Structure and Qualifications

The Sustainability Committee shall consist of at least three directors all of whom shall be independent. The members of the Committee shall be appointed by the Board and may be removed by the Board at any time. One member shall be appointed as Chair of the Committee by the Board.

To be considered independent the director must meet the requirements of the definition of "Independent Director" under Rule 5605(a)(2) of the Nasdaq Stock Market Rules.

The Sustainability Committee may delegate any of its powers and responsibilities to a subcommittee of the Committee. The Committee has the authority to retain independent outside professional advisors or resources as it deems advisable or necessary, including the sole authority to retain and terminate any such advisors or experts, to carry out its duties. The Committee shall have sole authority to approve all reasonable related fees and retention terms.

II. Meetings

The Sustainability Committee shall meet as often as may be deemed necessary or appropriate, in its judgment.

III. Responsibilities

1. Provide oversight of sustainability issues, including climate-related risks and opportunities. Review presentations and reports from, and communicate with, the Company's management regarding sustainability matters. Communicate with the Board and make recommendations regarding sustainability matters.
2. The Committee shall (a) review the Company's strategy, policies and practices for consistency with its oversight of sustainability matters and (b) make such recommendations to the Board and management with respect thereto as it may deem advisable.

3. The Committee shall oversee management's monitoring and enforcement of the Company's policies to protect the health and safety of employees, customers, the public and the environment and oversee and monitor the quality of the Company's procedures for identifying, assessing, monitoring and managing key environmental, safety and social risks and related regulatory developments in the Company's business.
4. The Committee shall review and advise the Board on (a) the Company's sustainability goals and commitments, (b) the Company's achievement of its sustainability goals and commitments, (c) the Company's position in relevant independent ranking systems and (d) any reporting of such targets and the Company's progress and position in rankings.
5. The Committee shall discuss with the Board or Audit Committee issues of risk associated with environmental and social matters affecting the Company and its business.
6. The Committee shall advise the Board on significant regulatory developments and stakeholder concerns relating to sustainability.
7. The Committee shall review periodically with management the status and level of the Company's contingency planning and emergency response activities and preparedness.
8. The Committee shall oversee the Company's human capital management policies and practices, including (a) the Company's policies and practices promoting diversity, inclusion and respect within the Company and (b) the Company's human and workplace rights and policies.
9. Review and discuss with management the Company's periodic sustainability report prior to its issuance, including disclosures contained in the report and recommend to the Board that the periodic sustainability report be published.
10. Discuss with management significant reporting issues and judgments made in connection with the preparation of the Company's periodic sustainability report including the judgments of management as to the quality and appropriateness of the information included in the disclosures.
11. Consult on with the Audit Committee and discuss with management, and as applicable, the independent auditor, sustainability-related disclosures in the Company's financial statements and reporting on these matters in the Company's filings with the Securities and Exchange Commission.
12. Report to the Board at Board meetings immediately following each meeting of the Committee.
13. Review this Charter at least annually and recommend any proposed changes to the Board for approval.