



ACQUISITION OF VARIPERM ENERGY SERVICES

Forward Looking Statements and Non-GAAP Reconciliation

The statements made during this presentation, including the answers to your questions, may include information that Forum Energy Technologies, Inc. (the “Company” or “FET”) believes to be forward-looking statements within the meaning of the Private Securities Litigation Reform Act. Forward-looking statements involve risk and uncertainties that may cause actual results or events to differ materially from those expressed or implied in such statements. Those risks include, among other things, matters that the Company has described in its press release announcing the acquisition of Variper Energy Services (“Variper”) and in the Company’s filings with the Securities and Exchange Commission (“SEC”), including its most recent annual report on Form 10-K and subsequently filed quarterly reports on Form 10-Q. The Company does not undertake any ongoing obligation, other than that imposed by law, to publicly update or revise any forward-looking statements to reflect future events, information, or circumstances that arise after this presentation. In addition, this presentation contains time sensitive information that reflects management's best judgment only as of the date of this presentation.

All references to EBITDA in this presentation refer to adjusted EBITDA.

Please see “Appendix” for a reconciliation of all non-GAAP financial measures referenced in this presentation to the most directly comparable GAAP measure.

This presentation includes preliminary combined financial information for FET and Variper, which is equal to the sum of FET and Variper for the trailing twelve months as of September 30, 2023. The combined company metrics included in this presentation do not include potential revenue and cost synergies, acquisition-related interest and taxes, and are not intended to represent FET on a pro forma basis giving effect to the acquisition under SEC rules or the results FET actually would have achieved if FET had acquired Variper on October 1, 2022. Combined operating cash flow and free cash flow included in this presentation are net of estimated acquisition-related interest, net of taxes.

Financial information with respect to Variper was prepared in accordance with Canadian GAAP and assumes a historical exchange ratio of 1 CAD to 0.73 USD. Actual historical results of Variper and pro forma information with respect to the acquisition could vary materially from the preliminary information provided in this presentation.

FET to Acquire Variper Energy Services

Transaction Overview

FET to acquire Variper Energy Services for \$150 million cash and 2 million shares of FET common stock, subject to customary purchase price adjustments

Strategic Rationale

Accretive to financial metrics

Maintains strong balance sheet

Adds differentiated technology in niche markets

Increases production driven and international demand

Variper Highlights

1

Unique combination of established scale and technology-driven customer service built over 54 years

2

Comprehensive sand and flow control product offerings with leading-edge technologies, engineering, and design

3

Visible growth from increased customer adoption with upside from international and offshore markets

4

Provider to blue chip customer base committed to multi-decade development in a globally important basin

5

Expands FET's total addressable market with product cross-selling and utilization of FET's global distribution network

Variperperm at a Glance

All financial information is trailing twelve months as of September 30, 2023 and denoted in U.S. dollars

\$129 million
Revenue

\$53 million
Adjusted EBITDA

\$43 million
Free Cash Flow

81%
EBITDA to Free Cash Flow Conversion

Founded in 1969, Variperperm is a leading manufacturer and provider of sand and flow control products for Canadian oil production

8
Service & Manufacturing Facilities

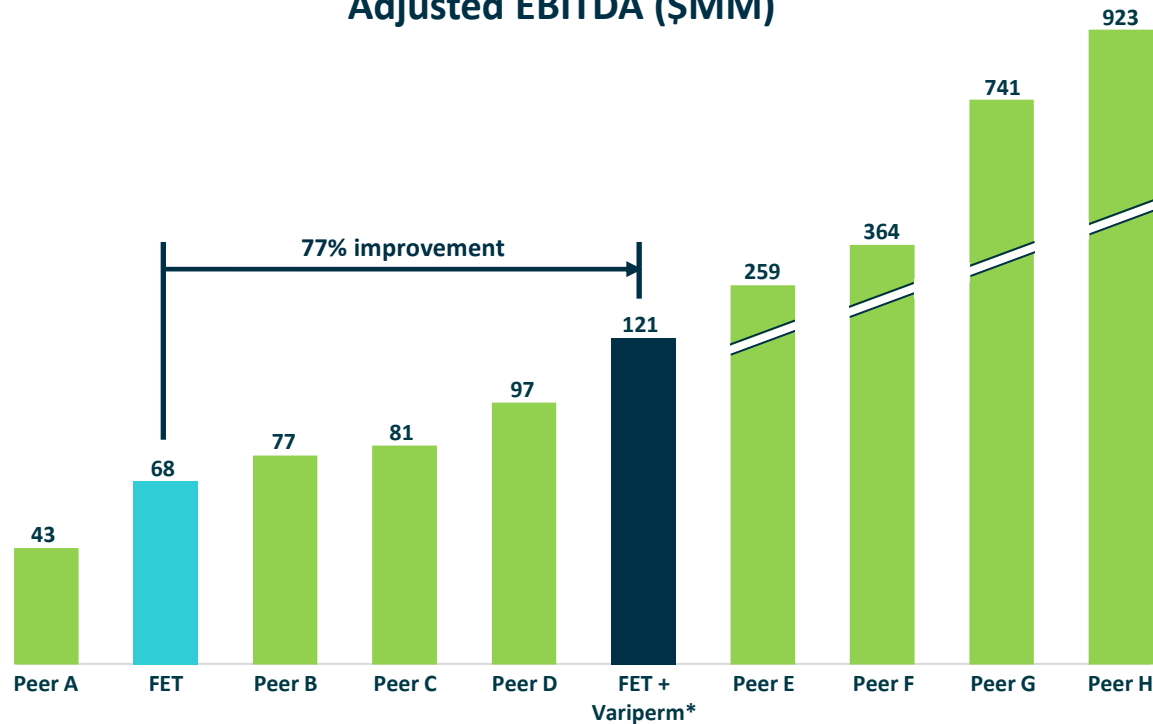
292
Employees

16
Patents

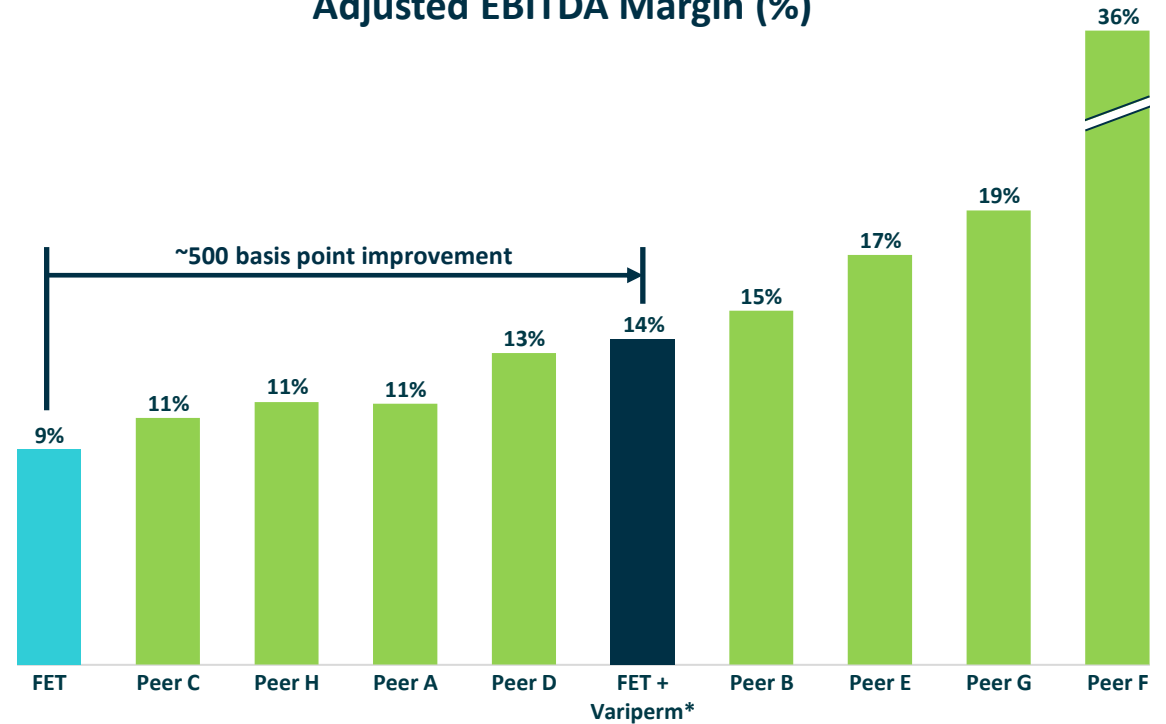
>25,000
Installations

Meaningful Impact to Scale and Profitability

Adjusted EBITDA (\$MM)



Adjusted EBITDA Margin (%)



✔ Transforms profitability and margin

✔ Provides meaningful scale and improves investment profile

* Data represents trailing twelve months as of September 30, 2023. Peer estimates reflect actuals for 4Q22, 1Q23, and 2Q23 and consensus estimates for 3Q23 as of October 11, 2023. Please see “Forward Looking Statements and Non-GAAP Reconciliation.”

** Peers include Cactus, ChampionX, Core Laboratories, DMC Global, Dril-Quip, Expro Group, National Oilwell Varco, and Oil States International

Highly Accretive Acquisition

Trailing Twelve Months as of 9/30/23 \$ in millions	FET	FET + Variperms*	Change
Revenue	\$744	\$873	17%
Adj. EBITDA	\$68	\$121	77%
Adj. EBITDA Margin	9%	14%	470 bps
Operating Cash Flow	\$12	\$47	292%
Free Cash Flow	\$38	\$70	84%

✓ Meaningful increase in per share metrics

* FET + Variperms figures represent the sum of FET plus Variperms for the trailing twelve months as of September 30, 2023. Indicated changes reflect the difference between FET on a standalone basis and the sum of FET and Variperms on a combined basis. Please see "Forward Looking Statements and Non-GAAP Reconciliation."

Transaction and Financing Overview

Acquisition for ~\$195 million at 3.7x TTM as of 3Q23 EBITDA

Consideration

*Common Stock: 2 million shares
Cash: \$150 million*

- ✓ Sources of cash include ABL, seller term loan and cash on hand
- ✓ Required capital sources secured
- ✓ Sellers have a 180-day lockup on common stock

ABL Amendment

*Increased facility size to \$250 million
\$23 million borrowing base increase
Maturity extension to September 2028*

- ✓ Maintains conservative net leverage ratio ~1.9x*
- ✓ Ample liquidity post-closing ~\$142 million**

Seller Term Loan

*\$60 million, 3-year term
Seeking alternative financing*

- ✓ Targeting year-end 2024 net leverage ratio between 1.0x and 1.3x

Note: Transaction value is as of the closing stock FET stock price of \$21.74 on November 1, 2023

* Net leverage ratio reported is equal to net debt / sum of adjusted EBITDA for FET + Variperim for trailing twelve months as of September 30, 2023, where net debt is 3Q23 net debt of \$97 million and \$26 million of FET 4Q23E cash flow based on midpoint of guided range of \$45-55 million free cash flow for the back half of 2023 for FET minus cash consideration and transaction fees for the acquisition of approximately \$159 million

**Liquidity is 3Q23 liquidity for FET at \$192 million plus proceeds of \$60 million from seller term loan plus borrowing base increase of \$23 million associated with Variperim minus cash consideration and transaction fees for the acquisition of approximately \$159 million, plus estimated free cash flow for the fourth quarter 2023 (see above note *)

Extensive Acquisition and Integration Experience

CANNON SERVICES, LTD



2011



Quality runs deep!

2013

B+V Oil Tools

2013



2011

**Key Acquisitions In
the Last 12 Years
Drive EBITDA Today**



2017



2017



2018



2021

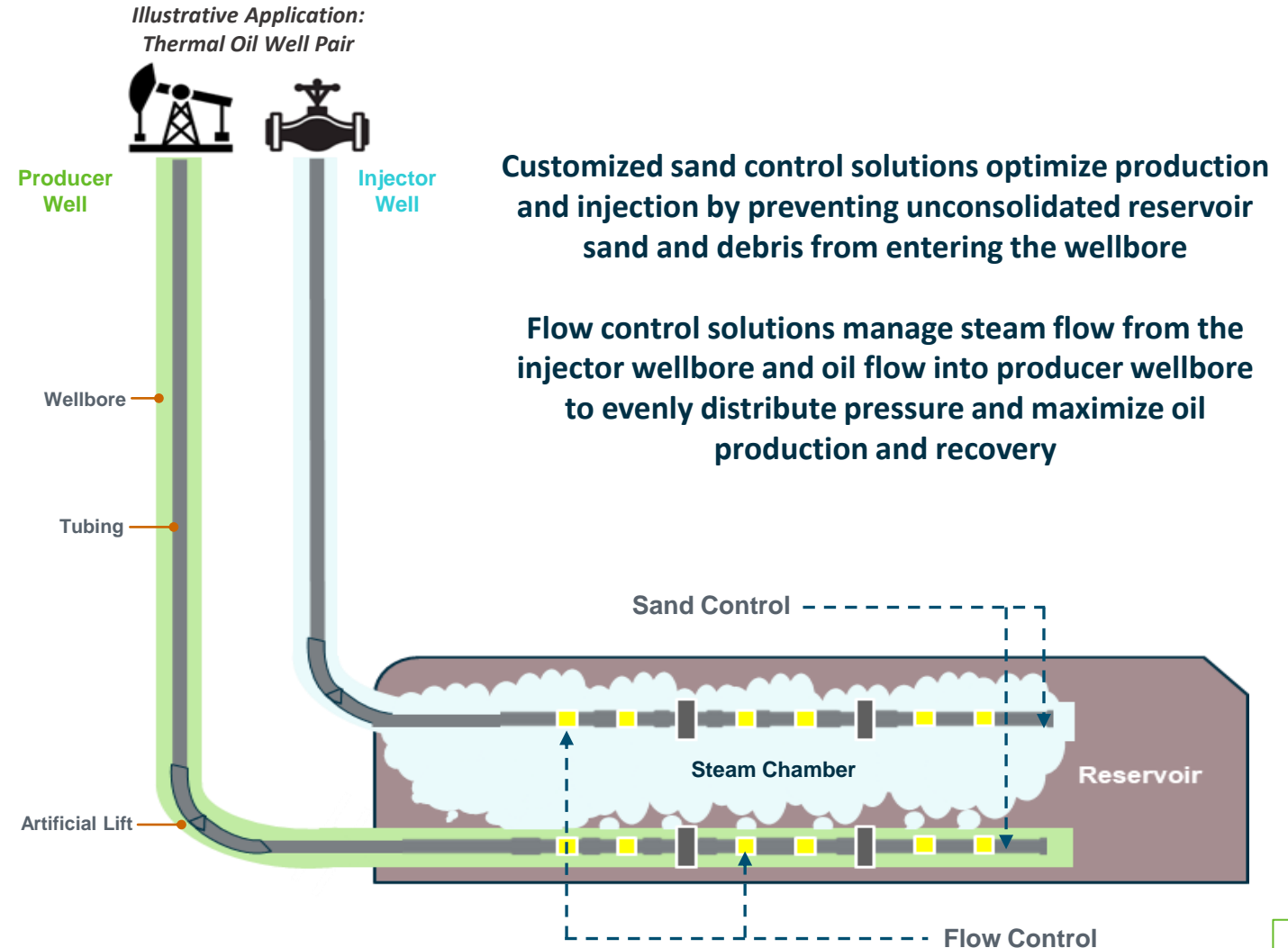
Variperm Enhances FET's Financial Profile

- ✓ **Increases profitability and margins**
- ✓ **Capital-light business model yields strong free cash flow**
- ✓ **Acquisition financing maintains conservative net leverage ratio**
- ✓ **Cash and stock acquisition with highly accretive multiple**
- ✓ **Meaningful scale improves FET's investibility**

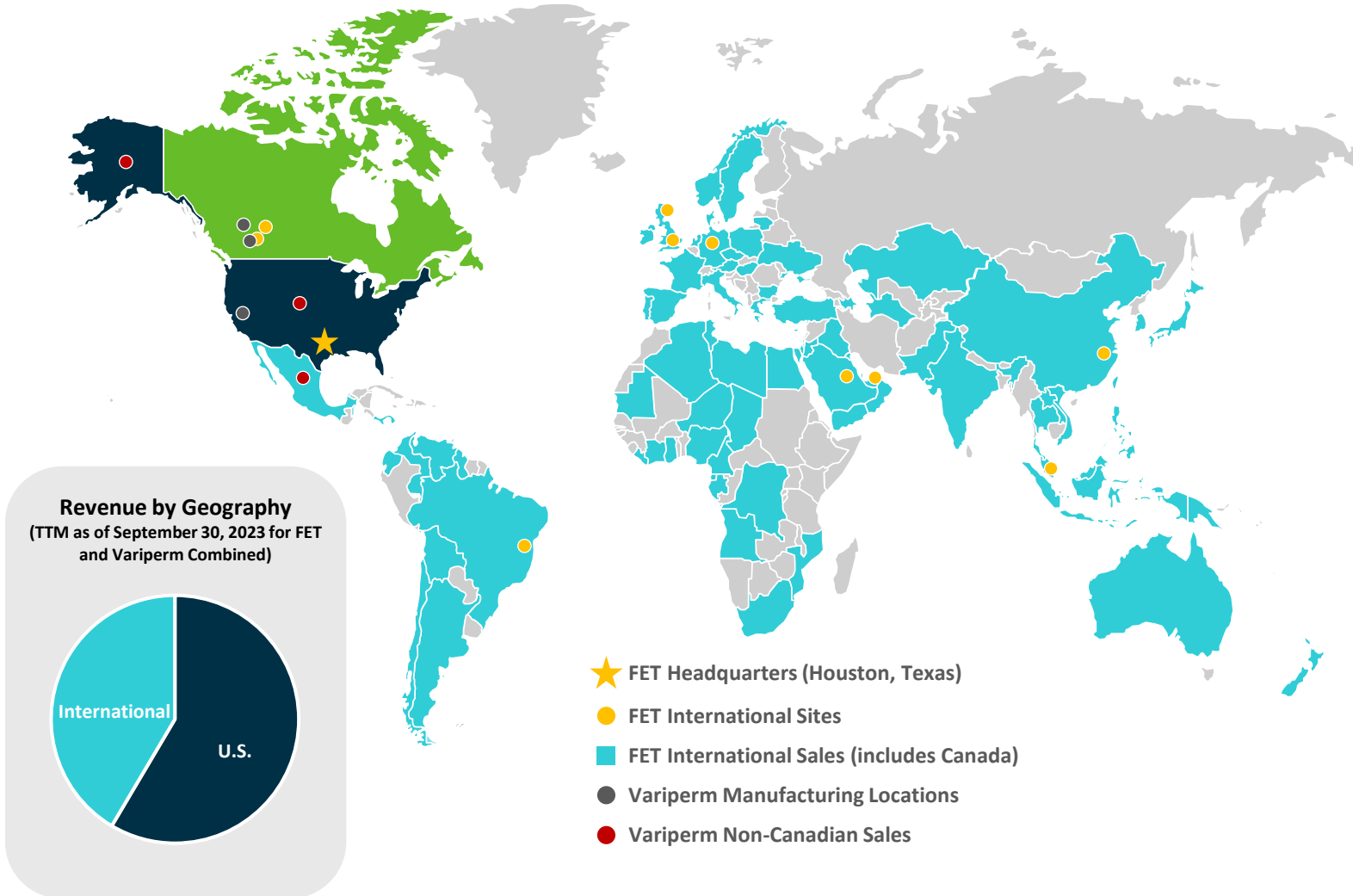


Variperm Premium Downhole Production Solutions

- ✓ Differentiated product offering in niche markets
- ✓ Partners closely with customers on customized product design for unique reservoir conditions
- ✓ Engineered products are designed and manufactured in-house
- ✓ Protected with product patents (16) and proprietary manufacturing technologies
- ✓ Activity-driven demand with products and solutions sold directly to operators



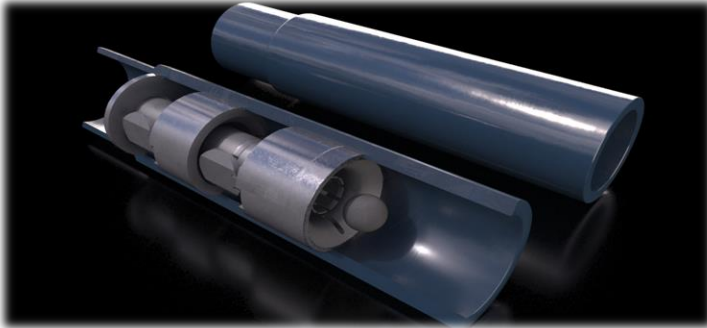
FET's Global Footprint Enables Expansion



- ✓ Significant growth runway in Canada with increased customer adoption
- ✓ Variperem pursues non-Canadian markets with opportunistic and targeted approach
- ✓ Outside of Canada, Variperem services the United States and Mexico
- ✓ Ability to utilize FET's global sales and distribution network
- ✓ Expands FET's footprint and customer base in Canada

Expands FET's Total Addressable Market

Davis-Lynch™ Casing Hardware



MultiLift Artificial Lift Solutions

- ✓ Enhances FET's existing artificial lift product and solutions portfolio
- ✓ Revenue synergies from sales pull-through

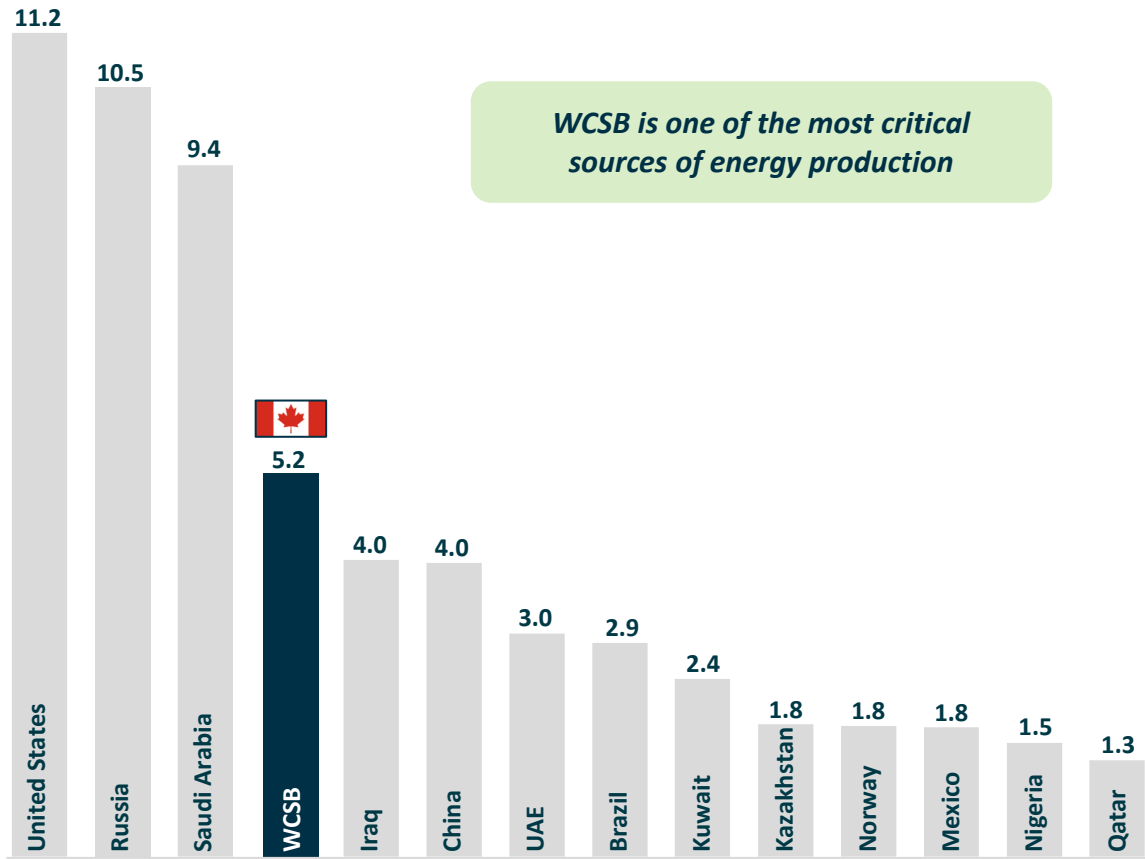
OptiCon™ Flow Control Solutions



proSERIES™ Sand Control Solutions

Canadian Oil Critical to Global Energy Security

Oil Production by Country (MMbbl/day)*

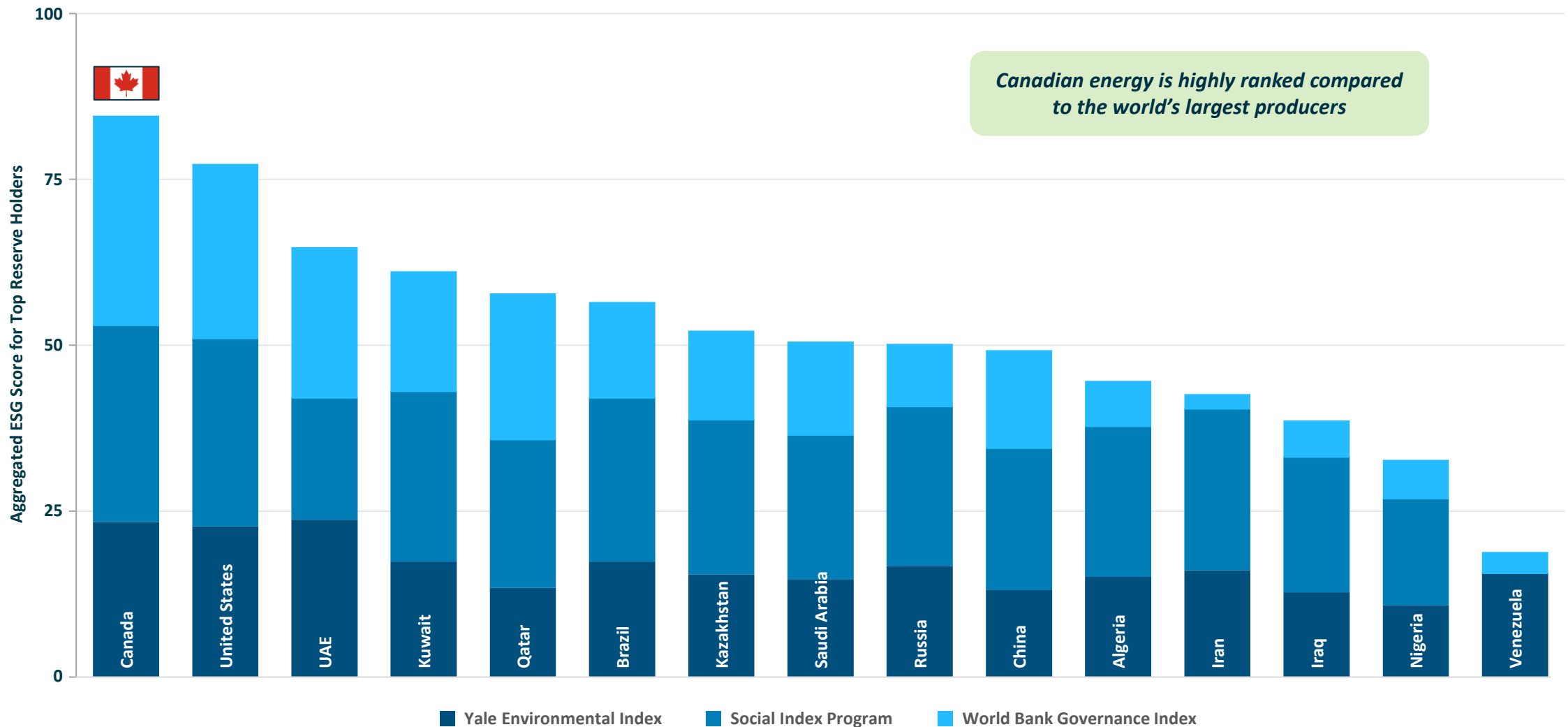


US\$WTI Breakeven by Producer Type



Source: Sell-side research; Canada Energy Regulator; bp Statistical Review of World Energy 2022 – 71st Edition
 * Production as of 2021; Western Canadian Sedimentary Basin (WCSB) production current

Canadian Energy an ESG Leader



Appendix

GAAP to Non-GAAP Reconciliation

Adjusted EBITDA

(\$ in millions)	FET	Variperem	Combined
	TTM 9/30/23	TTM 9/30/23	TTM 9/30/23**
EBITDA reconciliation*			
Net Income attributable to common stockholders	\$ (15)	\$ 36	\$ 21
Interest expense	22	-	22
Depreciation and amortization	35	3	38
Income tax expense (benefit)	8	13	20
Transaction and restructuring expenses & other	6	1	7
Inventory and other working capital adjustments	-	-	-
Loss / (gain) on FX, net	15	-	15
Stock-based compensation expense	5	-	5
Gain on sale-leaseback transactions	(7)	-	(7)
Adj. EBITDA	\$ 68	\$ 53	\$ 121

* Reflects The Company believes that the presentation of EBITDA is useful to the Company's investors because EBITDA is an appropriate measure for evaluating the Company's operating performance and liquidity that reflects the resources available for strategic opportunities including, among others, investing in the business, strengthening the balance sheet, repurchasing the Company's securities and making strategic acquisitions. In addition, EBITDA is a widely used benchmark in the investment community.

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Note: Table may not foot due to rounding

GAAP to Non-GAAP Reconciliation (continued)

Free Cash Flow

<i>(\$ in millions)</i>	FET TTM 9/30/23	Variper TTM 9/30/23	Transaction Adjustments*	Combined TTM 9/30/23**
Free cash flow reconciliation***				
Net cash provided by (used in) operations	\$ 12	\$ 45	\$ (10)	\$ 47
Capital expenditures	(8)	(2)	-	(10)
Proceeds from sale of property and equipment	2	-	-	2
Proceeds from sale-leaseback transactions	32	-	-	32
Free cash flow	\$ 38	\$ 43	\$ (10)	\$ 70

* Transaction adjustments include incremental interest.

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*** The company believes free cash flow, before acquisitions, is an important measure because it encompasses both profitability and capital management in evaluation results.

Note: Table may not foot due to rounding.

Transaction Sources and Uses and Capitalization

Sources

(\$ in millions)

FET Equity*	\$	43
Seller term loan		60
Revolving credit facility		90
Cash from balance sheet		9
Total Sources	\$	202

Uses

(\$ in millions)

Equity consideration	\$	43
Cash consideration		150
Estimated fees and expenses		9
Total Uses	\$	202

Combined Capitalization Table

(\$ in millions)	9/30/23	Transaction Adjustments	4Q23 Free Cash Flow	Combined
Revolving credit facility	\$ -	\$ 90		\$ 90
9.00% Notes due August 2025	134	-		134
Seller term loan	-	60		60
Other debt	-	-		-
Total debt	\$ 134	\$ 150		\$ 284
(-) Cash and cash equivalents	(37)	9	(26)	(54)
Net debt	\$ 97	\$ 159		\$ 230
Net debt / Adjusted EBITDA	1.4x	3.0x		1.9x

Combined Liquidity

(\$ in millions)	Combined
Cash and cash equivalents	\$ 54
Revolving credit facility borrowing base	197
Revolving credit facility borrowings	(90)
Letters of credit	(19)
Total liquidity	\$ 142

* Reflects 2 million share issuance as part of the transaction's equity consideration based on the closing share price of \$21.74 on November 1, 2023.