



WEATHERFORD INTERNATIONAL PLC
BOARD OF DIRECTORS
COMPENSATION COMMITTEE CHARTER

Purpose

The Compensation Committee (the “Committee”) is appointed by the Board of Directors (the “Board”) of Weatherford International plc (the “Company”) to carry out the responsibilities of the Board with respect to compensation and benefits policies, practices and programs related to the Company’s Chief Executive Officer (“CEO”), executive officers and such other employees as the Committee may determine. Except as otherwise required by the rules and regulations of the Securities and Exchange Commission (“SEC”) and the New York Stock Exchange (“NYSE”) and any other applicable laws, regulations or listing standards, all material decisions are reported to the Board as a whole.

Committee Membership

The Committee shall consist of no fewer than three members, including one member designated by the Board as chairperson of the Committee. Each member of the Committee shall meet the independence requirements of the NYSE. In addition, all Committee members must qualify as “non-employee directors” within the meaning of SEC Rule 16b-3, and as “outside directors” within the meaning of Section 162(m) of the Internal Revenue Code of 1986. The members of the Committee shall be appointed annually by the Board on the recommendation of the Corporate Governance & Nominating Committee. Any vacancy on the Committee shall be filled by, and any member of the Committee may be removed and replaced by, an affirmative vote of a majority of the Board in its sole discretion.

Committee Meetings; Quorum

The Committee will meet at least four times each year, with such additional meetings as circumstances require. A majority of the Committee’s members shall constitute a quorum. All matters will be decided by the affirmative vote of a majority of the members present in person or via teleconference at a meeting duly called and held. The Committee may take action by the unanimous written consent of the members in lieu of a meeting.

Committee Responsibilities

The Committee shall have the following responsibilities:

1. Monitor and review the Company’s overall compensation and benefits program design related to executive officers and other key employees to ensure the program discourages excessive risk taking and assess its continued competitiveness and consistency with the

established Company compensation philosophy, corporate strategy and objectives, linkage of pay to performance, and alignment with shareholder interests.

2. Review and approve annually corporate goals and objectives relating to compensation of the Company's CEO. Solicit input from all non-executive directors and annually evaluate the CEO's performance in light of (a) the CEO's goals and objectives, (b) the CEO's compensation in prior years and (c) the Company's objective to be competitive with its peers. Recommend to the non-executive members of the Board for approval the CEO's total compensation based on this evaluation. After each annual review, the Chair of the Committee and Chairman of the Board shall provide development feedback to the CEO.
3. Annually review with the CEO and approve for executive officers, and other employees as the Committee determines, annual (a) base salary, (b) performance goals, (c) cash incentive opportunity, (c) long term incentive opportunity and (d) any supplemental benefits and perquisites.
4. Select appropriate peer groups for purposes of assessing the Company's executive compensation.
5. Periodically review the Company's share ownership guidelines for executive officers and other key employees and monitor compliance with the guidelines.
6. Review incentive compensation and equity-based plans and policies, and advise management and the Board on the design and structure of such compensation and benefits plans and policies; approve changes thereto or recommend changes to the Board as the Committee determines appropriate.
7. Administer the Company's equity-based plans for directors, executive officers and employees; such administration shall include, but not be limited to, selecting eligible participants, making grants and awards (including grants recommended to be awarded to directors by the Corporate, Governance and Nominating Committee), setting performance targets, approving annual share allocations, interpreting terms and provisions of the plan and adopting the rules necessary to implement the plans in accordance with applicable law.
8. Review and approve the Company's Compensation Discussion and Analysis and produce the Committee Report, as required by the rules and regulations of the SEC to be included in the Company's proxy statement or annual report on Form 10-K.
9. Review and approve or recommend to the Board, as appropriate, the material terms of any employment or severance contracts or arrangements with executive officers and other key employees.
10. Review and approve the frequency with which the Company should submit to the shareholders an advisory vote of the shareholder on executive compensation ("say on pay

vote”), taking into consideration the results of the most recent shareholder vote on such frequency. The Committee shall review the results of the most recent say on pay vote when considering compensation actions or any adjustments to the Company’s executive compensation policies and practices.

11. Assist the Board with oversight of the Company’s risk-management processes in relation to compensation and benefits policies, practices and programs.
12. Review and reassess the adequacy of this Charter annually, revise the Charter as the Committee deems appropriate or necessary and submit any revisions to the Board for approval.
13. Report its actions and decisions to the Board after each meeting of the Committee.
14. Evaluate and review with the Board the annual performance of the Committee.

Committee Authority

The Committee is authorized as follows:

1. In its sole discretion, to retain and terminate or obtain the advice of any compensation consultants, independent legal counsel or other advisors as it deems appropriate, including approval of the fees and other retention terms of any such advisor, and the Company shall provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any such advisors. Prior to selecting any compensation consultant, independent legal counsel or other advisor, the Committee must assess the independence of such advisor as required by the rules and regulations of the New York Stock Exchange.

The Committee may also rely upon personnel of the Company for advice and studies.

2. Form and delegate authority to subcommittees as the Committee deems appropriate.

Last reviewed and approved: November 29, 2017