

## **1 BACKGROUND**

Patterson-UTI Energy, Inc. and all of its subsidiaries (collectively, “Patterson-UTI” or the “Company”) are committed to complying with all applicable antibribery and anticorruption laws and rules, including, but not limited to, the local laws of the countries in which the Company operates, the U.S Foreign Corrupt Practices Act of 1977, as amended (the “FCPA”), the U.S. Travel Act (the “Travel Act”), the U.K. Bribery Act 2010 (the “Bribery Act”), and any laws enacted pursuant to the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (the “OECD Convention”). The purpose of this Global Anticorruption Policy (this “Policy”) is to ensure that Patterson-UTI, its directors, officers, and employees conduct business in an honest and ethical manner, and in compliance with all applicable antibribery and anticorruption laws and rules. Ensuring compliance with these laws depends on each employee doing his or her part and avoiding any situation that might compromise the employee or Patterson-UTI.

Patterson-UTI is committed to the highest standards of ethical conduct. Complying with anticorruption laws and maintaining the Company’s reputation matter to the Board of Directors as a matter of principle as much as a business necessity, and the Company will provide the necessary resources and training to employees to enable them to comply professionally with this Policy. The Board has adopted this Policy pursuant to Patterson-UTI’s corporate governance practices, and the Board considers compliance with this Policy to be of utmost importance. The Board considers having a reputation in the marketplace for the highest ethical, moral, and legal standards vital to the Company’s business success.

## **2 SCOPE**

This Policy applies to all Patterson-UTI directors, officers and employees of the Company and anyone who is working on behalf of the Company, including agents, representatives, joint venture partners, consultants, temporary agency personnel, and contract-basis personnel, wherever they may be located.

## **3 POLICY**

**Compliance with Anticorruption and Antibribery Laws.** It is the Company’s policy to comply with all applicable anticorruption and antibribery laws and rules, including, but not limited to, the FCPA, the Travel Act, the Bribery Act and any laws enacted pursuant to the OECD Convention. Violation of this Policy may subject Company personnel to disciplinary action, up to and including termination.

**Prohibited Conduct.** Neither the Company nor any Company personnel shall directly or indirectly make, offer, promise, or authorize any bribe, kickback, gift, payment, or other incentive or thing of value to induce a government official, customer (current or prospective), supplier, or third party representative to misuse their position to aid the Company in obtaining business, retaining business, or securing an unfair advantage.

A government official can include any (1) officer, employee or person acting in an official capacity on behalf of a government or political party; (2) a candidate for government political office; (3) an officer or employee of a government state-owned company; (4) uncompensated honorary officials who have actual influence in the award of business; (5) members of royal families; (6) any entity hired to review or accept bids for a government agency; and (7) spouses and other immediate family members of any of the persons listed above.

Company personnel are also prohibited from requesting, agreeing to accept, or accepting gifts, payments or other incentives from any third party in exchange for or as a reward for improper performance of their job responsibilities.

#### **4 RESPONSIBILITY**

- 4.1 Compliance with law is the responsibility of every employee or representative of the Company.
- 4.2 This Policy applies equally to anyone acting on behalf of the Company, even if they are not employed by Patterson-UTI.
- 4.3 Employees and representatives are encouraged to ask questions and seek further guidance on any matter that involves anticorruption compliance.

#### **5 PROCEDURE**

The Company's Chief Compliance Officer shall promulgate additional policies and procedures to implement the Policy set forth herein and in order to prevent corrupt activity; to mandate a high level of attention to compliance; and to avoid whenever possible placing the Company and its employees in situations where there may be a perception of corrupt activity.

Approved by: Board of Directors

Version: 1.0

Effective: 02/04/2015