**UNITED STATES**
**SECURITIES AND EXCHANGE COMMISSION**
**WASHINGTON, D.C. 20549**

# FORM 10-Q

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the quarterly period ended June 30, 2025**

**OR**

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**Commission File Number 001-36794**




# The Chemours Company

(Exact Name of Registrant as Specified in Its Charter)

| **Delaware** | **46-4845564** |
|---|---|
| (State or other Jurisdiction of Incorporation or Organization) | (I.R.S. Employer Identification No.) |

**1007 Market Street, Wilmington, Delaware 19801**
(Address of Principal Executive Offices)

**(302) 773-1000**
(Registrant's Telephone Number)

Securities registered pursuant to Section 12(b) of the Act:

| **Title of Each Class** | **Trading Symbol(s)** | **Name of Exchange on Which Registered** |
|---|---|---|
| Common Stock ($0.01 par value) | CC | New York Stock Exchange |

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

| | |
|---|---|
| Large Accelerated Filer ☒ | Accelerated Filer ☐ |
| Non-Accelerated Filer ☐ | Smaller reporting company ☐ |
| | Emerging growth company ☐ |

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

The registrant had 149,698,300 shares of common stock, $0.01 par value, outstanding at July 30, 2025.

## TABLE OF CONTENTS


| | | Page |
|---|---|---|
| Part I | **Financial Information** | |
| Item 1. | Interim Consolidated Financial Statements | 2 |
| | Interim Consolidated Statements of Operations (Unaudited) | 2 |
| | Interim Consolidated Statements of Comprehensive Income (Unaudited) | 3 |
| | Interim Consolidated Balance Sheets (Unaudited) | 4 |
| | Interim Consolidated Statements of Stockholders' Equity (Unaudited) | 5 |
| | Interim Consolidated Statements of Cash Flows (Unaudited) | 6 |
| | Notes to the Interim Consolidated Financial Statements (Unaudited) | 7 |
| Item 2. | Management's Discussion and Analysis of Financial Condition and Results of Operations | 66 |
| Item 3. | Quantitative and Qualitative Disclosures About Market Risk | 91 |
| Item 4. | Controls and Procedures | 92 |
| Part II | **Other Information** | |
| Item 1. | Legal Proceedings | 93 |
| Item 1A. | Risk Factors | 93 |
| Item 2. | Unregistered Sales of Equity Securities and Use of Proceeds | 96 |
| Item 3. | Defaults Upon Senior Securities | 96 |
| Item 4. | Mine Safety Disclosures | 96 |
| Item 5. | Other Information | 96 |
| Item 6. | Exhibits | 97 |
| **Signature** | | 98 |

## Item 1. INTERIM CONSOLIDATED FINANCIAL STATEMENTS

**The Chemours Company**
**Interim Consolidated Statements of Operations (Unaudited)**
*(Dollars in millions, except per share amounts)*

| | Three Months Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| Net sales | $ 1,615 | $ 1,554 | $ 2,983 | $ 2,915 |
| Cost of goods sold | 1,337 | 1,246 | 2,469 | 2,323 |
| Gross profit | 278 | 308 | 514 | 592 |
| Selling, general, and administrative expense | 437 | 154 | 560 | 292 |
| Research and development expense | 28 | 26 | 55 | 53 |
| Restructuring, asset-related, and other charges | 18 | 3 | 51 | 7 |
| Total other operating expenses | 483 | 183 | 666 | 352 |
| Equity in earnings of affiliates | 9 | 11 | 17 | 23 |
| Interest expense, net | (67) | (66) | (133) | (128) |
| Other income (expense), net | 2 | (1) | 6 | 3 |
| **(Loss) income before income taxes** | (261) | 69 | (262) | 138 |
| **Provision for income taxes** | 119 | 9 | 122 | 25 |
| **Net (loss) income** | (380) | 60 | (384) | 113 |
| Less: Net income attributable to non-controlling interests | 1 | — | 1 | — |
| **Net (loss) income attributable to Chemours** | $ (381) | $ 60 | $ (385) | $ 113 |
| **Per share data** | | | | |
| Basic (loss) earnings per share of common stock | $ (2.54) | $ 0.40 | $ (2.56) | $ 0.76 |
| Diluted (loss) earnings per share of common stock | (2.54) | 0.39 | (2.56) | 0.75 |

***See accompanying notes to the interim consolidated financial statements.***

**The Chemours Company**
**Interim Consolidated Statements of Comprehensive Income (Unaudited)**
*(Dollars in millions)*

| | Three Months Ended June 30, | | | | | |
|---|---|---|---|---|---|---|
| | 2025 | | | 2024 | | |
| | Pre-tax | Tax | After-tax | Pre-tax | Tax | After-tax |
| **Net (loss) income** | | | $ (380) | | | $ 60 |
| Other comprehensive income (loss): | | | | | | |
| Hedging activities: | | | | | | |
| Unrealized (loss) gain on net investment hedge | $ (101) | $ 24 | (77) | $ 13 | $ (3) | 10 |
| Unrealized (loss) gain on cash flow hedge | (14) | 2 | (12) | 4 | (1) | 3 |
| Reclassifications to net income - cash flow hedge | (2) | — | (2) | (1) | — | (1) |
| Hedging activities, net | (117) | 26 | (91) | 16 | (4) | 12 |
| Cumulative translation adjustment | 141 | — | 141 | (86) | — | (86) |
| Defined benefit plans: | | | | | | |
| Additions to accumulated other comprehensive income (loss): | | | | | | |
| Effect of foreign exchange rates | (6) | — | (6) | 1 | — | 1 |
| Reclassifications to net income: | | | | | | |
| Amortization of actuarial loss | 1 | — | 1 | 2 | — | 2 |
| Amortization of prior service gain | — | — | — | (1) | — | (1) |
| Settlement gain | — | — | — | (1) | — | (1) |
| Defined benefit plans, net | $ (5) | $ — | (5) | $ 1 | $ — | 1 |
| **Other comprehensive income (loss)** | | | 45 | | | (73) |
| **Comprehensive loss** | | | (335) | | | (13) |
| Less: Comprehensive income attributable to non-controlling interests | | | 1 | | | — |
| **Comprehensive loss attributable to Chemours** | | | $ (336) | | | $ (13) |

| | Six Months Ended June 30, | | | | | |
|---|---|---|---|---|---|---|
| | 2025 | | | 2024 | | |
| | Pre-tax | Tax | After-tax | Pre-tax | Tax | After-tax |
| **Net (loss) income** | | | $ (384) | | | $ 113 |
| Other comprehensive income (loss): | | | | | | |
| Hedging activities: | | | | | | |
| Unrealized (loss) gain on net investment hedge | $ (132) | $ 32 | (100) | $ 27 | $ (7) | 20 |
| Unrealized (loss) gain on cash flow hedge | (19) | 3 | (16) | 12 | (2) | 10 |
| Reclassifications to net income - cash flow hedge | (4) | — | (4) | (2) | — | (2) |
| Hedging activities, net | (155) | 35 | (120) | 37 | (9) | 28 |
| Cumulative translation adjustment | 201 | — | 201 | (107) | — | (107) |
| Defined benefit plans: | | | | | | |
| Additions to accumulated other comprehensive income (loss): | | | | | | |
| Net gain | — | — | — | 3 | 1 | 4 |
| Effect of foreign exchange rates | (8) | — | (8) | 2 | — | 2 |
| Reclassifications to net income: | | | | | | |
| Amortization of actuarial loss | 2 | — | 2 | 4 | (1) | 3 |
| Amortization of prior service gain | (1) | — | (1) | (1) | — | (1) |
| Settlement gain | — | — | — | (2) | — | (2) |
| Defined benefit plans, net | $ (7) | $ — | (7) | $ 6 | $ — | 6 |
| **Other comprehensive income (loss)** | | | 74 | | | (73) |
| **Comprehensive income (loss)** | | | (310) | | | 40 |
| Less: Comprehensive income attributable to non-controlling interests | | | 1 | | | — |
| **Comprehensive income (loss) attributable to Chemours** | | | $ (311) | | | $ 40 |

***See accompanying notes to the interim consolidated financial statements.***

**The Chemours Company**
**Interim Consolidated Balance Sheets (Unaudited)**
*(Dollars in millions, except per share amounts)*

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| **Assets** | | |
| Current assets: | | |
| Cash and cash equivalents | $ 502 | $ 713 |
| Accounts and notes receivable, net | 959 | 770 |
| Inventories | 1,558 | 1,463 |
| Prepaid expenses and other | 58 | 71 |
| Assets held for sale | 23 | — |
| Total current assets | 3,100 | 3,017 |
| Property, plant, and equipment | 9,781 | 9,572 |
| Less: Accumulated depreciation | (6,660) | (6,389) |
| Property, plant, and equipment, net | 3,121 | 3,183 |
| Operating lease right-of-use assets | 281 | 258 |
| Goodwill | 46 | 46 |
| Other intangible assets, net | 2 | 3 |
| Investments in affiliates | 177 | 152 |
| Restricted cash and restricted cash equivalents | 51 | 50 |
| Other assets | 710 | 804 |
| **Total assets** | $ 7,488 | $ 7,513 |
| **Liabilities** | | |
| Current liabilities: | | |
| Accounts payable | $ 1,023 | $ 1,156 |
| Compensation and other employee-related cost | 79 | 99 |
| Short-term and current maturities of long-term debt | 38 | 54 |
| Current environmental remediation | 102 | 115 |
| Other accrued liabilities | 608 | 393 |
| Total current liabilities | 1,850 | 1,817 |
| Long-term debt, net | 4,102 | 4,054 |
| Operating lease liabilities | 206 | 194 |
| Long-term environmental remediation | 503 | 456 |
| Deferred income taxes | 23 | 35 |
| Other liabilities | 565 | 369 |
| Total liabilities | 7,249 | 6,925 |
| Commitments and contingent liabilities | | |
| **Equity** | | |
| Common stock (par value $0.01 per share; 810,000,000 shares authorized; 198,545,179 shares issued and 149,698,300 shares outstanding at June 30, 2025; 198,300,033 shares issued and 149,428,431 shares outstanding at December 31, 2024) | 2 | 2 |
| Treasury stock, at cost (48,846,879 shares at June 30, 2025 and 48,871,602 at December 31, 2024) | (1,803) | (1,804) |
| Additional paid-in capital | 1,066 | 1,055 |
| Retained earnings | 1,265 | 1,701 |
| Accumulated other comprehensive loss | (293) | (367) |
| Total Chemours stockholders' equity | 237 | 587 |
| Non-controlling interests | 2 | 1 |
| Total equity | 239 | 588 |
| **Total liabilities and equity** | $ 7,488 | $ 7,513 |

***See accompanying notes to the interim consolidated financial statements.***

**The Chemours Company**
**Interim Consolidated Statements of Stockholders' Equity (Unaudited)**
*(Dollars in millions, except per share amounts)*

| | Common Stock Shares | Common Stock Amount | Treasury Stock Shares | Treasury Stock Amount | Additional Paid-in Capital | Retained Earnings | Accumulated Other Comprehensive (Loss) Income | Non-controlling Interests | Total Equity |
|---|---|---|---|---|---|---|---|---|---|
| **Balance at April 1, 2024** | 197,711,836 | $ 2 | 48,932,387 | $ (1,806) | $ 1,033 | $ 1,798 | $ (274) | $ 2 | $ 755 |
| Common stock issued - compensation plans | 80,672 | — | (42,939) | 1 | — | (1) | — | — | — |
| Exercise of stock options, net | 349,254 | — | — | — | 7 | — | — | — | 7 |
| Stock-based compensation expense | — | — | — | — | 5 | — | — | — | 5 |
| Cancellation of unissued stock awards withheld to cover taxes | — | — | — | — | — | — | — | — | — |
| Net income | — | — | — | — | — | 60 | — | — | 60 |
| Dividends declared on common shares ($0.25 per share) | — | — | — | — | — | (38) | — | — | (38) |
| Contributions by non-controlling interests | — | — | — | — | — | — | — | — | — |
| Other comprehensive loss | — | — | — | — | — | — | (73) | — | (73) |
| **Balance at June 30, 2024** | 198,141,762 | $ 2 | 48,889,448 | $ (1,805) | $ 1,045 | $ 1,819 | $ (347) | $ 2 | $ 716 |
| | | | | | | | | | |
| **Balance at April 1, 2025** | 198,438,218 | $ 2 | 48,870,197 | $ (1,804) | $ 1,060 | $ 1,659 | $ (338) | $ 1 | $ 580 |
| Common stock issued - compensation plans | 106,961 | — | (23,318) | 1 | (1) | — | — | — | — |
| Exercise of stock options, net | — | — | — | — | — | — | — | — | — |
| Stock-based compensation expense | — | — | — | — | 7 | — | — | — | 7 |
| Cancellation of unissued stock awards withheld to cover taxes | — | — | — | — | — | — | — | — | — |
| Net loss | — | — | — | — | — | (381) | — | 1 | (380) |
| Dividends declared on common shares ($0.0875 per share) | — | — | — | — | — | (13) | — | — | (13) |
| Other comprehensive income | — | — | — | — | — | — | 45 | — | 45 |
| **Balance at June 30, 2025** | 198,545,179 | $ 2 | 48,846,879 | $ (1,803) | $ 1,066 | $ 1,265 | $ (293) | $ 2 | $ 239 |

| | Common Stock Shares | Common Stock Amount | Treasury Stock Shares | Treasury Stock Amount | Additional Paid-in Capital | Retained Earnings | Accumulated Other Comprehensive (Loss) Income | Non-controlling Interests | Total Equity |
|---|---|---|---|---|---|---|---|---|---|
| **Balance at January 1, 2024** | 197,519,784 | $ 2 | 48,932,387 | $ (1,806) | $ 1,033 | $ 1,781 | $ (274) | $ 2 | $ 738 |
| Common stock issued - compensation plans | 241,997 | — | (42,939) | 1 | — | (1) | — | — | — |
| Exercise of stock options | 379,981 | — | — | — | 8 | — | — | — | 8 |
| Stock-based compensation expense | — | — | — | — | 7 | — | — | — | 7 |
| Cancellation of unissued stock awards withheld to cover taxes | — | — | — | — | (3) | — | — | — | (3) |
| Net income | — | — | — | — | — | 113 | — | — | 113 |
| Dividends declared on common shares ($0.50 per share) | — | — | — | — | — | (74) | — | — | (74) |
| Contributions by non-controlling interests | — | — | — | — | — | — | — | — | — |
| Other comprehensive loss | — | — | — | — | — | — | (73) | — | (73) |
| **Balance at June 30, 2024** | 198,141,762 | $ 2 | 48,889,448 | $ (1,805) | $ 1,045 | $ 1,819 | $ (347) | $ 2 | $ 716 |
| | | | | | | | | | |
| **Balance at January 1, 2025** | 198,300,033 | $ 2 | 48,871,602 | $ (1,804) | $ 1,055 | $ 1,701 | $ (367) | $ 1 | $ 588 |
| Common stock issued - compensation plans | 234,194 | — | (24,723) | 1 | — | (1) | — | — | — |
| Exercise of stock options | 10,952 | — | — | — | — | — | — | — | — |
| Purchases of treasury stock, at cost | — | — | — | — | — | — | — | — | — |
| Stock-based compensation expense | — | — | — | — | 12 | — | — | — | 12 |
| Cancellation of unissued stock awards withheld to cover taxes | — | — | — | — | (1) | — | — | — | (1) |
| Net loss | — | — | — | — | — | (385) | — | 1 | (384) |
| Dividends declared on common shares ($0.3375 per share) | — | — | — | — | — | (50) | — | — | (50) |
| Dividends to non-controlling interests | — | — | — | — | — | — | — | — | — |
| Other comprehensive income | — | — | — | — | — | — | 74 | — | 74 |
| **Balance at June 30, 2025** | 198,545,179 | $ 2 | 48,846,879 | $ (1,803) | $ 1,066 | $ 1,265 | $ (293) | $ 2 | $ 239 |

***See accompanying notes to the interim consolidated financial statements.***

**The Chemours Company**
**Interim Consolidated Statements of Cash Flows (Unaudited)**
*(Dollars in millions)*

| | Six Months Ended June 30, | |
|---|---|---|
| | 2025 | 2024 |
| **Cash flows from operating activities** | | |
| Net (loss) income | $ (384) | $ 113 |
| Adjustments to reconcile net income to cash used for operating activities: | | |
| Depreciation and amortization | 180 | 145 |
| Gain on sales of assets and businesses | (1) | (3) |
| Equity in earnings of affiliates, net | (16) | (20) |
| Amortization of debt issuance costs and issue discounts | 6 | 6 |
| Deferred tax provision (benefit) | 84 | (15) |
| Asset-related charges | 11 | — |
| Stock-based compensation expense | 12 | 7 |
| Net periodic pension cost | — | 2 |
| Defined benefit plan contributions | (8) | (7) |
| Other operating charges and credits, net | 14 | (18) |
| Decrease (increase) in operating assets: | | |
| Accounts and notes receivable, net | (174) | (287) |
| Inventories and other current operating assets | (42) | (9) |
| Other non-current operating assets | 64 | 52 |
| (Decrease) increase in operating liabilities: | | |
| Accounts payable | (87) | (175) |
| Other current operating liabilities | 83 | (690) |
| Other non-current operating liabilities | 239 | (11) |
| Cash used for operating activities | (19) | (910) |
| **Cash flows from investing activities** | | |
| Purchases of property, plant, and equipment | (127) | (175) |
| Proceeds from sales of assets and businesses | 1 | 3 |
| Foreign exchange contract settlements, net | (2) | (1) |
| Other investing activities | — | 2 |
| Cash used for investing activities | (128) | (171) |
| **Cash flows from financing activities** | | |
| Proceeds from issuance of debt, net | 95 | — |
| Debt repayments | (111) | (5) |
| Payments of debt issuance cost | (4) | — |
| Payments on finance leases | (7) | (6) |
| Proceeds from supplier financing program | 47 | 47 |
| Payments to supplier financing program | (53) | (61) |
| Proceeds from exercised stock options, net | — | 8 |
| Payments related to tax withholdings on vested stock awards | (1) | (3) |
| Payments of dividends to the Company's common shareholders | (50) | (74) |
| Cash used for financing activities | (84) | (94) |
| Effect of exchange rate changes on cash, cash equivalents, restricted cash and restricted cash equivalents | 21 | (13) |
| **Decrease in cash, cash equivalents, restricted cash and restricted cash equivalents** | (210) | (1,188) |
| **Cash, cash equivalents, restricted cash and restricted cash equivalents at January 1,** | 763 | 1,807 |
| **Cash, cash equivalents, restricted cash and restricted cash equivalents at June 30,** | $ 553 | $ 619 |
| | | |
| **Supplemental cash flows information** | | |
| Non-cash investing and financing activities: | | |
| Purchases of property, plant, and equipment included in accounts payable | $ 26 | $ 44 |

***See accompanying notes to the interim consolidated financial statements.***

## Note 1. Background, Description of the Business, and Basis of Presentation

The Chemours Company ("Chemours", or the "Company") is a leading, global provider of performance chemicals that are key inputs in end-products and processes in a variety of industries. The Company delivers customized solutions with a wide range of industrial and specialty chemical products for markets, including refrigeration and air conditioning, coatings, plastics, transportation, semiconductor and consumer electronics, general industrial, and oil and gas. The Company's principal products include refrigerants, titanium dioxide ("$TiO_2$") pigment and industrial fluoropolymer resins. Chemours manages and reports its operating results through its three principal reportable segments: Thermal & Specialized Solutions, Titanium Technologies, and Advanced Performance Materials. The Thermal & Specialized Solutions segment is a leading, global provider of refrigerants, thermal management solutions, propellants, blowing agents, and specialty solvents. The Titanium Technologies segment is a leading, global provider of $TiO_2$ pigment, a premium white pigment used to deliver whiteness, brightness, opacity, durability, efficiency and protection across a variety of applications. The Advanced Performance Materials segment is a leading, global provider of high-end polymers and advanced materials that deliver unique attributes, including low friction coefficients, extreme temperature resistance, weather resistance, ultraviolet and chemical resistance, and electrical insulation. The Other Non-Reportable Segment includes the Performance Chemicals and Intermediates business.

Unless the context otherwise requires, references herein to "The Chemours Company", "Chemours", "the Company", "our Company", "we", "us", and "our" refer to The Chemours Company and its consolidated subsidiaries. References herein to "EID" refer to EIDP, Inc., formerly known as EID, which is Chemours' former parent company and is now a subsidiary of Corteva. References herein to "DuPont" refer to DuPont de Nemours, Inc.

The accompanying interim consolidated financial statements have been prepared in accordance with U.S. generally accepted accounting principles ("GAAP"). In the opinion of management, all adjustments (consisting of normal, recurring adjustments) considered necessary for a fair statement of the Company's results for interim periods have been included. The notes that follow are an integral part of the Company's interim consolidated financial statements. The Company's results for interim periods should not be considered indicative of its results for a full year, and the year-end consolidated balance sheet does not include all of the disclosures required by GAAP. As such, these interim consolidated financial statements should be read in conjunction with the *Consolidated Financial Statements* and notes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 2024.

***Revision of Previously Issued Consolidated Financial Statements and Interim Unaudited Condensed Consolidated Financial Statements***

As previously disclosed in the Company's Form 10-K for the year ended December 31, 2024, certain prior period amounts on the consolidated statements of income were revised to correct for immaterial errors that the Company identified during the financial close process for the fourth quarter of 2024 impacting previously issued financial statements beginning as of January 1, 2022, and subsequent quarterly reporting periods through September 30, 2024. Specifically, the Company identified errors related to the income statement presentation of byproduct revenue sales, which were incorrectly accounted for as a contra cost of goods sold as well as the income statement presentation of certain ore sales associated with the Company's Kuan Yin, Taiwan facility, which were incorrectly accounted for on a net basis within other income, net. The Company assessed the materiality of these errors on prior period consolidated financial statements in accordance with the Securities and Exchange Commission ("SEC") Staff Accounting Bulletin No. 99, "Materiality", codified in ASC 250, *Accounting Changes and Error Corrections* ("ASC 250"). Based on this assessment, management concluded that the error corrections were not material to any previously presented interim or annual financial statements and are not expected to be material to the current period annual financial statements. However, in order to correctly present these amounts management elected to revise all previously issued and impacted financial statements.

Additionally, as previously disclosed in the Company's Form 10-Q for the quarter ended March 31, 2025, during the financial close process for the first quarter of 2025, the Company identified additional immaterial errors related primarily to the timing of cost of goods sold recognition, including U.S. rail freight and certain raw material inventory. These errors impact previously issued financial statements beginning as of January 1, 2023, and subsequent quarterly and annual reporting periods through December 31, 2024. The Company assessed the materiality of these errors, as well as all other previously identified immaterial errors which impact previously issued financial statements beginning as of January 1, 2023, and subsequent quarterly and annual reporting periods through December 31, 2024. This includes the previously disclosed error related to the timing of insurance proceeds recognition within selling, general and administrative expenses and certain other immaterial errors which also primarily impact the timing of cost of goods sold recognition. The Company assessed the materiality of these errors on current and prior period consolidated financial statements in accordance with ASC 250. Based on this assessment, management concluded that the amounts are not material to any previously presented interim or annual financial statements and are not expected to be material to the current period annual financial statements. However, the aggregate impact of all adjustments would be material to results for the three months ended March 31, 2025 and as such, in order to correctly present these amounts management elected to revise all previously issued and impacted financial statements. The following tables present the impact of these revisions for each of the applicable periods and impacted financial statements presented in this quarterly report on Form 10-Q. The Company has also revised impacted amounts within the accompanying notes to the unaudited condensed consolidated financial statements, as applicable.

***Revised Consolidated Statements of Operations***

| | Three months ended June 30, 2024 | | |
|---|---|---|---|
| | As reported | Adjustments | As revised |
| Net sales | $ 1,538 | $ 16 | $ 1,554 |
| Cost of goods sold | $ 1,232 | $ 14 | $ 1,246 |
| Gross profit | $ 306 | $ 2 | $ 308 |
| Selling, general and administrative expense | $ 139 | $ 15 | $ 154 |
| Total other operating expenses | $ 168 | $ 15 | $ 183 |
| Income before income taxes | $ 82 | $ (13) | $ 69 |
| Provision for income taxes | $ 12 | $ (3) | $ 9 |
| **Net income** | $ 70 | $ (10) | $ 60 |
| **Net income attributable to Chemours** | $ 70 | $ (10) | $ 60 |
| **Per share data** | | | |
| Basic earnings per share of common stock | $ 0.47 | $ (0.07) | $ 0.40 |
| Diluted earnings per share of common stock | $ 0.46 | $ (0.07) | $ 0.39 |

| | Six months ended June 30, 2024 | | |
|---|---|---|---|
| | As reported | Adjustments | As revised |
| Net sales | $ 2,887 | $ 28 | $ 2,915 |
| Cost of goods sold | $ 2,294 | $ 29 | $ 2,323 |
| Gross profit | $ 593 | $ (1) | $ 592 |
| Selling, general and administrative expense | $ 281 | $ 11 | $ 292 |
| Total other operating expenses | $ 341 | $ 11 | $ 352 |
| Other income, net | $ 2 | $ 1 | $ 3 |
| Income before income taxes | $ 149 | $ (11) | $ 138 |
| Provision for income taxes | $ 28 | $ (3) | $ 25 |
| **Net income** | $ 121 | $ (8) | $ 113 |
| **Net income attributable to Chemours** | $ 121 | $ (8) | $ 113 |
| **Per share data** | | | |
| Basic earnings per share of common stock | $ 0.81 | $ (0.05) | $ 0.76 |
| Diluted earnings per share of common stock | $ 0.81 | $ (0.06) | $ 0.75 |

***Revised Consolidated Statements of Comprehensive (Loss) Income***

| | Three months ended June 30, 2024 | | |
|---|---|---|---|
| | As reported | Adjustments | As revised |
| **Net income** | $ 70 | $ (10) | $ 60 |
| Comprehensive loss | $ (3) | $ (10) | $ (13) |
| Comprehensive loss attributable to Chemours | $ (3) | $ (10) | $ (13) |

| | Six months ended June 30, 2024 | | |
|---|---|---|---|
| | As reported | Adjustments | As revised |
| **Net income** | $ 121 | $ (8) | $ 113 |
| Comprehensive income | $ 48 | $ (8) | $ 40 |
| Comprehensive income attributable to Chemours | $ 48 | $ (8) | $ 40 |

***Revised Consolidated Balance Sheets***

| | December 31, 2024 | | |
|---|---|---|---|
| | As reported | Adjustments | As revised |
| Inventories | $ 1,472 | $ (9) | $ 1,463 |
| Total current assets | $ 3,026 | $ (9) | $ 3,017 |
| Other assets | $ 797 | $ 7 | $ 804 |
| **Total assets** | $ 7,515 | $ (2) | $ 7,513 |
| Accounts payable | $ 1,142 | $ 14 | $ 1,156 |
| Total current liabilities | $ 1,803 | $ 14 | $ 1,817 |
| Other liabilities | $ 368 | $ 1 | $ 369 |
| Total liabilities | $ 6,910 | $ 15 | $ 6,925 |
| Retained earnings | $ 1,718 | $ (17) | $ 1,701 |
| Total Chemours stockholders' equity | $ 604 | $ (17) | $ 587 |
| Total equity | $ 605 | $ (17) | $ 588 |
| **Total liabilities and equity** | $ 7,515 | $ (2) | $ 7,513 |

***Revised Consolidated Statements of Stockholders' Equity***

| | Three months ended June 30, 2024 | | |
|---|---|---|---|
| | As reported | Adjustments | As revised |
| Retained earnings at 4/1/2024 | $ 1,797 | $ 1 | $ 1,798 |
| Net income | $ 70 | $ (10) | $ 60 |
| Retained earnings at 6/30/2024 | $ 1,828 | $ (9) | $ 1,819 |

| | Six months ended June 30, 2024 | | |
|---|---|---|---|
| | As reported | Adjustments | As revised |
| Retained earnings at 1/1/2024 | $ 1,782 | $ (1) | $ 1,781 |
| Net income | $ 121 | $ (8) | $ 113 |
| Retained earnings at 6/30/2024 | $ 1,828 | $ (9) | $ 1,819 |

***Revised Consolidated Statements of Cash Flows***

| | Six Months Ended June 30, 2024 | | |
|---|---|---|---|
| | As reported | Adjustments | As revised |
| **Net income** | $ 121 | $ (8) | $ 113 |
| **Cash flows from operating activities:** | | | |
| Deferred tax benefit | $ (12) | $ (3) | $ (15) |
| Decrease (increase) in operating assets: | | | |
| Accounts and notes receivable, net | $ (289) | $ 2 | $ (287) |
| Inventories and other current operating assets | $ (15) | $ 6 | $ (9) |
| (Decrease) increase in operating liabilities: | | | |
| Accounts payable | $ (178) | $ 3 | $ (175) |
| **Cash used for operating activities** | $ (910) | $ — | $ (910) |

***Liquidity***

The Company believes it has sufficient liquidity, through future cash flows from operations, unrestricted cash on hand and availability under its revolving credit facility to timely settle its current liabilities through at least the end of August 2026, however, an adverse resolution of one or more legal or environmental matters could have a material adverse effect on the Company's liquidity.

As disclosed in "Note 16 – Commitments and Contingent Liabilities", the Company and certain of its subsidiaries are subject to various lawsuits, claims, assessments, government investigations, regulatory proceedings and other legal proceedings with respect to product liability, intellectual property, personal injury, commercial, contractual, employment, regulatory, environmental, anti-trust, and other such matters that arise in the ordinary course of business in multiple jurisdictions. The Company's ability to timely settle its long term liabilities in the event such liabilities become current as a result of an adverse resolution of a legal matter will depend on its ability to generate sufficient future operating cash flows, resolve legal and environmental matters under acceptable terms and conditions and refinance its revolving credit facility and other long term debt on acceptable terms and conditions. Accordingly, there are risks and uncertainties with respect to the Company's ability to achieve its liquidity objectives.

At June 30, 2025, the Company has $502 of unrestricted cash and cash equivalents, of which $327 is maintained at foreign subsidiaries. The Company anticipates generating additional positive cash flows from operations in 2025. The Company has $1,850 of current liabilities as of June 30, 2025. The Company also has $954 of availability under its revolving credit facility at June 30, 2025. The Company's revolving commitments are comprised of $780 in revolving commitments maturing on May 2, 2030 and $220 in revolving commitments maturing on October 7, 2026; in each case, subject to springing maturity provisions.

## Note 2. Recent Accounting Pronouncements

***Accounting Guidance Issued and Not Yet Adopted***

Improvements to Income Tax Disclosures

In December 2023, the Financial Accounting Standards Board ("FASB") issued ASU 2023-09, *Income Taxes (Topic 740): Improvements to Income Tax Disclosures*, which requires enhanced disclosure around the effective tax rate reconciliation, along with incremental disclosure around income taxes paid and certain income statement-related disclosures. The guidance will be effective prospectively for fiscal years beginning after December 15, 2024, with early adoption permitted. The Company plans to adopt the guidance and include the required enhanced disclosures in its consolidated financial statements beginning in the year ending December 31, 2025.

Disaggregation of Income Statement Expenses

In November 2024, the FASB issued ASU 2024-03, *Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures*, which requires more detailed disclosures of certain categories of expenses such as inventory purchases, employee compensation and depreciation that are components of existing expense captions presented on the face of the income statement. The guidance will be effective for fiscal years beginning after December 15, 2026, and interim periods within fiscal years beginning after December 15, 2027. Companies have the option to apply the guidance on a retrospective or prospective basis, and early adoption is permitted. The Company is currently evaluating the impact the adoption of this standard will have on its consolidated financial statements.

***Recently Adopted Accounting Guidance***

Joint Venture Formations

In August 2023, the FASB issued ASU 2023-05, *Business Combinations - Joint Venture Formations*, which requires joint ventures to initially measure its assets and liabilities at fair value on the formation date. The guidance will be effective prospectively to all joint ventures formed on or after January 1, 2025, with early adoption permitted. The Company adopted this guidance effective January 1, 2025 and will apply the provisions of ASU 2023-05 to joint ventures formed on or after January 1, 2025.

## Note 3. Net Sales

As described further in "Note 1 – Background, Description of the Business and Basis of Presentation", certain prior period amounts reflected in the tables below have been revised to correct for immaterial errors pertaining to income statement presentation of byproduct revenue sales and certain ore sales related to the Company's Kuan Yin, Taiwan facility.

***Disaggregation of Net Sales***

The following table sets forth a disaggregation of the Company's net sales by geographic region and segment for the three and six months ended June 30, 2025 and 2024.

| | Three Months Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| **Net sales by geographic region (1)** | | | | |
| North America: | | | | |
| Thermal & Specialized Solutions | $ 336 | $ 308 | $ 569 | $ 579 |
| Titanium Technologies | 282 | 274 | 550 | 519 |
| Advanced Performance Materials | 125 | 133 | 236 | 257 |
| Other Non-Reportable Segment | 10 | 10 | 17 | 19 |
| Total North America | 753 | 725 | 1,372 | 1,374 |
| Asia Pacific: | | | | |
| Thermal & Specialized Solutions | 59 | 53 | 113 | 92 |
| Titanium Technologies | 125 | 178 | 229 | 325 |
| Advanced Performance Materials | 147 | 127 | 261 | 232 |
| Other Non-Reportable Segment | 3 | 2 | 6 | 5 |
| Total Asia Pacific | 334 | 360 | 609 | 654 |
| Europe, the Middle East, and Africa: | | | | |
| Thermal & Specialized Solutions | 112 | 103 | 210 | 194 |
| Titanium Technologies | 156 | 130 | 297 | 254 |
| Advanced Performance Materials | 60 | 72 | 116 | 135 |
| Other Non-Reportable Segment | 2 | 1 | 3 | 3 |
| Total Europe, the Middle East, and Africa | 330 | 306 | 626 | 586 |
| Latin America (2): | | | | |
| Thermal & Specialized Solutions | 90 | 55 | 171 | 107 |
| Titanium Technologies | 94 | 95 | 178 | 170 |
| Advanced Performance Materials | 14 | 13 | 26 | 23 |
| Other Non-Reportable Segment | — | — | 1 | 1 |
| Total Latin America | 198 | 163 | 376 | 301 |
| **Total net sales** | $ 1,615 | $ 1,554 | $ 2,983 | $ 2,915 |

(1)Net sales are attributed to countries based on customer location.

(2)Latin America includes Mexico.

The following table sets forth a disaggregation of the Company's net sales by product group and segment for the three and six months ended June 30, 2025 and 2024.

| | Three Months Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| **Net sales by product group and segment** | | | | |
| Opteon™ refrigerants | $ 375 | $ 227 | $ 654 | $ 427 |
| Freon™ refrigerants | 123 | 173 | 220 | 345 |
| Foam, propellants, and other | 99 | 119 | 189 | 200 |
| Total Thermal & Specialized Solutions | 597 | 519 | 1,063 | 972 |
| Titanium dioxide and other minerals | 657 | 677 | 1,254 | 1,268 |
| Total Titanium Technologies | 657 | 677 | 1,254 | 1,268 |
| Advanced materials | 214 | 212 | 391 | 402 |
| Performance solutions | 132 | 133 | 248 | 245 |
| Total Advanced Performance Materials | 346 | 345 | 639 | 647 |
| Performance chemicals and intermediates | 15 | 13 | 27 | 28 |
| Total Other Non-Reportable Segment | 15 | 13 | 27 | 28 |
| **Total net sales** | $ 1,615 | $ 1,554 | $ 2,983 | $ 2,915 |

Substantially all of the Company's net sales are derived from goods and services transferred at a point in time.

***Contract Balances***

The Company's assets and liabilities from contracts with customers constitute accounts receivable - trade, deferred revenue, and customer rebates. An amount for accounts receivable - trade is recorded when the right to consideration under a contract becomes unconditional. An amount for deferred revenue is recorded when consideration is received prior to the conclusion that a contract exists, or when a customer transfers consideration prior to the Company satisfying its performance obligations under a contract. Customer rebates represent an expected refund liability to a customer based on a contract. In contracts with customers where a rebate is offered, it is generally applied retroactively based on the achievement of a certain sales threshold. As revenue is recognized, the Company estimates whether or not the sales threshold will be achieved to determine the amount of variable consideration to include in the transaction price.

The following table sets forth the Company's contract balances from contracts with customers at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Contract assets: | | |
| Accounts receivable - trade, net (Note 7) | $ 813 | $ 619 |
| Contract liabilities: | | |
| Deferred revenue | $ 7 | $ 11 |
| Customer rebates (Note 13) | 52 | 70 |

Changes in the Company's deferred revenue balances resulting from additions for advance payments and deductions for amounts recognized in net sales during the three and six months ended June 30, 2025 were not significant. For the three and six months ended June 30, 2025, the amount of net sales recognized from performance obligations satisfied in prior periods (e.g., due to changes in transaction price) were not significant.

There were no material contract asset balances or capitalized costs associated with obtaining or fulfilling customer contracts as of June 30, 2025 and December 31, 2024.

***Remaining Performance Obligations***

Certain of the Company's master services agreements or other arrangements contain take-or-pay clauses, whereby customers are required to purchase a fixed minimum quantity of product during a specified period, or pay the Company for such orders, even if not requested by the customer. The Company considers these take-or-pay clauses to be an enforceable contract, and as such, the legally-enforceable minimum amounts under such an arrangement are considered to be outstanding performance obligations on contracts with an original expected duration greater than one year. At June 30, 2025, Chemours had $208 of remaining performance obligations. The Company expects to recognize approximately 26% of its remaining performance obligations as revenue in 2025, approximately 38% as revenue in 2026, and approximately 36% as revenue in 2027. The Company applies the allowable practical expedient and does not include remaining performance obligations that have original expected durations of one year or less, or amounts for variable consideration allocated to wholly-unsatisfied performance obligations or wholly-unsatisfied distinct goods that form part of a single performance obligation, if any. Amounts for contract renewals that are not yet exercised by June 30, 2025 are also excluded.

## Note 4. Restructuring, Asset-related, and Other Charges

The following table sets forth the components of the Company's restructuring, asset-related, and other charges by segment for the three and six months ended June 30, 2025 and 2024.

| | Thermal & Specialized Solutions | Titanium Technologies | Advanced Performance Materials | Other Non-Reportable Segment | Corporate | Total |
|---|---|---|---|---|---|---|
| **Three Months Ended June 30, 2025** | | | | | | |
| Employee separation charges | | | | | | |
| SPS Capstone™ Exit | $ — | $ — | $ 1 | $ — | $ — | $ 1 |
| 2024 Restructuring Program | — | — | (1) | — | — | (1) |
| Total employee separation charges | — | — | — | — | — | — |
| Decommissioning and other charges: | | | | | | |
| SPS Capstone™ Exit | — | — | 4 | — | — | 4 |
| 2024 Restructuring Program | — | — | 1 | — | — | 1 |
| Titanium Technologies Transformation Plan | — | 1 | — | — | — | 1 |
| Total decommissioning and other charges | — | 1 | 5 | — | — | 6 |
| Total restructuring and other charges | — | 1 | 5 | — | — | 6 |
| Asset-related charges: | | | | | | |
| SPS Capstone™ Exit | — | — | 12 | — | — | 12 |
| Total asset-related charges | — | — | 12 | — | — | 12 |
| **Total restructuring, asset-related, and other charges** | $ — | $ 1 | $ 17 | $ — | $ — | $ 18 |

| | Thermal & Specialized Solutions | Titanium Technologies | Advanced Performance Materials | Other Segment | Corporate | Total |
|---|---|---|---|---|---|---|
| **Six Months Ended June 30, 2025** | | | | | | |
| Employee separation charges: | | | | | | |
| SPS Capstone™ Exit | $ — | $ — | $ 15 | $ — | $ — | $ 15 |
| 2024 Restructuring Program | — | — | (1) | — | — | (1) |
| Total employee separation charges | — | — | 14 | — | — | 14 |
| Decommissioning and other charges: | | | | | | |
| SPS Capstone™ Exit | — | — | 6 | — | — | 6 |
| 2024 Restructuring Program | — | — | 2 | — | — | 2 |
| Titanium Technologies Transformation Plan | — | 5 | — | — | — | 5 |
| Total decommissioning and other charges | — | 5 | 8 | — | — | 13 |
| Total restructuring and other charges | — | 5 | 22 | — | — | 27 |
| Asset-related charges: | | | | | | |
| SPS Capstone™ Exit | — | — | 24 | — | — | 24 |
| Total asset-related charges | — | — | 24 | — | — | 24 |
| **Total restructuring, asset-related, and other charges** | $ — | $ 5 | $ 46 | $ — | $ — | $ 51 |

| | Thermal & Specialized Solutions | Titanium Technologies | Advanced Performance Materials | Other Non-Reportable Segment | Corporate | Total |
|---|---|---|---|---|---|---|
| **Three Months Ended June 30, 2024** | | | | | | |
| Employee separation charges: | | | | | | |
| 2023 Restructuring Program | $ — | $ — | $ — | $ — | $ (1) | $ (1) |
| Total employee separation charges | — | — | — | — | (1) | (1) |
| Decommissioning and other charges: | | | | | | |
| Titanium Technologies Transformation Plan | — | 4 | — | — | — | 4 |
| Total decommissioning and other charges | — | 4 | — | — | — | 4 |
| Total restructuring and other charges | — | 4 | — | — | (1) | 3 |
| Asset-related charges: | — | — | — | — | — | — |
| **Total restructuring, asset-related, and other charges** | $ — | $ 4 | $ — | $ — | $ (1) | $ 3 |

| | Thermal & Specialized Solutions | Titanium Technologies | Advanced Performance Materials | Other Segment | Corporate | Total |
|---|---|---|---|---|---|---|
| **Six Months Ended June 30, 2024** | | | | | | |
| Employee separation charges: | | | | | | |
| Titanium Technologies Transformation Plan | $ — | $ (1) | $ — | $ — | $ — | $ (1) |
| 2023 Restructuring Program | — | — | (1) | — | — | (1) |
| Total employee separation charges | — | (1) | (1) | — | — | (2) |
| Decommissioning and other charges: | | | | | | |
| Titanium Technologies Transformation Plan | — | 9 | — | — | — | 9 |
| Total decommissioning and other charges | — | 9 | — | — | — | 9 |
| Total restructuring and other charges | — | 8 | (1) | — | — | 7 |
| Asset-related charges: | — | — | — | — | — | — |
| **Total restructuring, asset-related, and other charges** | $ — | $ 8 | $ (1) | $ — | $ — | $ 7 |

***Surface Protection Solutions ("SPS") Capstone™ Exit***

In January 2025, management approved a restructuring plan within the Advanced Performance Materials business to exit its SPS Capstone™ business and begin the shutdown process for the underlying manufacturing asset across the Washington Works and Chambers Works sites, as well as the Villers St. Paul site pending local regulatory approval. This action was taken due to regulatory changes and uncertainty that have caused reduced demand and market deselection of telomer-based chemistries, making SPS economics unfavorable going forward.

As a result, during the three and six months ended June 30, 2025, the Company recorded restructuring, asset-related and other charges of $17 and $45, respectively. For the six months ended June 30, 2025, total charges of $45 consisted of non-cash asset-related charges of $24, employee separation charges of $15 and decommissioning and other charges of $6. The associated severance payments began in the first quarter of 2025 and are expected to be substantially completed by the second half of 2025. The $24 of asset related charges primarily includes $23 of non-cash accelerated depreciation related to the SPS Capstone™ manufacturing assets remaining useful life. For the three and six months ended June 30, 2025, the Company also recorded $2 related to the write-off of certain inventories that can no longer be utilized following the exit of the SPS Capstone™ business. This amount is recorded in Cost of Goods Sold in the *Interim Consolidated Statement of Operations*. The Company also expects to incur decommissioning and other charges of $10 related to retention, external spending to support site closure activities, deconstruction and ongoing decommissioning expenses. These charges will be recognized as period costs as incurred.

***2024 Restructuring Program***

In the third quarter of 2024, management initiated certain transformation initiatives principally within the Advanced Performance Materials business and certain Corporate functions to capture operational and commercial synergies and cost optimization. As part of these efforts, during the third quarter of 2024, the Company initiated additional cost savings programs that were largely attributable to further aligning the cost structure of the Company's businesses and corporate functions with its financial objectives.

During the three and six months ended June 30, 2025, the Company recorded charges of less than $1 and $1 related to the 2024 Restructuring Program, respectively. Through June 30, 2025, the Company has recorded total charges of $53, consisting of non-cash asset-related charges of $27, employee separation charges of $20 and other charges of $6. The associated severance payments began in the third quarter of 2024 and are expected to be substantially completed by the second half of 2025. The Company also expects to incur decommissioning and other charges of approximately $3 through 2026 which will be recognized as period costs as incurred.

***Titanium Technologies Transformation Plan***

On July 27, 2023, the Company announced the closure of its manufacturing site in Kuan Yin, Taiwan effective August 1, 2023, following the Company's Board of Directors approval on July 26, 2023. The Company began shutting down production and started decommissioning the plant during the third quarter of 2023 and fully completed the shut-down during the fourth quarter of 2023. Decommissioning activities were completed in the second quarter of 2024 and dismantling and removal activities were completed in the first quarter of 2025.

As a result, during the three and six months ended June 30, 2025, the Company recorded decommissioning and other charges of $1 and $5, respectively. Through June 30, 2025, the Company has recorded total charges of approximately $135, consisting of asset-related impairments of $78, employee separation costs of $14, contract termination costs of $14 and decommissioning and other charges of $29. The associated severance payments began in the fourth quarter 2023 and were substantially completed in the first quarter of 2025.

As part of the Titanium Technologies Transformation Plan, following the plant closure, the segment also initiated an organizational redesign to further align its cost structure with its financial objectives. As a result, cumulative employee separation charges of $6 were recorded through June 30, 2025. The employee separation and related payments were substantially completed in the fourth quarter of 2024.

The following table sets forth the change in the Company's employee separation-related liabilities associated with its restructuring programs for the six months ended June 30, 2025.

| | SPS Capstone™ Exit | 2024 Restructuring Program | Titanium Technologies Transformation Plan | Total |
|---|---|---|---|---|
| **Balance at December 31, 2024** | $ — | $ 12 | $ 1 | $ 13 |
| Charges to income | 15 | (1) | — | 14 |
| Payments | — | (3) | (1) | (4) |
| **Balance at June 30, 2025** | $ 15 | $ 8 | $ — | $ 23 |

There were no other significant outstanding liabilities related to the Company's decommissioning and other restructuring-related charges at June 30 2025 and December 31, 2024.

## Note 5. Other Income (Expense), Net

The following table sets forth the components of the Company's other income (expense), net for the three and six months ended June 30, 2025 and 2024.

| | Three Months Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| Leasing, contract services, and miscellaneous income | $ 1 | $ 4 | $ 3 | $ 2 |
| Royalty income (1) | 3 | — | 5 | 2 |
| Gain on sales of assets and businesses, net | — | — | 1 | 3 |
| Exchange losses, net (2) | (4) | (7) | (7) | (6) |
| Non-operating pension and other post-retirement employee benefit income (3) | 2 | 2 | 4 | 2 |
| **Total other income (expense), net** | $ 2 | $ (1) | $ 6 | $ 3 |

(1)Royalty income is primarily from technology licensing.

(2)Exchange losses, net includes gains and losses on the Company's foreign currency forward contracts that have not been designated as a cash flow hedge.

(3)Non-operating pension and other post-retirement employee benefit income represents the non-service component of net periodic pension income.

## Note 6. Earnings Per Share of Common Stock

The following table sets forth the reconciliations of the numerators and denominators of the Company's basic and diluted earnings per share ("EPS") calculations for the three and six months ended June 30, 2025 and 2024.

| | Three Months Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| Numerator: | | | | |
| Net (loss) income attributable to Chemours | $ (381) | $ 60 | $ (385) | $ 113 |
| Denominator: | | | | |
| Weighted-average number of common shares outstanding - basic | 150,238,691 | 149,413,167 | 150,078,085 | 149,224,183 |
| Dilutive effect of the Company's employee compensation plans (1) | — | 709,893 | — | 862,531 |
| Weighted-average number of common shares outstanding - diluted | 150,238,691 | 150,123,060 | 150,078,085 | 150,086,714 |
| | | | | |
| Basic (loss) earnings per share of common stock (2) | $ (2.54) | $ 0.40 | $ (2.56) | $ 0.76 |
| Diluted (loss) earnings per share of common stock (1) (2) | (2.54) | 0.39 | (2.56) | 0.75 |

(1)In periods where the Company incurs a net loss, the impact of potentially dilutive securities is excluded from the calculation of EPS, as their inclusion would have an anti-dilutive effect. As such, with respect to the measure of diluted EPS, the impact of 268,070 and 379,632 potentially dilutive securities is excluded from the calculation for the three and six months ended June 30, 2025, respectively.

(2)Figures may not recalculate exactly due to rounding. Basic and diluted earnings per share are calculated based on unrounded numbers.

The following table sets forth the average number of stock options and performance stock options that were out of the money and, therefore, were not included in the Company's diluted EPS calculations for the three and six months ended June 30, 2025 and 2024.

| | Three Months Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| Average number of stock options | 5,902,148 | 1,681,002 | 4,351,194 | 1,518,727 |

## Note 7. Accounts and Notes Receivable, Net

The following table sets forth the components of the Company's accounts and notes receivable, net at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Accounts receivable - trade, net (1) | $ 813 | $ 619 |
| VAT, GST, and other taxes (2) | 117 | 114 |
| Other receivables (3) | 29 | 37 |
| **Total accounts and notes receivable, net** | $ 959 | $ 770 |

(1)Accounts receivable - trade, net includes trade notes receivable of $6 and $1 and is net of allowances for doubtful accounts of $1 and $2 at June 30, 2025 and December 31, 2024, respectively. Such allowances are equal to the estimated uncollectible amounts.

(2)Value added tax ("VAT") and goods and services tax ("GST") for various jurisdictions.

(3)Other receivables consist of derivative instruments, advances, and other deposits including receivables under the terms of the MOU. For details of the MOU, see "Note 16 – Commitments and Contingent Liabilities".

Accounts and notes receivable are carried at amounts that approximate fair value. Bad debt expense amounted to less than $1 and $1 for the three and six months ended June 30, 2025, respectively, and $2 for both the three and six months ended June 30, 2024, respectively.

***Customer Vendor Financing Facilities***

The Company participates in several financing facilities maintained by its customers. These facilities allow the Company to monetize certain of its receivables prior to their due date. The Company receives a discounted amount from the financial institution which varies depending on the timing of the payment from the financing institution in relation to the invoice due date from the customer. The Company classifies cash received from the financial institutions as an operating cash flow.

## Note 8. Inventories

The following table sets forth the components of the Company's inventories at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Finished products | $ 978 | $ 889 |
| Semi-finished products | 264 | 271 |
| Raw materials, stores, and supplies | 689 | 679 |
| Inventories before LIFO adjustment | 1,931 | 1,839 |
| Less: Adjustment of inventories to LIFO basis | (373) | (376) |
| **Total inventories** | $ 1,558 | $ 1,463 |

Inventory values, before last-in, first-out ("LIFO") adjustment are generally determined by the average cost method, which approximates current cost. Inventories are valued under the LIFO method at the Company's U.S. locations, which comprised $919 and $900 (or 48% and 49%, respectively) of inventories before the LIFO adjustments at June 30, 2025 and December 31, 2024, respectively. The Company's inventories held in international locations are valued under the average cost method.

## Note 9. Property, Plant, and Equipment, Net

The following table sets forth the components of the Company's property, plant, and equipment, net at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Equipment | $ 8,193 | $ 7,911 |
| Buildings | 1,167 | 1,133 |
| Construction-in-progress | 316 | 404 |
| Land | 69 | 88 |
| Mineral rights | 36 | 36 |
| Property, plant, and equipment | 9,781 | 9,572 |
| Less: Accumulated depreciation | (6,660) | (6,389) |
| **Total property, plant, and equipment, net** | $ 3,121 | $ 3,183 |

Property, plant, and equipment, net included gross assets under finance leases of $98 and $97 at June 30, 2025 and December 31, 2024.

Depreciation expense amounted to $91 and $180 for the three and six months ended June 30, 2025, respectively, and $73 and $145 for the three and six months ended June 30, 2024, respectively.

The Company had previously committed to selling the land of its manufacturing site in Kuan Yin, Republic of China, following the announcement of its closure on July 27, 2023, as part of the Titanium Technologies Transformation Plan. The land was not available for immediate sale pending the removal of an environmental pollution mark from the land titles and the completion of dismantling, removal, and remediation activities at the decommissioned site. Following completion of dismantling and removal activities and substantially completing the remediation efforts, $23 of land met held for sale criteria at June 30, 2025 and is classified as Assets held for sale on the Interim Consolidated Balance Sheets.

## Note 10. Investments in Affiliates

The Company engages in transactions with its equity method investees in the ordinary course of business. Net sales to the Company's equity method investees amounted to $41 and $69 for the three and six months ended June 30, 2025, respectively, and $35 and $65 for the three and six months ended June 30, 2024, respectively. Purchases from the Company's equity method investees amounted to $88 and $153 for the three and six months ended June 30, 2025, respectively, and $72 and $129 for the three and six months ended June 30, 2024, respectively. Dividends received from the equity method investees amounted to less than $1 for both the three and six months ended June 30, 2025, respectively. The Company did not receive dividends from its equity method investees for the three and six months ended June 30, 2024.

## Note 11. Other Assets

The following table sets forth the components of the Company's other assets at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Capitalized repair and maintenance costs | $ 243 | $ 315 |
| Pension assets (1) | 118 | 97 |
| Deferred income taxes | 237 | 296 |
| Miscellaneous (2) | 112 | 96 |
| **Total other assets** | $ 710 | $ 804 |

(1)Pension assets represents the funded status of certain of the Company's long-term employee benefit plans.

(2)Miscellaneous includes corresponding income tax benefits related to uncertain tax positions on transfer pricing.

## Note 12. Accounts Payable

The following table sets forth the components of the Company's accounts payable at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Trade payables | $ 995 | $ 1,134 |
| VAT and other payables | 28 | 22 |
| **Total accounts payable** | $ 1,023 | $ 1,156 |

***Supplier Financing***

The Company maintains supply chain finance programs with several financial institutions. The programs allow its suppliers to sell their receivables to one of the participating financial institutions at the discretion of both parties on terms that are negotiated between the supplier and the respective financial institution. Pursuant to their agreement with a financial institution, certain suppliers may elect to be paid early at their discretion. The key terms of the supplier invoice, including the amounts due and scheduled payment dates, are not impacted by its suppliers' decisions to sell their receivables under the programs. For its supplier financing program obligations classified as accounts payable, the Company agrees to pay the financial institution on those sold invoices on the original invoice due date. The Company also maintains a supplier finance program whose obligations are classified as short-term debt based on an extension of payment terms past the original invoice due date. There are no assets pledged or other forms of guarantees associated with these programs. The Company or the financial institution may terminate the program upon at least 30 days' notice.

The outstanding payment obligations at June 30, 2025 and December 31, 2024 were $132 and $180, respectively. At June 30, 2025 and December 31, 2024, $120 and $162 are in Accounts Payable in the Interim Consolidated Balance Sheets, while $12 and $18 are included in Short-term and current maturities of long-term debt in the Interim Consolidated Balance Sheets.

## Note 13. Other Accrued Liabilities

The following table sets forth the components of the Company's other accrued liabilities at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Accrued litigation (1) | $ 203 | $ 112 |
| Asset retirement obligations (2) | 8 | 8 |
| Income taxes | 23 | 22 |
| Customer rebates | 52 | 70 |
| Accrued interest | 39 | 18 |
| Operating lease liabilities | 61 | 53 |
| Miscellaneous (3) | 222 | 110 |
| **Total other accrued liabilities** | $ 608 | $ 393 |

(1)At June 30, 2025 and December 31, 2024, accrued litigation includes $68 for settlements with the State of Ohio and the State of Delaware. At June 30, 2025, accrued litigation also includes $96 related to the settlement agreement with the State of New Jersey. At December 31, 2024, accrued litigation also includes an accrual related to the Ohio MDL of $14. Refer to "Note 16 – Commitments and Contingent Liabilities" for further details.

(2)Represents the current portion of asset retirement obligations (see "Note 15 – Other Liabilities").

(3)At June 30, 2025, miscellaneous includes $88 of derivative liabilities (as described further in "Note 19 – Financial Instruments). Miscellaneous also includes accruals related to utility expenses, property taxes, a workers compensation indemnification liability and other miscellaneous expenses.

## Note 14. Debt

The following table sets forth the components of the Company's debt at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Senior secured term loans: | | |
| Tranche B-3 U.S. dollar term loan due August 2028 | $ 1,051 | $ 1,056 |
| Tranche B-3 euro term loan due August 2028 (€415 million at June 30, 2025 and December 31, 2024) | 487 | 432 |
| Senior unsecured notes: | | |
| 5.375% due May 2027 | 495 | 495 |
| 5.750% due November 2028 | 783 | 783 |
| 4.625% due November 2029 | 620 | 620 |
| 8.000% due January 2033 | 600 | 600 |
| Finance lease liabilities | 40 | 46 |
| Financing obligation (1) | 89 | 90 |
| Supplier financing obligation (2) | 12 | 18 |
| Other | — | 11 |
| **Total debt principal** | 4,177 | 4,151 |
| Less: Unamortized issue discounts | (16) | (19) |
| Less: Unamortized debt issuance costs | (21) | (24) |
| Less: Short-term and current maturities of long-term debt | (38) | (54) |
| **Total long-term debt, net** | $ 4,102 | $ 4,054 |

(1)At June 30, 2025 and December 31, 2024, financing obligation relates to the financed portion of the Company's research and development facility located in the Science, Technology, and Advanced Research Campus of the University of Delaware in Newark, Delaware ("Chemours Discovery Hub").

(2)At June 30, 2025 and December 31, 2024, supplier financing obligation relates to a supplier financing program whose obligations, based on their characteristics, are classified within short-term debt and current maturities of long-term debt. Refer to "Note 12 – Accounts Payable" for further details.

***Senior Secured Credit Facilities***

On August 18, 2023, the Company entered into the Credit Agreement, which provides for a $900 senior secured revolving credit facility (the "Revolving Credit Facility") and five-year senior secured term loans (the "Senior Secured Term Loan Facility", collectively, the "Senior Secured Credit Facilities").

On May 2, 2025, the Company entered into the Amendment among the Company, certain subsidiaries of the Company, the lenders from time to time party thereto and JPMorgan Chase Bank, N.A., as administrative agent (the "Administrative Agent"), which amends the Credit Agreement. The Amendment increased the total net leverage ratio thresholds governing the applicable rate for the Company's revolving commitments existing immediate prior to the consummation of the transaction contemplated by the Amendment to May 2, 2030, increased the maximum senior secured net leverage ratio quarterly maintenance test through the fiscal quarter ended September 30, 2026, extended the termination date of certain revolving commitments and increased the aggregate revolving commitments available to $1,000.

The Senior Secured Term Loan Facility provides for a Tranche B-3 class of term loans, denominated in U.S. dollars, in an aggregate principal amount of $1,070 (the "Dollar Term Loan") and a class of Tranche B-3 class term loans, denominated in euros, in an aggregate principal amount of €415 million (the "Euro Term Loan") (collectively, the "Term Loans"). Following the first amendment to the Credit Agreement, which was entered into on November 29, 2024, the Dollar Term Loan bears a variable interest rate equal to, at the election of the Company, adjusted Term Secured Overnight Financing Rate ("SOFR") plus 3.00%, subject to an adjusted SOFR floor of 0.50%, or adjusted base rate, plus 2.00%, subject to a base rate floor of 1.00%. Following the second amendment to the Credit Agreement, which was entered into on December 13, 2024, the Euro Term Loan bears a variable interest rate equal to adjusted Euro Interbank Offered Rate ("EURIBOR") plus 3.25%, subject to an adjusted EURIBOR floor of 0.0%. The Term Loans will mature on August 18, 2028, and are subject to acceleration in certain circumstances.

No borrowings were outstanding under the Revolving Credit Facility at June 30, 2025 and December 31, 2024. The Company made term loan repayments of $3 and $5 during the three and six months ended June 30, 2025 and 2024, respectively. Chemours also had $46 and $56 in letters of credit issued and outstanding under the Revolving Credit Facility at June 30, 2025 and December 31, 2024, respectively. At June 30, 2025, the effective interest rates on the Dollar Term Loan and the Euro Term Loan were 7.3% and 5.2%, respectively. Also, at June 30, 2025, commitment fees on the Revolving Credit Facility were assessed at a rate of 0.25% per annum.

***Accounts Receivable Securitization Facility***

The Company, through a wholly-owned special purpose entity ("SPE"), maintains an amended and restated receivables purchase agreement dated March 9, 2020, which was amended on March 5, 2021 and further amended on November 24, 2021 and March 23, 2023 (the "Amended Purchase Agreement"). Pursuant to the Amended Purchase Agreement, the Company does not maintain effective control over the transferred receivables and therefore accounts for these transfers as sales of receivables.

On March 28, 2025, the Company entered into an amendment (the "Fourth Amendment") to its Amended Purchase Agreement to extend the maturity date from March 31, 2025 to March 31, 2028 and decrease the facility limit from $175 to $165.

Cash received from collections of sold receivables is used to fund additional purchases of receivables at 100% of face value on a revolving basis, not to exceed the facility limit, which is the aggregate purchase limit. During the three and six months ended June 30, 2025, the Company received $371 and $697, respectively, of cash collections on receivables sold under the Amended Purchase Agreement, following which it sold and derecognized $384 and $738, respectively, of incremental accounts receivable. During the three and six months ended June 30, 2024, the Company received $403 and $688, respectively, of cash collections on receivables sold under the Amended Purchase Agreement, following which it sold and derecognized $392 and $716, respectively, of incremental accounts receivable The Company maintains continuing involvement as it acts as the servicer for the sold receivables and guarantees payment to the bank. As collateral against the sold receivables, the SPE maintains a certain level of unsold receivables, which amounted to $183 and $112 at June 30, 2025 and December 31, 2024, respectively. The Company incurred $1 of fees associated with the Securitization Facility during both the three and six months ended June 30, 2025 and 2024, respectively. Costs associated with the sales of receivables are reflected in the Company's consolidated statements of operations for the periods in which the sales occur.

***Other***

In the third quarter of 2024, the Company entered into a financing arrangement, by which an external financing company funded certain of the Company's annual insurance premiums for $21. During the three and six months ended June 30, 2025, the Company made principal payments of $5 and $10, respectively, to the financing company. The Company repaid all remaining borrowings under the financing arrangement by June 30, 2025.

***Maturities***

The Company has required quarterly principal payments related to the Dollar Term Loan equivalent to 1.00% per annum through June 2028, with the balance due at maturity. Also, on an annual basis, the Company is required to make additional principal payments depending on leverage levels, as defined in the Credit Agreement, equivalent to up to 50% of excess cash flows based on certain leverage targets with step-downs to 25% and 0% as actual leverage decreases to below a 3.50 to 1.00 leverage target. The Company is not required to make additional principal payments in 2025.

The following table sets forth the Company's debt principal maturities for the next five years and thereafter.

| | Senior Debt | Finance Lease Liabilities | Financing Obligation | Supplier Financing Obligation | Total |
|---|---|---|---|---|---|
| 2025 | $ 5 | $ 9 | $ 3 | $ 12 | $ 29 |
| 2026 | 11 | 11 | 7 | — | 29 |
| 2027 | 506 | 9 | 7 | — | 522 |
| 2028 | 2,294 | 9 | 7 | — | 2,310 |
| 2029 | 620 | 4 | 7 | — | 631 |
| Thereafter | 600 | 3 | 122 | — | 725 |
| Total payments | 4,036 | 45 | 153 | 12 | 4,246 |
| Less: Imputed interest | — | (5) | (64) | — | (69) |
| **Total principal maturities on debt** | $ 4,036 | $ 40 | $ 89 | $ 12 | $ 4,177 |

***Debt Fair Value***

The following table sets forth the estimated fair values of the Company's senior debt issues, which are based on quotes received from third-party brokers, and are classified as Level 2 financial instruments in the fair value hierarchy.

| | June 30, 2025 | | December 31, 2024 | |
|---|---|---|---|---|
| | Carrying Value | Fair Value | Carrying Value | Fair Value |
| Senior secured term loans: | | | | |
| Tranche B-3 U.S. dollar term loan due August 2028 | $ 1,051 | $ 1,049 | $ 1,056 | $ 1,065 |
| Tranche B-3 euro term loan due August 2028 (€415 million at June 30, 2025 and December 31, 2024) | 487 | 488 | 432 | 439 |
| Senior unsecured notes: | | | | |
| 5.375% due May 2027 | 495 | 490 | 495 | 477 |
| 5.750% due November 2028 | 783 | 736 | 783 | 728 |
| 4.625% due November 2029 | 620 | 542 | 620 | 538 |
| 8.000% due January 2033 | 600 | 563 | 600 | 587 |
| **Total senior debt principal** | 4,036 | $ 3,868 | 3,986 | $ 3,834 |
| Less: Unamortized issue discounts | (16) | | (19) | |
| Less: Unamortized debt issuance costs | (21) | | (24) | |
| **Total senior debt, net** | $ 3,999 | | $ 3,943 | |

## Note 15. Other Liabilities

The following table sets forth the components of the Company's other liabilities at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Employee-related costs (1) | $ 63 | $ 65 |
| Accrued litigation (2) | 294 | 96 |
| Asset retirement obligations (3) | 93 | 93 |
| Miscellaneous (4) | 115 | 115 |
| **Total other liabilities** | $ 565 | $ 369 |

(1)Employee-related costs primarily represents liabilities associated with the Company's long-term employee benefit plans.

(2)Represents the long-term portion of accrued litigation (see "Note 16 – Commitments and Contingent Liabilities").

(3)Represents the long-term portion of asset retirement obligations, which totaled $101 when combined with the current portion at both June 30, 2025 and December 31, 2024, respectively (see "Note 13 – Other Accrued Liabilities"). During the six months ended June 30, 2025, liabilities incurred during the period, reduction in estimated cash outflows, liabilities settled in the current period and accretion expense were not material.

(4)Miscellaneous primarily includes accrued indemnification liabilities of $23 and $25 at June 30, 2025 and December 31, 2024, respectively. Miscellaneous also includes long-term income tax liabilities from uncertain tax positions.

## Note 16. Commitments and Contingent Liabilities

***Litigation Overview***

The Company and certain of its subsidiaries, from time to time, are subject to various lawsuits, claims, assessments, government investigations, regulatory proceedings and other legal proceedings with respect to product liability, intellectual property, personal injury, commercial, contractual, employment, regulatory, environmental, anti-trust, and other such matters that arise in the ordinary course of business in multiple jurisdictions. Any determination in such a proceeding that the Company's operations or activities are not, or were not, in compliance with applicable laws or regulations could result in the imposition of fines, civil or criminal penalties, and equitable remedies, including disgorgement, temporary or permanent suspension of operations or debarment or injunctive relief. In addition, Chemours, by virtue of its status as a subsidiary of EID prior to its separation on July 1, 2015 ("the Separation"), is subject to or required under the Separation-related agreements executed prior to the Separation to indemnify EID against various pending legal proceedings. The Company vigorously defends such lawsuits, claims, assessments, government investigations and other legal proceedings, whether raised against itself or under its indemnity obligation. Disputes between Chemours and EID may arise regarding indemnification matters, including disputes based on matters of law or contract interpretation. Should such disputes arise, they could materially adversely affect the Company.

When making determinations about recording liabilities related to legal proceedings or unasserted claims that are probable of assertion, the Company complies with the requirements of ASC 450, *Contingencies*, and related guidance. If the potential loss from any claim or legal proceeding is considered probable and the amount can be reasonably estimated, the Company accrues a liability for the estimated loss. Where there is an estimated range of probable loss and an amount within the range of loss appears at the time to be a better estimate than any other amount within the range, the Company accrues a liability for that specific amount. When no amount within an estimated range of probable loss is a better estimate than any other amount, the Company accrues a liability for the minimum amount in the range. When a material loss contingency is reasonably possible, but not probable, the Company does not accrue a liability, but instead discloses the nature of the matter and an estimate of the loss or range of loss, to the extent such estimate can be made. Significant judgment is required in both the determination of probability and whether a loss or range of loss is reasonably estimable. The Company's judgments are subjective based on the status of the legal or regulatory proceedings, the merits of the Company's defenses and consultation with in-house and outside legal counsel. Because of substantial uncertainties related to these matters, accruals are based on the best information available each period, including, among others, mediation, settlement discussions or agreements. As a matter progresses, the Company may receive information, through plaintiff demands, through discovery, in the form of reports of purported experts, or in the context of settlement or mediation discussions that purport to quantify an amount of alleged damages, but with which the Company may not agree. Furthermore, settlement discussions are complex and often involve potential amounts, scope and terms, which can be monetary and non-monetary, that one or more parties may not consider reasonable under the circumstances or indicative of the merits or potential outcome of any court proceeding with respect to the underlying claims. Such information may or may not lead the Company to determine that it is able to make a reasonable estimate as to a probable loss or range of loss in connection with a matter. As additional information becomes available, the Company reassesses the potential liability related to pending claims and litigation and may revise its estimates accordingly. Due to the inherent uncertainties of the legal and regulatory process in the multiple jurisdictions in the United States and internationally, management's judgments may be materially different than the actual outcomes. The Company's ability to assess outcomes and make reasonable estimates of potential losses is further influenced by the fact that a resolution of one or more matters may impact the resolution of other similar matters in terms of timing, amount of liability, or both. Legal costs such as outside counsel fees and expenses are charged to expense in the period services are rendered.

Unless otherwise stated, the Company is unable to reasonably estimate the possible loss or a range of loss for the matters described below, potentially based on one or more of the following reasons: actual or potential plaintiffs have not claimed an amount of monetary damages or the amounts are unsupportable or exaggerated, the matters are in early stages, there is uncertainty as to the outcome of pending appeals or motions, there are significant factual issues to be resolved, the proceedings involve multiple defendants or potential defendants whose share of any potential responsibility has not been determined. Because litigation is subject to significant uncertainties, and adverse rulings, judgments or other outcomes could occur in the future, it is reasonably possible that the Company could incur losses substantially in excess of accrued liabilities or with respect to matters for which no liability has been accrued because losses are not currently probable and reasonably estimable.

Management believes the Company's accounting treatment and disclosure for the matters discussed below are appropriate based on the facts and circumstances for each matter, which are discussed in further detail below.

The following table sets forth the components of the Company's accrued litigation at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Asbestos | $ 86 | $ 61 |
| PFAS (1): | | |
| PFOA (2) | 39 | 40 |
| Other PFAS matters (3) | 349 | 81 |
| All other matters | 23 | 26 |
| **Total accrued litigation** | $ 497 | $ 208 |

(1)The Company is a named defendant and/or cost-sharing and defending DuPont, Corteva, and EID (together, the "DuPont Indemnitees") in litigation related to the production and use of per- and polyfluoroalkyl substances ("PFAS"), including perfluorooctanoic acids and its salts, including the ammonium salt ("PFOA"); hexafluoropropylene oxide dimer acid ("HFPO Dimer Acid", sometimes referred to as "GenX" or "C3 Dimer Acid") and other compounds; and products that are manufactured or use such compounds, including Aqueous Film Forming Foam ("AFFF").

(2)PFOA includes matters under the "PFOA" section within this "Note 16 – Commitments and Contingent Liabilities".

(3)Other PFAS matters includes matters under the "PFAS" section within this "Note 16 – Commitments and Contingent Liabilities".

The following table sets forth the current and long-term components of the Company's accrued litigation and their balance sheet locations at June 30, 2025 and December 31, 2024.

| | Balance Sheet Location | June 30, 2025 | December 31, 2024 |
|---|---|---|---|
| Accrued Litigation: | | | |
| Current accrued litigation | Other accrued liabilities (Note 13) | $ 203 | $ 112 |
| Long-term accrued litigation | Other liabilities (Note 15) | 294 | 96 |
| **Total accrued litigation** | | $ 497 | $ 208 |

***Memorandum of Understanding (the "MOU") with DuPont, Corteva and EID***

In January 2021, Chemours, DuPont, Corteva, and EID, a subsidiary of Corteva, entered into a binding MOU, reflecting the parties' agreement to share potential future legacy liabilities relating to per- and polyfluoroalkyl substances ("PFAS") arising out of pre-July 1, 2015 conduct (i.e., "Indemnifiable Losses", as defined in the separation agreement, dated as of June 26, 2015, as amended, between EID and Chemours (the "Separation Agreement")) until the earlier to occur of: (i) December 31, 2040; (ii) the day on which the aggregate amount of Qualified Spend is equal to $4,000; or, (iii) a termination in accordance with the terms of the MOU (e.g., non-performance of the escrow funding requirements pursuant to the MOU by any party). As defined in the MOU, Qualified Spend includes:

- All Indemnifiable Losses (as defined in the Separation Agreement), including punitive damages, to the extent relating to, arising out of, by reason of, or otherwise in connection with PFAS Liabilities as defined in the MOU (including any mutually agreed-upon settlements);
- Any costs or amounts to abate, remediate, financially assure, defend, settle, or otherwise pay for all pre-July 1, 2015 PFAS Liabilities or exposure, regardless of when those liabilities are manifested; includes Natural Resources Damages claims associated with PFAS Liabilities;
- Fines and/or penalties from governmental agencies for legacy EID PFAS emissions or discharges prior to the spin-off; and,
- Site-Related GenX Claims as defined in the MOU.

The parties have agreed that, during the term of the cost-sharing arrangement, Chemours will bear half of the cost of such future potential legacy PFAS liabilities, and DuPont and Corteva will collectively bear the other half of the cost of such future potential legacy PFAS liabilities up to an aggregate $4,000, of which approximately $1,400 is available after giving consideration for the funding of the payment to the State of Ohio and the supplemental payment to the State of Delaware as well as the net present value of the scheduled settlement payments per the terms of the settlement agreement with the State of New Jersey, described further below. Any PFAS-related insurance recoveries, as received, will increase the future amount available under the MOU. The $1,400 available amount above does not include any potential future insurance proceeds not yet received under noticed insurance policies, which have policy limits that total $750. Any recoveries of Qualified Spend from DuPont and/or Corteva under the cost-sharing arrangement will be recognized as an offset to the Company's cost of goods sold or selling, general, and administrative expense, as applicable, when realizable. Any Qualified Spend incurred by DuPont and/or Corteva under the cost-sharing arrangement will be recognized in the Company's cost of goods sold or selling, general, and administrative expense, as applicable, when the amounts of such costs are probable and estimable or expensed as incurred with respect to period costs, such as legal expenses. The Company incurred expenditures subject to reimbursement of cost-sharing as Qualified Spend under the MOU of approximately $38 and $82 during the three and six months ended June 30, 2025, respectively, and $26 and $49 during the three and six months ended June 30, 2024, respectively, excluding litigation-related settlements.

After the term of this arrangement, Chemours' indemnification obligations under the Separation Agreement would continue unchanged, subject in each case to certain exceptions set out in the MOU. Pursuant to the terms of the MOU, the parties have agreed to release certain claims regarding Chemours' Delaware lawsuit and confidential arbitration (concerning the indemnification of specified liabilities that EID assigned to Chemours in its spin-off), including that Chemours has released any claim set forth in the complaint filed in the Delaware lawsuit, any other similar claims arising out of or resulting from the facts recited by Chemours in the complaint or the process and manner in which EID structured or conducted the spin-off, and any other claims that challenge the spin-off or the assumption of Chemours Liabilities (as defined in the Separation Agreement) by Chemours and the allocation thereof, subject in each case to certain exceptions set out in the MOU. The parties have further agreed not to bring any future, additional claims regarding the Separation Agreement or the MOU outside of arbitration.

As part of the MOU, the parties established an escrow account to support and manage the payments for potential future PFAS liabilities. The MOU provides that: (i) no later than each of September 30, 2021 and September 30, 2022, Chemours shall deposit $100 into an escrow account and DuPont and Corteva shall together deposit $100 in the aggregate into an escrow account, and (ii) no later than September 30 of each subsequent year through and including 2028, Chemours shall deposit $50 into an escrow account and DuPont and Corteva shall together deposit $50 in the aggregate into an escrow account. Subject to the terms and conditions set forth in the MOU, each party may be permitted to defer funding in any year. Additionally, if on December 31, 2028, the balance of the escrow account (including interest) is less than $700, Chemours will make 50% of the deposits and DuPont and Corteva together will make 50% of the deposits necessary to restore the balance of the escrow account to $700. Such payments will be made in a series of five consecutive annual equal installments commencing on September 30, 2029 pursuant to the escrow account replenishment terms as set forth in the MOU. Any funds that remain in escrow at termination of the MOU will revert to the party that deposited them. As such, future payments made by the Company into the escrow account will remain an asset of Chemours, and such payments will be reflected as a transfer to restricted cash and restricted cash equivalents on its consolidated balance sheets. No withdrawals are permitted from the escrow account before January 2026, except for funding mutually agreed-upon third-party settlements in excess of $125. Starting in January 2026, withdrawals may be made from the escrow account to fund Qualified Spend if the parties' aggregate Qualified Spend in that particular year is greater than $200. Starting in January 2031, the amounts in the escrow account can be used to fund any Qualified Spend. Future payments from the escrow account for potential future PFAS liabilities will be reflected on the Company's consolidated statement of cash flows at that point in time.

In September 2023, the parties entered into a supplemental agreement to the MOU, whereby the parties agreed to (i) release the funds held in escrow to fund, in part, the Water District Settlement Fund (discussed further below), (ii) waive the escrow funding obligation of each party due no later than September 30, 2023, and (iii) with respect to the escrow funding obligation due no later than September 30, 2024, waive the obligation of each of the parties under certain conditions as agreed to by the parties. The parties agreed to fund the payments due by September 30, 2024, and the Company funded $50 into the escrow account on September 30, 2024. As such, at June 30, 2025 and December 31, 2024, the Company had $50 deposited into the escrow account, respectively, which is recognized as restricted cash and restricted cash equivalents on its consolidated balance sheets.

The parties have also sought insurance coverage for certain claims relating to PFAS matters, including claims in the AFFF MDL (as defined below). In July 2024, a $45 settlement agreement was reached amongst the parties with one of the insurance carriers. Per agreement with the parties, the Company received approximately $23 of the settlement as it was allocated amongst the parties in accordance with the percentage contribution in the Public Water System Class Action Settlement. In April 2025, two Demands for Arbitration were sent to additional noticed insurance carriers and arbitrations are now proceeding.

After the date of these financial statements, in August 2025, in connection with agreeing to the New Jersey settlement as described further below, the parties entered a PFAS Insurance Proceeds Memorandum of Understanding (the "PFAS Insurance MOU"). The PFAS Insurance MOU is contingent on achieving a binding settlement, pursuant to a final and effective Judicial Consent Order ("JCO") with respect to the New Jersey settlement. Under the PFAS Insurance MOU, Chemours agreed to assign to the other parties its rights to receive certain insurance proceeds in return for $150 of consideration to be paid by the other parties into an escrow account that will be used to fund a portion of Chemours' share of the New Jersey settlement. The other parties will be entitled to receive 100% of future PFAS-related insurance proceeds up to $300, as well as a fee paid from the receipt of additional PFAS-related insurance proceeds of $3 plus interest (at prime minus 2%) on any unrecovered fraction of $150, not to exceed $35 and subject to conditions within the PFAS Insurance MOU. After the other parties recover PFAS-related insurance proceeds pursuant to the terms above, Chemours shall be entitled to its 50% share of any further PFAS-related insurance recoveries. The PFAS Insurance MOU and the consideration the Company will receive represents a contingent gain which will not be recognized until the conditions above are met. The parties also acknowledge that for the purposes of Qualified Spend under the MOU: (i) relevant insurance proceeds received by a party will be netted against applicable costs included in the calculation of Qualified Spend, and (ii) for the New Jersey settlement, the net present value of the scheduled future payments will be applied against the MOU limit rather than the gross amount of future payments. Pursuant to the terms of the PFAS Insurance MOU, the parties agreed to suspend the obligation of each of the parties to fund the $50 MOU payments due by September 30, 2025, and that future MOU funding requirements of Chemours will be reduced by amounts released from the insurance proceeds escrow to fund the New Jersey settlement.

The parties will cooperate in good faith to enter into additional agreements reflecting the terms set forth in the MOU.

***Asbestos***

In the Separation, EID assigned its asbestos docket to Chemours. At both June 30, 2025 and December 31, 2024, there were approximately 815 lawsuits pending against EID alleging personal injury from exposure to asbestos, respectively. These cases are pending in state and federal court in numerous jurisdictions in the U.S. and are individually set for trial. A small number of cases are pending outside of the U.S. Most of the actions were brought by contractors who worked at sites between the 1950s and the 1990s. A small number of cases involve similar allegations by EID employees or household members of contractors or EID employees. Finally, certain lawsuits allege personal injury as a result of exposure to EID products.

With limited exception, the Company previously rejected EID's demand for indemnity and defense of asbestos and product liability matters arising from an EID subsidiary, Sporting Goods Properties, Inc., ("SGPI"). EID brought an arbitration proceeding on this issue and in November 2024, the Company and EID reached an agreement in principle and adjourned the arbitration. The Company finalized the settlement agreement in March 2025. Per the terms of the agreement in principle, the Company assumed approximately 20 current SGPI asbestos cases as well as all future SGPI asbestos and product liability claims. The agreement also includes that the Company is entitled to insurance recoveries where applicable under certain existing insurance policies as well as potential cost sharing between the parties for certain cases. As of June 30, 2025 there are approximately 20 SGPI asbestos litigation claims outstanding. The Company is entitled to insurance recoveries where applicable under certain existing insurance policies as well as potential cost sharing between the parties for certain cases.

At June 30, 2025 and December 31, 2024, Chemours had accruals of $86 and $61 related to these matters, respectively. Asbestos reserves recorded include estimated losses for current claims as well as an estimate of losses for future claims, except for the SGPI asbestos and product liability claims. Because of the limited history of SGPI asbestos and product liability claims, the Company has concluded that it is not able to reasonably estimate probable losses for future claims for these matters at this time.

***Benzene***

In the Separation, EID assigned its benzene docket to Chemours. At June 30, 2025 and December 31, 2024, there were 22 cases pending against EID alleging benzene-related illnesses. These cases consist of premises matters involving contractors and deceased former employees who claim exposure to benzene while working at EID sites primarily in the 1960s through the 1980s, and product liability claims based on alleged exposure to benzene found in trace amounts in aromatic hydrocarbon solvents used to manufacture EID products such as paints, thinners, and reducers.

Management believes that a loss is reasonably possible as to the docket as a whole; however, given the evaluation of each benzene matter is highly fact-driven and impacted by disease, exposure, and other factors, a range of such losses cannot be reasonably estimated at this time.

In May 2021, the Company and EID filed suit in Delaware state court against multiple insurance companies for breach of their contractual obligations to indemnify Chemours and EID against liabilities, costs and losses relating to benzene litigation which are covered under liability insurance policies purchased by EID during the period 1967 to 1986. EID and Chemours are seeking payment of all costs and settlement amounts for past and future benzene cases falling under those policies. The outcome of this matter is not expected to have a material impact on Chemours' results of operations or financial position. Over the course of the litigation, settlements have been negotiated with all of the insurers and Chemours and EID established a joint escrow account. In December 2024, Chemours and EID agreed to a 50/50 distribution of then-available escrow account funds with Chemours receiving $20, representing a release of previously recorded restricted cash.

***PFOA***

Chemours does not, and has never, used "PFOA" (collectively, perfluorooctanoic acids and its salts, including the ammonium salt) as a polymerization aid nor sold it as a commercial product. Prior to the Separation, the performance chemicals segment of EID made PFOA at its Fayetteville Works site in Fayetteville, North Carolina ("Fayetteville") and used PFOA as a polymerization aid in the manufacture of fluoropolymers and fluoroelastomers at certain sites, including: Washington Works, Parkersburg, West Virginia; Chambers Works, Deepwater, New Jersey ("Chambers Works"); Dordrecht Works, Netherlands; Changshu Works, China; and, Shimizu, Japan. These sites are now owned and/or operated by Chemours.

At June 30, 2025 and December 31, 2024, Chemours maintained an accrual of $39 and $40, respectively, related to PFOA matters under the Leach Settlement (discussed below), EID's obligations under agreements with the U.S. Environmental Protection Agency (the "EPA"), and voluntary commitments to the New Jersey Department of Environmental Protection (the "NJ DEP"). These obligations and voluntary commitments include surveying, sampling, and testing drinking water in and around certain Company sites, and offering treatment or an alternative supply of drinking water if tests indicate the presence of PFOA in drinking water at or greater than the applicable levels. The Company will continue to work with EPA, NJ DEP and other authorities regarding the extent of work that may be required with respect to these matters.

*Leach Settlement*

In 2004, EID settled a class action captioned *Leach v. DuPont*, filed in West Virginia state court, alleging that approximately 80,000 residents living near the Washington Works facility had suffered, or may suffer, deleterious health effects from exposure to PFOA in drinking water. Among the settlement terms, EID funded a series of health studies by an independent science panel of experts ("C8 Science Panel") to evaluate available scientific evidence on whether any probable link exists, as defined in the settlement agreement, between exposure to PFOA and disease.

The C8 Science Panel found probable links, as defined in the settlement agreement, between exposure to PFOA and pregnancy-induced hypertension, including preeclampsia, kidney cancer, testicular cancer, thyroid disease, ulcerative colitis, and diagnosed high cholesterol. Under the terms of the settlement, EID is obligated to fund up to $235 for a medical monitoring program for eligible class members and pay the administrative costs associated with the program, including class counsel fees. The court-appointed Director of Medical Monitoring implemented the program, and testing is ongoing with associated payments to service providers disbursed from an escrow account which the Company replenishes pursuant to the settlement agreement. Through June 30, 2025, approximately $2 has been disbursed from escrow related to medical monitoring. While it is reasonably possible that the Company will incur additional costs related to the medical monitoring program, such costs cannot be reasonably estimated due to uncertainties surrounding the level of participation by eligible class members and the scope of testing.

In addition, under the Leach settlement agreement, EID must continue to provide water treatment designed to reduce the level of PFOA in water to six area water districts and private well users. At Separation, this obligation was assigned to Chemours and is included in the accruals discussed above.

*PFOA Leach Class Personal Injury*

Further, under the Leach settlement, class members may pursue personal injury claims against EID only for those diseases for which the C8 Science Panel determined a probable link exists. Approximately 3,500 lawsuits were subsequently filed in various federal and state courts in Ohio and West Virginia and consolidated in multi-district litigation ("MDL") in Ohio federal court. These were resolved in March 2017 when EID entered into an agreement settling all MDL cases and claims, including all filed and unfiled personal injury cases and claims that were part of the plaintiffs' counsel's claims inventory, as well as cases tried to a jury verdict (the "First MDL Settlement") for $670.7 in cash, with half paid by Chemours, and half paid by EID.

Concurrently with the First MDL Settlement, EID and Chemours agreed to a limited sharing of potential future PFOA costs (i.e. "Indemnifiable Losses", as defined in the Separation Agreement between EID and Chemours) for a period of five years. The cost-sharing agreement entered concurrently with the First MDL Settlement has been superseded by the binding MOU addressing certain PFAS matters and costs. For more information on this matter refer to "Memorandum of Understanding (the "MOU") with DuPont, Corteva and EID" within this "Note 16 – Commitments and Contingent Liabilities".

While all MDL lawsuits were dismissed or resolved through the First MDL Settlement, the First MDL Settlement did not resolve PFOA personal injury claims of plaintiffs who did not have cases or claims in the MDL or personal injury claims based on diseases first diagnosed after February 11, 2017. Approximately 96 plaintiffs filed matters after the First MDL Settlement. In January 2021, EID and Chemours entered into settlement agreements with counsel representing these plaintiffs, providing for a settlement of all but one of the 96 then filed and pending cases, as well as additional pre-suit claims, under which those cases and claims of settling plaintiffs were resolved for approximately $83 (the "Second MDL Settlement"). Chemours contributed approximately $29, and DuPont and Corteva each contributed approximately $27 to the Second MDL Settlement.

The single matter not included in the Second MDL Settlement was a testicular cancer case tried in March 2020 to a verdict of $40 in compensatory and emotional distress damages and $10 in loss of consortium damages. The jury found that EID's conduct did not warrant punitive damages. In March 2021, the trial court issued post-trial rulings which reduced the consortium damages to $0.25. The Company paid its share from the verdict in this matter in November 2023 after all of EID's appeals process from United States Court of Appeals to the United States Supreme Court were denied.

In December 2022, the Judicial Panel on Multi-District Litigation ("JPML") declined to close the Ohio MDL. Trial was scheduled to start in September 2024 for two plaintiffs, with a second trial scheduled to start in March 2025 for two plaintiffs. Prior to the start of the first trial in September, EID and Chemours entered into an agreement in principle with counsel representing MDL plaintiffs providing for settlement for all 45 filed and pending cases in the MDL as well as 29 additional pre-suit claims, under which those cases and claims of settling plaintiffs would be resolved and the MDL closed for $58.5, with Chemours contributing $29.25 and DuPont and Corteva contributing together contributing $29.25. The parties finalized and executed the term sheet as of November 13, 2024 on terms consistent with the above-referenced agreement in principle. In December 2024, the plaintiffs filed an unopposed motion to terminate the MDL. In February 2025, the court entered an order granting the motion and suggesting dissolution of the MDL to the JPML and the JPML closed the MDL. In December 2024, the first payment under the term sheet became payable and Chemours paid its share of $14.75. In March 2025, the second and final payment under the term sheet became payable and Chemours paid its share of the final payment of $14.5.

***PFAS***

EID and Chemours have received governmental and regulatory inquiries and have been named in other litigations, including class actions, brought by individuals, municipalities, businesses, and water districts alleging exposure to and/or contamination from PFAS, including PFOA. Many actions include an allegation of fraudulent transfer in the spin-off that created Chemours. Chemours has declined EID's requests for indemnity for fraudulent transfer claims.

Chemours has responded to letters and inquiries from governmental law enforcement entities regarding PFAS, including in January 2020, a letter informing it that the U.S. Department of Justice, Consumer Protection Branch, and the United States Attorney's Office for the Eastern District of Pennsylvania are considering whether to open a criminal investigation under the Federal Food, Drug, and Cosmetic Act and asking that it retain its documents regarding PFAS and food contact applications. In July 2020, Chemours received a grand jury subpoena for documents. The Company is presently unable to predict the duration, scope, or result of any potential governmental, criminal, or civil proceeding that may result, the imposition of fines and penalties, and/or other remedies. The Company is also unable to develop a reasonable estimate of a possible loss or range of losses, if any.

*Fayetteville Works, Fayetteville, North Carolina*

For information regarding the Company's ongoing litigation and environmental remediation matters at Fayetteville, refer to "Fayetteville Works, Fayetteville, North Carolina" under the "Environmental Overview" within this "Note 16 – Commitments and Contingent Liabilities".

*Aqueous Film Forming Foam Matters*

Chemours does not manufacture or sell, and has never, manufactured nor sold aqueous film forming foam ("AFFF"). Numerous defendants, including EID and Chemours, have been named in approximately 7,850 matters, involving AFFF, which is used to extinguish hydrocarbon-based (i.e., Class B) fires and subject to U.S. military specifications. Most matters have been transferred to or filed directly into a multi-district litigation ("AFFF MDL") in South Carolina federal court or identified by a party for transfer. The matters pending in the AFFF MDL allege damages as a result of contamination, in most cases due to migration from military installations or airports, or personal injury from exposure to AFFF. Plaintiffs seek to recover damages for investigating, monitoring, remediating, treating, and otherwise responding to the contamination. Others have claims for personal injury, property diminution, and punitive damages.

In March 2021, ten water provider cases within the AFFF MDL were approved by the court for purposes of commencing initial discovery (Tier One discovery) and in October 2021, the court approved three of these cases for additional discovery (Tier Two discovery). In September 2022, a water provider action filed by the City of Stuart, Florida was selected for the first bellwether trial. The court encouraged all parties to discuss resolution of the water provider category of cases, and in October 2022 appointed a mediator to facilitate discussions among and between the parties. Chemours, Corteva/EID and DuPont, together, entered into U.S. public water system class action settlement agreement in June 2023, as further discussed below. Prior to the public water system class action suit settlement, in May 2023, the Plaintiffs filed, and the court granted, a motion to sever all claims against Chemours and EID from the first bellwether trial for the water provider cases. There are currently approximately 850 water provider cases in the AFFF MDL, of which approximately 40 such matters that had been filed as of the Settlement Agreement have submitted opt-outs per below discussion.

For non-water provider cases in the AFFF MDL (approximately 7,000), the parties are now proceeding with discovery in certain personal injury cases, with Tier One discovery completed in June 2024. In July 2024, the parties jointly submitted to the Court a list of proposed Group A and Group B plaintiffs for purposes of staggering Tier 2 discovery. Tier 2 discovery for Group A cases was completed in December 2024 and Tier 2 discovery for Group B cases must be completed in September 2025. An initial Tier 2 Group A trial date has been set for October 2025. The parties are discussing potential resolution of the personal injury category of cases and have engaged a mediator to facilitate discussions among and between the parties. Under the mutual obligations of the MOU, Chemours, Corteva/EID and DuPont, together, are engaged in these discussions, including through the mediator; however, there is no guarantee that the discussions will result in a settlement. In July 2025, the Court entered an order relating to unfiled personal injury claims and their potential to disrupt the MDL's operations as well as the settlement discussions.

Also, as of April 2025, the parties are proceeding with product identification discovery on a selection of 12 real property cases, with fact discovery set to be completed in November 2025.

In February 2025, the court issued an order seeking a process for expert reports and Daubert briefing on the general causation on liver and thyroid cancers. The Court held a "Science Day" in June 2025 to address the claimed association of these diseases with exposure to an AFFF source. Further, the Court has also established a case management process for reviewing and listing diseases claimed to be associated with exposure to an AFFF source as well a protocol for dismissing personal injury claims for unlisted diseases. Plaintiffs asserting these unlisted claims were required to dismiss their unlisted personal injury claims without prejudice by September 10, 2024 or produce medical records and expert reports on general and specific causation for the alleged disease.

There are other AFFF lawsuits pending outside the AFFF MDL that have not been designated by a party for inclusion in the MDL. These matters identifying EID and/or Chemours as a defendant are:

Valero Refining ("Valero") has five pending state court lawsuits filed commencing in June 2019 regarding its Tennessee, Texas, Oklahoma, California, and Louisiana facilities. These lawsuits allege that several defendants that designed, manufactured, marketed, and/or sold AFFF or PFAS incorporated into AFFF have caused Valero to incur damages and costs including remediation, AFFF disposal, and replacement. Valero also alleges fraudulent transfer.

In New York state court, four individuals filed a lawsuit in September 2019 against numerous defendants including Chemours. The lawsuit alleges personal injury resulting from exposure to AFFF in Long Island drinking water and violation of New York Uniform Fraudulent Conveyance Act. Plaintiffs seek compensatory and punitive damages and medical monitoring.

Since February 2023, two lawsuits have been filed in Illinois state court against numerous defendants, including EID, which also allege personal injury from occupational exposure, including from AFFF-related materials/products, and seeks compensatory damages and punitive damages. Chemours is not a named defendant in either of these lawsuits.

In Ontario, Canada, three lawsuits were filed by two parties in December 2022 against DuPont de Nemours, Inc. and another defendant, seeking contribution and indemnification, interest, and costs in connection with three underlying actions filed by property owners in Canada, and a related third-party action filed by some defendants in one of the matters. The plaintiffs in the underlying actions allege PFAS contamination of their respective properties from the use of firefighting foam. Chemours is not a named defendant in any of these matters but has agreed to defend pursuant to the MOU. These lawsuits against DuPont were noticed for discontinuance by two of the filing parties.

In September 2024, a matter was filed in New Jersey state court against EID, DuPont, Chemours and other defendants alleging personal injury due to exposure to AFFF-related PFAS in drinking water. This matter was transferred to the AFFF MDL.

In British Columbia, Canada, a civil claim was filed in the Supreme Court of British Columbia in December 2023 against multiple defendants, including Chemours, seeking to certify the action as a class proceeding. The complaint identifies the class as individuals with certain diagnosed conditions after using or being exposed to AFFF containing PFAS under certain conditions and seeks compensatory and punitive damages.

Also in the British Columbia court, in June 2024, a civil claim was filed by His Majesty the King in Right of the Province of British Columbia against multiple defendants, including Chemours, seeking to certify the action as a class proceeding. The complaint identifies the class as all provincial and territorial governments that have incurred expenditures relating to alleged PFAS contamination, including from AFFF, of its water resources as well as municipalities, regional districts, and other governance authorities and persons responsible for drinking water systems. The complaint seeks compensatory and punitive damages.

In July 2024, a civil claim was filed in the Superior Court of Quebec, District of Montreal, against multiple defendants, including Chemours, seeking to certify the action as a class proceeding. The complaint identifies the class as all natural and legal persons in Quebec who own, operate, or supply water through a drinking water disbursement system intended for human consumption, and whose water source is located near sites where PFAS and PFAS-containing products, such as AFFF, were allegedly manufactured, used, transported, processed or sold by defendants. The claim seeks compensatory and punitive damages.

In August 2024, a claim was filed in the Manitoba Court of King's Bench (Winnipeg Centre) by the Muskoday First Nation against multiple defendants, including Chemours, seeking to certify the action as a class proceeding. The complaint identifies the class as Indian Bands as defined under Canadian law. Plaintiff alleges that "any water, fish, and game they obtain from the reserve is contaminated with PFAS" by PFAS and PFAS-containing products, such as AFFF, that were allegedly manufactured, used, transported, processed, or sold by defendants near their water sources. The claim seeks compensatory and punitive damages.

In August 2024, a civil claim was filed in the Superior Court of Ontario against multiple defendants, including Chemours, seeking to certify the action as a class proceeding. The complaint identifies the class as all persons in Canada who own property with a well and whose well contains PFAS. Plaintiff alleges that their well as the wells of class members were contaminated by PFAS and PFAS-containing products, such as AFFF, that were allegedly manufactured, used, transported, processed, or sold by defendants near their water sources. The claim seeks compensatory and punitive damages. In July 2025, Mead requested that the court discontinue the action against all defendants. The court has not yet acted on Mead's request.

In September 2024, a civil claim was filed in the Supreme Court of British Columbia in Canada against multiple defendants, including Chemours, seeking to certify the action as a class proceeding. The complaint identifies the class as all persons in Canada who currently own property with a well, and whose well water contains PFAS. Plaintiff alleges that their well, and the wells of class members, were contaminated by PFAS and PFAS-containing products, such as AFFF, that were allegedly manufactured, used, transported, processed, or sold by defendants near their water sources. The claim seeks compensatory and punitive damages.

*United States Public Water System Class Action Suit Settlement and Related Opt-Outs*

On June 1, 2023, Chemours, Corteva/EID, and DuPont, together, entered into a binding agreement in principle to comprehensively resolve all drinking water claims related to PFAS of a defined class of U.S. public water systems that serve the vast majority of the United States population arising out of the AFFF MDL, that was finalized by a definitive agreement on June 30, 2023 (the "Settlement Agreement"), subject to approval by the United States District Court for the District of South Carolina (the "Court"). A preliminary approval of the Settlement Agreement by the Court was granted on August 22, 2023.

Under the Settlement Agreement, Chemours, Corteva and DuPont collectively established and contributed a total of $1,185 to a qualified settlement fund ("Water District Settlement Fund"). Contribution rates were consistent with the MOU, with Chemours (together with its subsidiaries) contributing 50%, and DuPont and Corteva collectively (together with their subsidiaries) contributing the remaining 50%. The settlement amounts were funded in full and deposited into the Water District Settlement Fund. On September 6, 2023, Chemours deposited $592 into the Water District Settlement Fund, which was recognized as restricted cash and restricted cash equivalents on its consolidated balance sheet at December 31, 2023. In exchange for the payment to the Water District Settlement Fund, Chemours, Corteva and DuPont (together with their subsidiaries) will receive a release of the claims from the Class (as defined below), upon entry into final judgment by the Court in accordance with the Settlement Agreement. The agreement was entered into solely by way of compromise and settlement and is not in any way an admission of liability or fault by Chemours or the other parties.

The class represented in the Settlement Agreement is composed of all Public Water Systems, as defined in 42 U.S.C. § 300f, with a current detection of PFAS or that are currently required to monitor for PFAS under the Environmental Protection Agency's Fifth Unregulated Contaminant Monitoring Rule or other applicable federal or state law (the "Class"). The following systems are excluded from the settlement class: water systems owned and operated by a State or the United States government; small systems that have not detected the presence of PFAS and are not currently required to monitor for it under federal or state requirements; and water systems in the lower Cape Fear River Basin of North Carolina (which are included only if they so request). PFAS, as defined in the Settlement Agreement, includes PFOA and HFPO Dimer Acid among a broad range of fluorinated organic substances. While it is reasonably possible that the excluded systems or claims could result in additional future lawsuits, claims, assessments or proceedings, it is not possible to predict the outcome of any such matters, and as such, the Company is unable to develop an estimate of a possible loss or range of losses, if any, at this time.

The Settlement Agreement does not resolve claims of Public Water Systems that are not included in the settlement as described above, or of Public Water Systems that requested exclusion from the Class ("opt out") pursuant to the process established by the Court. It also does not resolve potential future claims of Public Water Systems that have not detected and do not detect any PFAS contamination, but where such contamination first occurs in the future. The Settlement Agreement also does not resolve certain claims not related to drinking water, such as certain specified separate alleged claims relating to stormwater or wastewater treatment, or other alleged types of claims such as for personal injury or for natural resource damages claimed by state attorneys general, that remain outstanding in the AFFF MDL or other courts. Matters related to claims from other public water systems, state natural resources damages and other PFAS matters are further described below.

As part of the preliminary approval of the Settlement Agreement in August 2023, notice of the Settlement Agreement has been provided to class members and such members had until November 11, 2023 to object to the settlement or December 4, 2023 to submit a request for exclusion, indicating they wish to opt-out of the settlement class. A Final Fairness Hearing on the Settlement Agreement occurred on December 14, 2023.

On January 3, 2024, the Court-appointed Notice Administrator for the settlement submitted a declaration regarding objections to the settlement and opt-outs, and on February 6, 2024, it submitted an updated report to the Court regarding its further review of the submitted opt-outs. The Notice Administrator identified that, based on his then February 2024 review as done in accordance with the Court's guidance, opt-outs had been received from approximately 1,000 of the 14,167 listed potential Class members. In addition to those opt-outs, the Notice Administrator stated that he also received requests for exclusion from approximately 300 additional entities that were not on the list of Class members. The Court issued an order providing that the deadline for entities to withdraw a previously submitted opt-out was March 1, 2024, which was subsequently extended to March 15, 2024 by the Court. The Notice Administrator's determinations are not dispositive of the validity of opt-outs, which may be subject to judicial review and the Notice Administrator also continues to review the opt-outs for whether they were proper or duplicative.

Chemours, Corteva and DuPont deny the allegations in the underlying litigation and reserve all legal and factual defenses against such claims if they were litigated to conclusion. On February 8, 2024, the Court issued an opinion and order granting the plaintiffs' motion for final approval of the settlement, and on February 26, 2024, the Court entered a final order and judgment. On March 11, 2024, one public water system filed a notice of appeal from the district court's judgment, and such appeal was dismissed in April 2024. No additional appeals were filed during the appeal period, and accordingly the court's approval is a final judgment in accordance with the Settlement Agreement. The Settling Defendants confirmed to the escrow agent in May 2024 that the Effective Date has occurred under the Settlement Agreement and Chemours no longer maintains its reversionary interest to the underlying restricted funds within the Water District Settlement Fund.

With respect to the submitted opt-outs, for those entities that have filed claims and/or lawsuit against numerous defendants, including Chemours, EID, Corteva, DuPont, either prior or subsequent to the Settlement Agreement, approximately 40 of such opt-out entities are in the U.S. District Court of South Carolina Multi-district litigation and approximately 100 of such opt-out entities are named plaintiffs in other various federal, state or local courts (see Other Public Water System Matters below). The Company's assessment of its potential liability with respect to the opt-outs considers numerous factors, many of which are not yet determinable. Many of these lawsuits and claims involve highly complex issues related to causation, scientific evidence and alleged actual damages and other substantial uncertainties.

Other than a single opt-out matter, for which the Company is engaged in discussions with the opt-out entity and maintains an immaterial accrual, the Company has not accrued for any potential losses with respect to the opt-out population as of June 30, 2025 and December 31, 2024, as such losses are not probable or estimable. Additional future lawsuits, claims, assessments or proceedings, including for those identified in the Other Public Water Systems Matters below, could be brought or maintained either by entities that submitted opt-outs, or by entities asserting claims that are expressly excluded from the releases in the Settlement Agreement. However, it is not possible to predict the outcome of any such matter due to various reasons including, among others, legal and factual defenses against such claims including factors noted above, timing when such claims could be resolved in court, and the number of defendants in any of those claims. While management believes that it is reasonably possible that the Company could incur losses related to the matters, which could be material to the results of operations, financial position, or cash flows, the Company is unable to develop a reasonable estimate of a possible loss or range of losses, if any, at this time.

*Other Public Water System Matters*

In addition to the matters described in the AFFF MDL, as well as the matters described in "Litigation and Other matters related to Fayetteville" within this "Note 16 – Commitments and Contingent Liabilities", other public water systems have filed lawsuits against Chemours, Corteva/EID, and DuPont including the following:

In New York federal court, 23 Long Island water suppliers that have filed lawsuits since August 2019 against several defendants including EID and Chemours alleging PFAS, PFOA, and perfluorooctanesulfonic acid ("PFOS") contamination through releases from industrial and manufacturing facilities and business locations where PFAS-contaminated water was used for irrigation and sites where consumer products were disposed. Claims vary between matters but include claims of personal injury alleging various disease conditions, product liability, negligence, nuisance, trespass and fraudulent transfer. All matters are seeking compensatory and punitive damages and, in certain cases, medical monitoring, declaratory and/or injunctive relief. In January 2022, Chemours filed a third-party claim for indemnity in connection with one of the Long Island water supplier matters. One of the water suppliers filed to opt out of the Public Water System Class Action Settlement.

In New York and New Jersey federal courts, lawsuits were filed by Suez Water in December 2020 against several defendants, including EID and Chemours, alleging damages from PFAS releases into the environment, including PFOA and PFOS, that impacted water sources that the utilities use to provide water, as well as products liability, negligence, nuisance, and trespass. Defendants filed motions to dismiss the complaints in both matters. The motion was denied in the Suez Water New Jersey lawsuit in October 2021. In January 2022, the court granted defendants' motion to dismiss in the Suez New York lawsuit without prejudice and the plaintiff filed a second amended complaint in February 2022. Following the filing of the second amended complaint in the Suez New York lawsuit, the defendants filed a motion to dismiss. In March 2023, the court granted in part defendants' motion to dismiss the second amended complaint, dismissing all claims against Chemours with prejudice, and finding a claim for design defect could be maintained against EID. Suez filed to opt out these matters from the Public Water System Class Action Settlement. In March 2024, the stays in these matters were lifted and discovery is proceeding.

In Georgia and Alabama courts, lawsuits were filed beginning in 2017 against numerous carpet manufacturers, certain municipal defendants, and suppliers and former suppliers, including EID and Chemours. The lawsuits include a matter filed by the Water Works and Sewer Board of the Town of Centre, Alabama alleging negligence, nuisance, and trespass in the release of PFAS, including PFOA, into a river leading to the town's water source. The Town of Centre filed to opt out of the Public Water System Class Action Settlement, and this matter was expected to proceed to trial in March 2025, but was delayed and is pending a new trial date, which is currently not expected to be before November 2025.

Also, in Alabama, a purported class action was filed in July 2022 in Alabama federal court by the Utilities Board of Tuskegee on behalf of certain drinking water utilities against 3M, EID, Corteva and the Company alleging contamination of drinking water. The complaints allege negligence, public nuisance, private nuisance and trespass. The plaintiffs seek injunctive relief as well as compensatory and punitive damages. In April 2023, Shelby County, Alabama and Talladega County, Alabama, filed suit in Alabama state court against numerous carpet manufacturers located near Dalton Georgia, suppliers, EID, Chemours, and other defendants to be named later. The complaint alleges negligence, nuisance and trespass in the release by the carpet mills of PFAS compounds, including PFOA, into the water sources used by the Counties to provide drinking water. The Counties seek compensatory and punitive damages as well as injunctive relief to remove PFAS from the water supply and prevent alleged ongoing contamination. In May 2023, the matter was removed to federal court and later remanded to state court. In August 2023, the Water Works and Sewer Board of the City of Gadsden, Alabama also filed suit in Alabama state court against the Company, DuPont, Corteva and other suppliers to carpet mills in Dalton Georgia, as well as against various landfill and waste companies. The complaint alleges negligence, nuisance, and trespass in the release of PFAS compounds, including PFOA, reaching the town's water source. Gadsden seeks compensatory damages as well as expenses, potential lost profits, punitive damages and injunctive release. These matters were stayed in September 2023 pending final approval of the Public Water System Class Action Settlement. Shelby County, Talladega County, City of Gadsden and the Utilities Board of Tuskegee as well as other water utilities that may be within the class, filed to opt out of the Public Water System Class Action Settlement and the matters are now proceeding. In January 2025, 3M removed each of the Shelby and Talladega Counties matters to federal court and also sought transfer to the AFFF MDL. Plaintiffs' filed a motion to remand, which is pending. The motion to transfer to the AFFF MDL was denied in April 2025. In November 2024, the Court dismissed the Utilities Board of Tuskegee matter without prejudice. Also in November 2024, the Alabama Supreme Court accepted Defendants' mandamus petition seeking a writ to dismiss the Gadsden case on the grounds that all injuries have been redressed and that the claims are time barred. In March 2025, the Alabama Supreme Court granted the mandamus and directed the case against DuPont and the other supplier defendants to be dismissed on failure to timely file within the statute of limitations.

In March 2024, the Municipal Utilities Board of the City of Albertville, Alabama filed suit in Alabama state court against certain defendants, including Chemours and EID. The complaint alleges negligence, nuisance, trespass and seeks compensatory damages, real property damages, as well as past and future expenses, potential lost profits, and punitive damages. The plaintiffs also seek injunctive relief. Albertville filed to opt out of the Public Water System Class Action Settlement.

In April 2024, the Board of Water and Sewer Commissioners of the City of Mobile, Alabama filed suit in Alabama state court against certain defendants, including Chemours, DuPont and Corteva. The complaint alleges negligence, nuisance, trespass and wantonness through disposal of construction materials made with PFAS allegedly supplied by defendants, to the local landfill, which allegedly resulted in the release of PFAS compounds reaching the town's water source. Mobile seeks compensatory damages as well as expenses, potential lost profits, punitive damages, and attorneys' fees. Mobile also seeks an injunction requiring defendants to remove PFAS from the water supply. Mobile filed to opt out of the Public Water Class Action Settlement. In October 2024, the Court dismissed Plaintiff's complaint in its entirety for failure to state a claim as well as lack of standing.

In Georgia, a lawsuit was filed by the City of Rome against numerous carpet manufacturers, certain municipal defendants, and suppliers and former suppliers, including EID and Chemours, alleging negligence, nuisance, and trespass in the release of PFAS, including PFOA, into a river leading to the town's water source. In June 2023, Chemours, DuPont and Corteva entered into a confidential settlement with the City of Rome and its claims against these parties related to this matter have been released and the matter dismissed.

In Georgia, a putative class action was filed in 2019 on behalf of customers of the Rome, Georgia water division and the Floyd County, Georgia water department against the City of Dalton, Georgia, numerous carpet manufacturers located in Dalton, Georgia, Chemours and EID, alleging negligence, nuisance and other claims related to the release of perfluorinated compounds, including PFOA, into a river leading to their water sources ("Rome ratepayer matter"). In November 2022, EID and Chemours were added as defendants in a purported class action filed on behalf of residents of Summerville, Georgia and Chattooga County, Georgia in Federal Court ("Summerville ratepayer matter"). Plaintiffs seek various statutory violations as well as negligence and nuisance and seek remedies, injunctive relief, personal injury and property damages, as well as punitive damages. These matters are pending in court. Floyd County, City of Rome and Summerville filed to opt out of the Public Water System Class Action Settlement. In December 2024, the court in the Rome ratepayer matter ruled that the putative class did not have standing to seek injunctive relief and granted summary judgment for Defendants on that count. The court has stayed rulings on the pending motions in this matter to allow the parties to mediate the remaining claims for alleged damages related to rate increases during the first half of 2025. A mediation took place in June 2025; no resolution was reached.

Additionally in Georgia state court, in January 2024, certain landowners of property in Gordon County, Georgia, filed suit against the City of Calhoun, numerous carpet manufacturers operating in Calhoun, and carpet mill suppliers, including 3M, EID and Chemours. The complaint alleges that the carpet manufacturers sent PFAS-containing wastewater to the Calhoun Water Pollution Control Plant for many years. It further alleges Calhoun spread the treated sludge containing PFAS from the Calhoun Water Pollution Control Plant on plaintiffs' land until 2023. Plaintiffs allege negligence and nuisance, and seek compensatory damages, including diminution of property value, and punitive damages, as well as an injunctive order to remediate the property. Calhoun filed to opt out of the Public Water System Class Action Settlement. In May 2024, a separate lawsuit was filed in Georgia state court on behalf of multiple plaintiffs located in Calhoun, Georgia, alleging that defendants, including Chemours and EID, manufacture chemicals used in carpet manufacturing processes which have been discharged in wastewater to the Calhoun Water Pollution Control Plant. Plaintiffs allege and seek damages for PFAS contamination of their properties due to sewage sludge dumped in close proximity to their properties by Defendant City of Calhoun. The lawsuit alleges negligence, failure to warn, nuisance, wanton conduct and punitive damages, public nuisance, abatement of public nuisance, and trespass. The Defendant City of Calhoun filed cross claims against numerous carpet manufacturers, and carpet mill suppliers, including EID and Chemours in both of these actions. The cross claims allege that the carpet manufacturers and suppliers knew PFAS-containing wastewater sent to the Calhoun Water Pollution Control Plant and would not be removed by Calhoun's treatment systems. The City of Calhoun alleges negligence, nuisance, and statutory violations. Calhoun seek compensatory and punitive damages as well as injunctive relief ordering abatement, remediation, and attorneys' fees. Chemours and EID moved to dismiss the plaintiff's claims as well as the City of Calhoun's cross claims in the actions. In October 2024, the Court denied the motions to dismiss the plaintiffs' claims but dismissed the City of Calhoun's cross claims.

In June 2024, the City of Columbia, South Carolina ("City of Columbia") filed suit in South Carolina state court against multiple defendants, including Chemours, EID, and DuPont, who are alleged to be responsible for the release of PFAS into the City of Columbia's water supply as suppliers to the metal finishing, paper finishing, plastics coating, textile, and aerospace industries. The complaint alleges that a variety of industrial operations have discharged PFAS into the Broad River and the Saluda River, which are the source of the City of Columbia's drinking water, and that PFAS have been detected at high levels in these rivers and in Lake Murray (a Saluda River impoundment). The City of Columbia seeks compensatory and punitive damages. In January 2025, the Joint Municipal Water and Sewer Commission ("Joint Municipal"), Saluda County Water and Sewer Authority ("Saluda County"), and the Town of Lexington, South Carolina ("Lexington"), all of which also rely upon Lake Murray as a source of drinking water, also filed suit in South Carolina state court against multiple defendants, including Chemours, EID, and DuPont, regarding alleged discharges and seeking compensatory and punitive damages. The City of Columbia, Joint Municipal, Saluda County and Lexington each filed to opt out of the Public Water Class Action Settlement.

In July 2024, the Town of Lyerly, Georgia ("Lyerly") filed suit in Georgia state court against multiple defendants, who are alleged to be responsible for the release of PFAS to the water supply from carpet mill operations or as suppliers to those carpet mills. The complaint alleges negligence, nuisance, trespass and regulatory violations. Lyerly seeks compensatory damages for past and future expenses as well punitive damages and attorneys' fees. Lyerly has filed to opt out of the Public Water System Class Action Settlement.

In July 2024, the Town of Pine Hill, Alabama ("Pine Hill") filed suit in Alabama state court against multiple defendants, including, the Company, DuPont, and Corteva, who are alleged to be responsible for the release of PFAS to the water supply through paper mill operations or as suppliers to paper mills. The complaint alleges negligence, nuisance, trespass, wantonness and punitive damages. Pine Hill seeks injunctive relief, compensatory damages for property damages, potential lost profits and past and future expense as well punitive damages and attorneys' fees. The Town of Pine Hill has filed to opt out of the Public Water System Class Action Settlement.

In August 2024, the City of Irondale, Alabama ("Irondale") filed a lawsuit in Alabama state court against multiple defendants, including Chemours. Plaintiff alleges that defendants have manufactured, supplied, and/or sold products containing PFAS that have contaminated plaintiff's water systems. Irondale disclaims any claims or causes of actions relating to AFFF and has opted out of the Public Drinking Water Settlement.

In January 2025, Berkeley County, South Carolina ("Berkeley") filed suit in South Carolina state court against several defendants, including Chemours. Berkeley alleges that defendants have manufactured, sold, used, and/or caused discharge of PFAS into Lake Moultrie and Lake Marion, which Berkeley uses for its drinking water intake through a water supply contract with South Carolina Public Service Authority. Berkeley disclaims any claims or causes of actions relating to AFFF and has opted out of the Public Drinking Water Settlement. The complaint seeks compensatory and punitive damages.

In January 2025, the Town of Whitmire, South Carolina ("Whitmire") filed suit in South Carolina state court filed suit in South state court against several defendants, including Chemours. Whitmire alleges that defendants have manufactured, sold, used, and/or caused discharge of PFAS into the Enoree River, which Whitmire uses for its drinking water intake. Whitmire disclaims any claims or causes of actions relating to AFFF and has opted out of the Public Drinking Water Settlement.

In January 2025, the Town of Cheraw, South Carolina ("Cheraw") filed suit in South Carolina state court against several defendants, including Chemours. Cheraw alleges that defendants discharged PFAS-containing wastewater and land-applied sludge that have contaminated Cheraw's drinking water systems. Cheraw disclaims any claims or causes of actions relating to AFFF and has opted out of the Public Drinking Water Settlement.

In January 2025, the City of Georgetown, South Carolina ("Georgetown") filed suit in South state court against several defendants, including Chemours. Georgetown alleges that defendants have discharged PFAS that have contaminated Georgetown's drinking water and cannot be removed by Georgetown's legacy water treatment technology. Georgetown disclaims any claims or causes of actions relating to AFFF and has opted out of the Public Drinking Water Settlement.

In January 2025, Georgetown County Water and Sewer District ("GCWSD") filed suit in South state court against several defendants, including Chemours. GCWSD alleges that defendants have manufactured, sold, used, and/or caused discharge of PFAS into the Waccamaw River, which GCWSD uses for its drinking water intake. GCWSD further alleges that its current legacy water treatment technology is unable to remove PFAS from source water. GCWSD disclaims any claims or causes of actions relating to AFFF and has opted out of the Public Drinking Water Settlement.

In April 2025, the Water Works Board of the City of Opelika, Alabama ("Opelika") filed suit in Alabama state court against 3M, the Company, DuPont, Corteva, Chromalloy Gas Turbine, Contitech, Duracell, Freudenberg-Nok, Henkel, Interface, Interfaceflor, JFA LLC, Kimberly-Clark, Kleen-Tex, Milliken, M+A Matting, Mountville Mills, Specialty Fabrics & Converting, Waste Away Group, Waste Management, West Point Foundry And Machine, Westpoint Home, Westrock Packaging Systems, and Fictitious Defendants A-Z, who are alleged to have released PFAS to the water supply, but whose identities are yet unknown. The complaint alleges negligence, nuisance, trespass, and wantonness through defendants' manufacturing, use and/or landfilling of materials made with PFAS which allegedly resulted in the release of PFAS compounds reaching the town's water source. Opelika seeks compensatory damages for past and future damages, an injunction to abate and/or remove PFAS from Opelika's drinking water supply, as well as punitive damages, expenses, and attorneys' fees. In June 2025, the matter was removed to federal court. Opelika filed to opt out of the Public Water Class Action Settlement.

In April 2025, the City of Chatsworth, Georgia sued the Company, Dupont De Nemours, EIDP, Corteva, 3M, Aladdin, Atlas Industries, Daikin, Grassroots Tufting Services, Holtzclaw Holdings, J and H Carpets, Len-Dal Carpet & Rug, Marquis Industries, Mill Creek Investments, Millennium Carpet Mills, Mohawk, Orion Carpets, Polytech Fibers, Supreme Carpet, The Dixie Group, and Fictitious Defendants A—J in Georgia state court. As carpet manufacturing users or suppliers of PFAS-containing carpet treatment chemicals, Defendants are alleged responsible for contamination of Chatsworth's and Murray County's drinking water supply through discharge of PFAS-containing carpet treatment chemicals into the surrounding areas. Chatsworth alleges negligence, nuisance, abatement of nuisance, trespass, Georgia statutory violations, and punitive damages against all defendants and further alleges failure to warn against the PFAS supplier defendants. Chatsworth seeks compensatory and punitive damages as well as an injunction requiring defendants to remove the PFAS from the source water supply and to prevent further PFAS contamination. Chatsworth had previously filed to opt out of the Public Water System Class Action Settlement.

In May 2025, the Utilities Board of the City of Foley, Alabama d/b/a Riviera Utilities ("Riviera") sued the Company, Corteva, Dupont De Nemours, E.I. du Pont de Nemours, EIDP, Chemours, 3M, Daikin and Vulcan in Alabama state court alleging that the defendants permitted PFAS contaminated waste streams from metal plating and other manufacturing in the area to discharge into plaintiffs' water supply. Riviera provides drinking water to the City of Foley and Baldwin County and owns and operates a wastewater treatment plant. Riviera claims its water treatment and wastewater treatment are incapable of removing PFAS to safe levels. Plaintiffs assert negligence nuisance, abatement of nuisance, trespass, and injunctive relief and seek compensatory and punitive damages, an injunction requiring Defendants to abate and remove PFAS, attorneys' fees and costs. Riviera had previously filed to opt out of the Public Water System Class Action Settlement.

In June 2025, Priscilla Cronon, Sharon Eads, Sally Smalley, Harvey Long, Jean Holden, and Tim Black filed suit in Georgia state court against Shaw, Aladdin, Mohawk, 3M, INV Performance Surfaces, EIDP, Corteva, and the Company alleging soil, groundwater and dust on their land in the Polecat Creek watershed in Gordon County are contaminated with PFAS supplied and/or used by defendants in nearby carpet mills. The suit claims negligence, negligence per se arising from violations of the Georgia Quality Control Act, public nuisance, wanton conduct, and punitive damages. The plaintiffs seek compensation for past and future damages, punitive damages and attorneys' fees and other relief the Court deems just, equitable and proper.

In June 2025, James Lyles, Helen Hill, T. Gene Edwards, Ty Edwards II, and Laura Lawson filed suit in Georgia state court against Shaw, Aladdin, Mohawk, 3M, INV Performance Surfaces, EIDP, Corteva, and the Company alleging soil, groundwater and dust on their land in the South Chickamauga Creek watershed in Catoosa County are contaminated with PFAS supplied and/or used by defendants in nearby carpet mills. The suit claims negligence, negligence per se arising from violations of the Georgia Quality Control Act, public nuisance, wanton conduct, and punitive damages. The plaintiffs seek compensation for past and future damages, punitive damages and attorneys' fees and other relief the Court deems just, equitable and proper.

In June 2025, Jamie Cordle, James Blackwell, Leroy Fletcher, Mark Stanley, Ross Rogers, Amanda Hunt, and Adam Seay filed suit in Georgia state court against Shaw, Aladdin, Mohawk, 3M, INV Performance Surfaces, EIDP, Corteva, and the Company alleging soil, groundwater and dust on their land in the Conasauga River watershed in Whitfield County are contaminated with PFAS supplied and/or used by defendants in nearby carpet mills. The suit claims negligence, negligence per se arising from violations of the Georgia Quality Control Act, public nuisance, wanton conduct, and punitive damages. The plaintiffs seek compensation for past and future damages, punitive damages and attorneys' fees and other relief the Court deems just, equitable and proper.

In June 2025, the Walker County Water and Sewerage Authority and the City of Chickamauga, Georgia sued the Company, E.I. du Pont de Nemours, Dupont De Nemours, Corteva, 3M, Aladdin, Daikin, Shaw, Yates Bleachery Company and Fictitious Defendants A—J in Georgia state court. As carpet and textile manufacturing users and/or suppliers of PFAS-containing carpet and fabric treatment chemicals, Defendants are alleged responsible for contamination of Walker County's and Chickamauga's drinking water supply through discharge of PFAS-containing chemicals into the surrounding areas. The plaintiffs allege negligence, nuisance, abatement of nuisance, trespass, Georgia statutory violations, and punitive damages against all defendants and further alleges failure to warn against the PFAS supplier defendants. Plaintiffs seek compensatory and punitive damages, attorneys' fees and costs, as well as damages that will require defendants to remove the PFAS from the source water supply and to prevent further PFAS contamination. Plaintiffs had each previously filed to opt out of the Public Water System Class Action Settlement.

In April 2025, a lawsuit was filed in Georgia state court on behalf of a group of plaintiffs located in Chattooga County, Georgia ("Dooley"), alleging that defendants, including Chemours, EIDP and DuPont de Nemours, used or manufactured PFAS used in textile manufacturing at Mount Vernon Mills and then discharged to the Town of Trion waste treatment plant. Plaintiffs allege PFAS contamination of their properties due to treated sewage sludge spread on their land property by Defendant Town of Trion. The lawsuit alleges negligence, nuisance, wanton conduct and punitive damages, public nuisance, abatement of public nuisance, and trespass. Plaintiffs seek compensatory and punitive damages as well as an injunction to remediate and remove PFAS from their properties.

In May 2025, the City of Peabody, Massachusetts ("Peabody") filed suit in Minnesota federal court against multiple defendants, including Chemours, relating to the alleged presence of PFAS in turnout gear. Peabody alleges claims on behalf of all proposed class members defined to be all municipalities or other governmental entities in the various states of the United States of America that have purchased fire fighter PPE. Peabody seeks compensatory damages to allow Peabody and the class members to remove and dispose of the PPE containing PFAS and purchase replacement sets that do not contain PFAS, exemplary damages, and attorney's fees and costs.

In June 2025, Joseph Lepouski and Lisa Marie Lepouski ("Lepouski") filed suit in Pennsylvania state court against multiple defendants, including Chemours, alleging that alleged presence of PFAS in turnout gear resulted in Mr. Lepouski developing testicular cancer. Lepouski alleges that each Defendant breached implied and express warranties of marketability through their sale of PFAS-containing turnouts, that each Defendant was negligent in their role resulting in Plaintiffs' exposure to PFAS, that each Defendant is strictly liable for defectively designing turnouts and failing to warn Plaintiffs of the risk of PFAS, and that each Defendant's conduct was willful and wanton. Plaintiffs seek compensatory damages for pain, suffering, emotional distress, loss of enjoyment of life, and other noneconomic damages; economic damages in the form of medical expenses, out of pocket expenses, lost earnings, and other economic damages; and punitive damages.

In July 2025, Robert Taylor ("Taylor") filed suit in Pennsylvania state court against multiple defendants, including Chemours, alleging that alleged presence of PFAS in turnout gear resulted in Taylor developing kidney cancer. Taylor alleges that each Defendant breached implied and express warranties of marketability through their sale of PFAS containing turnouts, that each Defendant was negligent in their role resulting in Plaintiffs' exposure to PFAS, that each Defendant is strictly liable for defectively designing turnouts and failing to warn Plaintiffs of the risk of PFAS, and that each Defendant's conduct was willful and wanton. Taylor seeks compensatory damages for pain, suffering, emotional distress, loss of enjoyment of life, and other noneconomic damages; economic damages in the form of medical expenses, out of pocket expenses, lost earnings, and other economic damages; and punitive damages.

In June 2025, the City of Clinton, South Carolina ("Clinton") filed suit in South Carolina state court against several defendants, including Chemours. Clinton alleges that defendants have manufactured, sold, used, and/or caused discharge of PFAS into the Enoree River, which Clinton uses for its drinking water intake. Clinton disclaims any claims or causes of actions relating to AFFF. The complaint seeks an injunction requiring defendants to abate and remove PFAS as well as compensatory damages.

In June 2025, the Gaffney Board of Public Works ("Gaffney") filed suit in South Carolina state court against several defendants, including Chemours. Gaffney alleges that several defendants have manufactured, sold, used, and/or supplied PFAS to other defendants who then discharged PFAS into the Broad River and Lake Whelchel as part of their industrial processes. Gaffney uses the Broad River and Lake Whelchel for its drinking water intake. Gaffney disclaims any claims or causes of actions relating to AFFF. The complaint seeks an injunction requiring defendants to abate and remove PFAS as well as compensatory damages. Also, in June 2025, the City of Union, South Carolina ("Union"), which also relies upon the Broad River and its tributaries as a source of drinking water, filed suit in South Carolina state court against multiple defendants, including Chemours and EIDP, regarding alleged discharges and seeking PFAS abatement and removal as well as compensatory damages. Union disclaims any claims or causes of actions relating to AFFF. Gaffney and Union each filed to opt out of the Public Water Class Action Settlement.

In June 2025, South Carolina Public Service Authority a/k/a Santee Cooper ("Santee Cooper") filed suit in South Carolina state court against several defendants, including Chemours. Gaffney alleges that several defendants have manufactured, sold, used, and/or supplied PFAS to other defendants who then discharged PFAS either directly or through wastewater treatment plants into the Santee River Basin as part of their industrial processes. Santee Cooper uses the Santee River Basin for its drinking water intake. Santee Cooper disclaims any claims or causes of actions relating to AFFF. The complaint seeks an injunction requiring defendants to abate and remove PFAS as well as compensatory damages.

In July 2025, Whitney Wilkie and Thomas Holmberg filed suit in Georgia state court against Shaw, Aladdin, Mohawk, 3M, INV Performance Surfaces, EIDP, Corteva, and the Company alleging soil, groundwater and dust on their land in the Howell Creek watershed in Gwinnet County, Georgia are contaminated with PFAS supplied and/or used by defendants in nearby carpet mills. The suit claims negligence, negligence per se arising from violations of the Georgia Quality Control Act, negligent failure to warn, public nuisance, wanton conduct, and punitive damages. The plaintiffs seek compensation for past and future damages, punitive damages and attorneys' fees and other relief the Court deems just, equitable and proper.

In July 2025, Carl Loudermilk, Dennis Pharr, and Gordon Stafford filed suit in Georgia state court against Shaw, Aladdin, Mohawk, 3M, INV Performance Surfaces, EIDP, Corteva, and the Company alleging soil, groundwater and dust on their land in the Polecat Creek watershed in Murray County, Georgia are contaminated with PFAS supplied and/or used by defendants in nearby carpet mills. The suit claims negligence, negligence per se arising from violations of the Georgia Quality Control Act, negligent failure to warn, public nuisance, wanton conduct, and punitive damages. The plaintiffs seek compensation for past and future damages, punitive damages and attorneys' fees and other relief the Court deems just, equitable and proper.

In July 2025, Jerry Harrott, Bob Bartow, James Hulsey and Rodney Squires filed suit in Georgia state court against Shaw, Aladdin, Mohawk, 3M, INV Performance Surfaces, EIDP, Corteva, and the Company alleging soil, groundwater and dust on their land in the Salacoa Creek watershed in Gordon County, Georgia are contaminated with PFAS supplied and/or used by defendants in nearby carpet mills. The suit claims negligence, negligence per se arising from violations of the Georgia Quality Control Act, negligent failure to warn, public nuisance, wanton conduct, and punitive damages. The plaintiffs seek compensation for past and future damages, punitive damages and attorneys' fees and other relief the Court deems just, equitable and proper.

In July 2025, Brandon Gibson, Brett Wright, Amy Wright, David Mcgill, Shae Hager, and Stuart Mason filed suit in Georgia state court against Shaw, Aladdin, Mohawk, 3M, INV Performance Surfaces, EIDP, Corteva, and the Company alleging soil, groundwater and dust on their land in the Coosawattee River watershed in Murray County and/or Gordon County are contaminated with PFAS supplied and/or used by defendants in nearby carpet mills. The suit claims negligence, negligence per se arising from violations of the Georgia Quality Control Act, negligent failure to warn, public nuisance, wanton conduct, and punitive damages. The plaintiffs seek compensation for past and future damages, punitive damages and attorneys' fees and other relief the Court deems just, equitable and proper.

In July 2025, Dan Bramblett, Donna Falun, T.B. Construction, Inc., Tracy Burns, Bryan Lester, David Bryant, William Combs, and Lorette Hufstetler filed suit in Georgia state court against Shaw, Aladdin, Mohawk, 3M, INV Performance Surfaces, EIDP, Corteva, and the Company alleging soil, groundwater and dust on their land in the Conasauga River watershed in Gordon County, Georgia are contaminated with PFAS supplied and/or used by defendants in nearby carpet mills. The suit claims negligence, negligence per se arising from violations of the Georgia Quality Control Act, negligent failure to warn, public nuisance, wanton conduct, and punitive damages. The plaintiffs seek compensation for past and future damages, punitive damages and attorneys' fees and other relief the Court deems just, equitable and proper.

In June 2025, Woodruff-Roebuck Water District ("Woodruff-Roebuck") filed suit in South Carolina state court against multiple defendants, including Chemours, EIDP, and DuPont de Nemours. Chemours, EIDP, and DuPont de Nemours have not yet been served. Woodruff-Roebuck alleges several defendants have manufactured, sold, used, and/or supplied PFAS to other defendants who then discharged PFAS into the North, Middle, and South Tyger Rivers as part of their industrial processes. The discharges allegedly traveled downstream to Woodruff-Roebuck's water intakes on the North and South Tyger Rivers and contaminated the water going through its surface water treatment plant which is then distributed to its customers. The complaint seeks an injunction requiring defendants to abate and remove PFAS as well as compensatory damages.

*State Natural Resource Damages Matters*

In addition to the State of New Jersey actions (as detailed below), a majority of the states and certain territories of the U.S., have filed lawsuits or are investigating claims against various defendants, including EID and Chemours, relating to the alleged contamination of state natural resources with PFAS compounds either from AFFF and/or other sources. These lawsuits seek damages including costs to investigate, clean up, restore, treat, monitor, or otherwise respond to contamination of natural resources and some include counts for fraudulent transfer. Chemours, Corteva/EID and DuPont, together under the MOU, are engaged with States and their counsel on certain of these cases. It is reasonably possible that these discussions could result in a loss, which could be material; however, at this time, the Company is unable to predict the duration, scope, or result of such discussions, and because of these uncertainties, the Company is also unable to develop a reasonable estimate of a possible loss or range of losses, if any.

In February 2018, the State of Ohio initiated litigation against EID regarding historical PFOA emissions from the Washington Works site. Chemours is an additional named defendant. Ohio alleges damage to natural resources and fraudulent transfer in the spin-off that created Chemours and seeks damages including remediation and other costs and punitive damages. On November 28, 2023, Chemours, DuPont, Corteva, and EID entered into a settlement agreement with the State of Ohio to settle claims, including environmental releases or sales of products containing PFAS or other known contaminants. Under the agreement, Chemours will pay $55 to the State of Ohio, which shall be used to support environmental restoration. Chemours' contribution is consistent with the 50% contribution rate under the MOU. This amount is included in Accrued Litigation.

On July 13, 2021, Chemours, DuPont, Corteva, and EID entered into a settlement agreement with the State of Delaware to settle such potential claims, including for environmental releases or sales of products containing PFAS or other known contaminants. Under the agreement, in January 2022, the companies paid a total amount of $50 to the State of Delaware, which shall be utilized to fund a Natural Resources and Sustainability Trust (the "Trust") to be used for environmental restoration and enhancement of resources, sampling and analysis, community environmental justice and equity grants, and other natural resource needs. Chemours contributed $25 to the settlement and the remaining $25 was divided between DuPont and Corteva which shall be treated as Qualified Spend under the MOU. If the companies enter into a proportionally similar agreement to settle or resolve claims of another state for PFAS-related natural resource damages, for an amount greater than $50, the companies may be required to make one or more supplemental payment(s) directly to the Trust, with such payment(s) not to exceed $25 in the aggregate. Following entry of the settlement agreement with the State of Ohio and its payment and pursuant to the terms of the settlement agreement with the State of Delaware, the Companies will make a supplemental payment directly to the Trust in an amount equal to $25 in the aggregate. Chemours' share of such supplemental payment is approximately $13, which is included in Accrued Litigation.

In December 2024, the State of Texas filed a Deceptive Trade Practices action in federal court against 3M Company, EID, DuPont and Corteva alleging that the companies engaged in deceptive trade practices by failing to disclose certain health risks and environmental harm related to PFAS. The lawsuit alleges that the EID defendants' corporate restructurings were designed to avoid liability for these actions. The suit seeks injunctive relief and civil penalties. In January 2025, the case was removed to federal court.

*Other PFAS Matters*

In New York courts, EID has been named in approximately 40 lawsuits beginning in 2017, which are not part of the Leach class, brought by individual plaintiffs alleging negligence and other claims in the release of PFAS, including PFOA, into drinking water against current and former owners and suppliers of a manufacturing facility in Hoosick Falls, New York. Two additional lawsuits have been filed by a business seeking to recover its losses and by nearby property owners and residents in a putative class action. The lawsuit filed by the business was dismissed, but the claims by the individual business owner were allowed to proceed. In September 2022, the Court certified the class action, and EID filed a petition for review of the certification, which was denied in January 2023. Chemours and EID, entered into settlement agreements in principle to resolve all but seven of the pending lawsuits, including the class action suit, during the second quarter of 2023 and were substantially paid in the fourth quarter of 2023. In February 2024, the Company agreed to resolve all of the remaining individual cases and claims, including six of the seven pending lawsuits for $0.4. As of September 2024, these settlements have all been paid consistent with prior reserves in the matters. Upon completion and dismissal of the individual matters, the class action is the sole remaining lawsuit pending for these matters. In December 2024, the court scheduled the class action trial for July 2025. In June 2025, EID and Chemours reached an agreement in principle to resolve the class action for a total of $27. Of this total, an initial payment of $22 shall be paid after the court's final approval of the settlement, and $5 shall be paid in $1 increments annually, starting on the one year anniversary date of the initial payment. This agreement in principle is subject to completion of final papers as well as final court approval after notice to the class and a hearing. A reserve in the amount of $13.5 was established, representing Chemours' portion of the total settlement in accordance with the MOU.

In April 2025, Elhannon Wholesale Nursery, Inc., and Donald J. Sutton filed suit in federal court in New York against Saint-Gobain, Honeywell F/K/A Allied-Signal, EIDP, and 3M alleging their real property, groundwater, soils, aquifers and tree nursery in Hoosick Falls, New York are contaminated by PFAS emissions from the nearby Saint Gobain manufacturing facility. The plaintiffs assert that as a result of the PFAS contamination, the drinking water on their property is not fit for consumption, the property is not fit for agricultural use, including as a tree nursery, and that the nursery trees are not fit for use and sale. Plaintiffs seek to hold responsible Saint Gobain and Honeywell as the owner and former owner of the facility, and 3M and EIDP, as suppliers of PFAS used at the facility. The complaint asserts counts for negligence, declaratory judgment, and injunctive relief against all defendants, strict products liability against EIDP and 3M, and nuisance, trespass and strict liability against Saint Gobain and Honeywell. The plaintiffs seek declaratory and injunctive relief compelling the defendants to remove the PFAS contamination and to provide an alternative water supply as well as compensatory and punitive damages, fees, and costs.

In New Jersey federal court, lawsuits were filed against several defendants including EID and Chemours beginning in November 2019. The lawsuits include ten lawsuits alleging that defendants are responsible for PFAS contamination, including PFOA and PFOS, in groundwater and drinking water. During the second quarter of 2023, the companies resolved these claims. Eight lawsuits were also filed alleging exposure to PFAS and other chemicals, including two lawsuits by parents on behalf of their adult children claiming pre-natal exposure, resulted in the children's cognitive delays, neurological, genetic, and autoimmune conditions. Further, eleven additional lawsuits were filed in state court with similar allegations of personal injury, which have been removed to New Jersey federal court (and one of which was transferred to the AFFF MDL). In May 2024, a case alleging wrongful death from exposure to PFAS and other chemicals on behalf of two deceased residents of Salem County, NJ was filed naming Chemours in New Jersey state court. The case has also been removed to federal court. Plaintiffs seek certain damages including punitive damages.

Since January 2025, sixteen lawsuits have been filed in New Jersey, New York, Delaware and Illinois on behalf of multiple plaintiffs alleging, inter alia, personal injury related to exposure to PFAS. The complaints demand compensatory and punitive damages. The cases have been tagged to the AFFF MDL.

In Ohio federal court, a putative class action ("Hardwick") was filed in October 2018 against several defendants including 3M, EID and Chemours seeking class action status for U.S. residents having a detectable level of PFAS in their blood serum. The complaint seeks declaratory and injunctive relief, including the establishment of a "PFAS Science Panel". In March 2022, the court granted in part and denied in part the plaintiff's class certification and certified a class covering anyone subject to Ohio laws having minimal levels of PFOA plus at least one other PFAS in their blood. The court requested further briefing on whether the class should be extended to include other states that recognize the claims for relief filed in the action. The defendants, including EID and Chemours, jointly filed a petition to appeal the class certification decision and in September 2022 the petition was granted. During the fourth quarter of 2023, the Court dismissed the class action against 3M, EID, Chemours and the other defendants. In December, 2023, the plaintiff filed a petition for reconsideration and for rehearing en banc with the 6th Circuit. In January 2024, the 6th Circuit denied the request for rehearing. In March 2024, the case was dismissed. In June 2024, Hardwick refiled a putative national class action in federal court in Ohio against 3M, DuPont, and the Company. The refiled Hardwick suit seeks class status for all those in the United States who have 2 ppb or more of "C8 (PFOA and PFOS combined)" in their blood and who are subject to the laws of a state that recognizes medical monitoring. The complaint alleges negligence, battery and conspiracy and seeks equitable, declaratory, and injunctive relief including medical monitoring overseen by a court-appointed independent science panel. The complaint does not seek monetary damages or personal injury. In October 2024, defendants filed a motion to dismiss the matter.

In Delaware state court, a putative class action was filed in May 2019 against two electroplating companies, 3M and EID, and two other defendants added in an amended complaint, alleging responsibility for PFAS contamination, including PFOA and PFOS, in drinking water and the environment in the nearby community. In November 2023, a motion to amend the complaint was filed seeking to add Chemours as a defendant. The putative class of residents alleges negligence, nuisance, trespass, and other claims and seeks medical monitoring, personal injury and property damages, and punitive damages. The matter has been removed to federal court. In January 2025, the federal magistrate recommended that summary judgment be entered in favor of EID and two other defendants based on lack of any record connecting the PFAS contamination alleged with products sold by these defendants. In March 2025, the court accepted the magistrate's recommendation and entered summary judgment as to EID and those other two defendants.

In South Carolina, a putative class action was filed in March 2022 in the state court against 3M, EID and the Company alleging PFAS contamination from a former textile plant located in Society Hill, South Carolina which allegedly used PFAS-containing textile treatment chemicals supplied by the defendants. The lawsuit alleges negligence, trespass, strict liability and nuisance and seeks monetary damages, including property diminution, and injunctive relief, including water treatment and remediation, as well as punitive damages. The matter has been removed to federal court. In April 2024, EID and Chemours filed a third-party complaint against Huntsman, Ciba Specialty Chemicals, Galey & Lord, Nanotex and John Does alleging indemnification and contribution. In September 2024, Huntsman filed a counterclaim against EID and Chemours alleging indemnification and contribution. In August 2024, a complaint related to the same fabric mill was filed on behalf of an individual in South Carolina state court against 3M, EID, Chemours and other companies alleging personal injuries resulting from exposure to PFAS emissions from the former textile plant. The complaint alleged negligence, strict liability, products liability counts, and fraud and seek compensatory and punitive damages and costs. In August 2024, 3M removed the matter to federal court.

In July 2023, Massachusetts Natural Fertilizer Company sent Notices of Potential Liability to Corteva, DuPont, the Company and others related to the presence of PFAS in its composting operation in Westminster, Massachusetts (the "Mass Natural Site"). The Notices demanded that the companies perform or fund clean-up response activities at the Mass Natural Site. In response, in August 2023, the Company sent a letter denying liability. In March 2025, Mass Natural, The Newark Group, Otter Farm, Inc., and Seaman Paper Company filed suit in Worcester County, Massachusetts Superior Court against Corteva, DuPont, EIDP, the Company and several other defendants alleging defendants are responsible for PFAS contamination of the Site, which operates on land owned by Otter Farms and Seaman Paper. The plaintiffs assert state superfund claims against defendants seeking compensatory damages to cover the costs of clean-up and diminution of property value, as well as fees and costs.

In April 2024, three defendants in a 2022 Massachusetts federal court putative class action alleging PFAS contamination and related in part to the Massachusetts Natural Fertilizer Company Site, The Newark Group, Seaman Paper Company and Otter Farm, Inc., filed cross claims against the Company, DuPont, Corteva, EID and other defendants, including John Doe defendants, for the sole purpose of pleading and protecting any claims for indemnity or contribution they may have against the cross claim defendants, if they are found liable in the underlying putative class action. In October 2024, the Court disallowed the cross claims which ends the matter as to the Company. In December 2024, The Newark Group moved for the court to reconsider its denial of the cross claims against the Company and others and argues that the Court misapplied the law on timeliness and proper joinder. In April 2025, the court denied the motion for reconsideration.

In February 2025, a second putative class action was filed in federal court in Massachusetts, this time against EID, Dupont De Nemours, Corteva, Ball Corporation, Rust-Oleum Corporation, New England Waste Systems d/b/a Casella Organics, Synagro Technologies, New England Fertilizer Company, NEFCO, and the Company. The complaint alleges Defendants are responsible for PFAS contamination from the Massachusetts Natural Fertilizer Company Site. As to the DuPont entities, Corteva and the Company, the complaint alleges medical monitoring, negligence, and breach of warranty for failure to warn and seeks compensatory and punitive damages as well as medical monitoring and other injunctive and declaratory relief. In April 2025, an amended complaint was filed adding allegations for property damages under a state statute.

In June 2024, a lawsuit was filed in Connecticut federal court on behalf of multiple firefighter unions and individual firefighters against multiple defendants, including Chemours, EID, and DuPont De Nemours, seeking to certify the action as a class proceeding. Plaintiffs allege that defendants manufactured, sold, or supplied chemicals containing PFAS which was allegedly found in turnout gear. Plaintiffs allege strict liability, negligence, failure to warn, negligent design and manufacture, medical monitoring, and statutory punitive damages.

In September 2024, a civil claim was filed in the Supreme Court of British Columbia in Canada against multiple defendants, including Chemours, seeking to certify the action as a class proceeding. The complaint identifies the class as all resident persons or entities in Canada who purchased carpeting treated with PFAS-containing products through a retailer or distributor before January 1, 2020 and had it installed in a building still owned by such persons or entities and who have not removed the carpeting. The complaint seeks compensatory and punitive damages.

In September 2023, a civil claim was filed in Virginia state court against multiple defendants, including Chemours, alleging breach of implied warranties, breach of express warranties, negligence, gross negligence, recklessness, and willful and wanton misconduct. Plaintiff alleges that defendants manufactured, designed, marketed, sold, supplied, or distributed PFAS, PFAS-containing chemical feedstock, and PFAS-containing turnouts to firefighting training facilities and fire departments nationally, including Virginia where plaintiff's husband was a firefighter. Plaintiff alleges that repeated and extensive exposure to PFAS resulted in her husband's brain cancer. The complaint seeks compensatory and punitive damages.

In April 2024, a civil claim was filed in Virginia state court against multiple defendants, including Chemours, alleging breach of implied warranties, breach of express warranties, negligence, gross negligence, recklessness, and willful and wanton misconduct. Plaintiff alleges that Defendants manufactured, designed, marketed, sold, supplied, or distributed PFAS, PFAS-containing chemical feedstock, and PFAS-containing turnouts to firefighting training facilities and fire departments nationally, including Virginia. The complaint seeks compensatory and punitive damages. Plaintiffs filed an amended complaint in March 2025, which was served on Chemours and EID in April 2025.

In August 2024, a putative national class action was filed in federal court in Minnesota against 3M, EID and Chemours related to PFAS in carpet. Violations of the federal Racketeer Influenced and Corrupt Organizations Act ("RICO") are alleged as well as violations of over 30 state statutes, including consumer fraud, deceptive trade practices, misrepresentation, and unfair competition laws. The complaint also includes product liability and nuisance claims. EID and Chemours filed a motion to dismiss.

In November 2024, Aladdin Manufacturing Corporation, Mohawk Industries, Inc. and Mohawk Carpet, LLC (hereinafter "Mohawk"), which are carpet manufacturers with operations in Georgia, sued carpet treatment chemical suppliers 3M, EID, Daikin and the Company in Georgia state court alleging fraud, misrepresentation, contractual and common law indemnity, negligence, nuisance, punitive damages and other claims related to future and past PFAS liabilities and attorney's fees incurred by Mohawk. Mohawk alleges concealment and misrepresentation by the suppliers related to PFAS and the carpet treatment chemicals supplied. Mohawk further claims that it has been named as a defendant in at least 8 lawsuits brought by water suppliers downstream of its carpet manufacturing operations and has already paid over $100 in settlements of some of those matters. Mohawk seeks a declaratory judgment holding the suppliers responsible for its PFAS liabilities, including damages to Mohawk's property interests, past, present, and future compensatory damages, including settlements already paid, attorneys' fees and punitive damages. In January 2025, DuPont and the Company filed a counterclaim against Mohawk asserting contribution, indemnity, frivolous and abusive litigation, declaratory judgment, and punitive damages seeking damages, fees and expenses as well as a declaratory judgment that Plaintiffs must pay for, or reimburse Defendants for, any past or future judgments and settlement costs incurred in past, current, or future litigation arising out of Plaintiffs' improper wastewater disposal practices.

In December 2024, the City of Dalton, Georgia, acting through its Board of Water, Light and Sinking Fund Commissioners, d/b/a Dalton Utilities (hereinafter "Dalton") sued 3M, EID, Daikin, INV Performance Surfaces, Aladdin Manufacturing, Shaw Industries, unnamed DOES and the Company in federal court in Georgia. Dalton has received and treated waste from carpet and flooring manufacturers since the 1970s and alleges that Defendants have caused long-running contamination of Dalton's wastewater treatment operations through the sale, use and disposal of PFAS. Dalton's operations include Riverbend Land Application System ("LAS") where treated wastewater is land-applied, as well as three wastewater treatment plants (collectively, the "POTW"). Dalton alleges that the Defendants sold and used PFAS-containing carpet treatment chemicals while knowing the PFAS would not be removed by the POTW. Dalton further alleges that Defendants did not provide disclosures or warnings to Dalton or the public. CERCLA (as defined below) is asserted as the basis for cost recovery and for a declaration of Defendants' joint and several liability for past and future response costs by the POTW and abatement of PFAS. Dalton also alleges negligence, nuisance, trespass, strict liability and violations of various state statutes and seeks compensatory and punitive damages and attorneys' fees and costs. In April 2025, Dalton filed an amended complaint.

In December 2024, Murray County, Georgia sued 3M, Daikin, Invista, Shaw, Aladdin, Mohawk, INV Performance Surfaces, EID, Corteva and the Company in Georgia state court alleging PFAS contamination from disposal of carpet manufacturing wastes into its landfills. Murray County asserts Georgia statutory violations as well as common law torts, including negligence and nuisance, and seeks damages arising from PFAS contamination of its property. Murray County also seeks punitive damages, attorneys' fees and costs.

In January 2025, Catoosa County, Georgia sued 3M, Daikin, Shaw, Aladdin, Mohawk, and EID in Georgia state court alleging PFAS related to carpet manufacturing was manufactured, used, and discharged by Defendants and exists at dangerous levels in its landfill, and in its surface water, leachate, groundwater, and methane gas. Catoosa County asserts Georgia statutory violations as well as common law torts, including negligence and nuisance, and seeks past and future compensatory and statutory damages for remediation, abatement, interference with use and enjoyment of property, and diminished property values. Catoosa County also seeks punitive damages, attorneys' fees, and costs.

In January 2025, James and Pamela Stephens filed a lawsuit in Georgia state court against the City of Calhoun, 3M, INV Performance Surfaces, Daikin, Arrowstar, Aladdin, Mohawk, Shaw, Milliken, Mannington Mills, Dixie Group, Marquis Industries, EID and the Company. Plaintiffs assert that PFAS-containing waste from defendant carpet manufacturers and suppliers was sent to Calhoun's treatment facility and Calhoun disposed of its post treatment sludge on nearby and adjacent property which resulted in PFAS contamination to their historic home, property, creek and drinking water. Plaintiffs' assertions include negligence, nuisance, and trespass, and they seek compensatory and punitive damages as well as abatement, removal of PFAS from their property, attorneys' fees and costs.

In January 2025, Gordon County, Georgia sued 3M, Daikin, Shaw, Aladdin, Mohawk, INV Performance Surfaces, Corteva, EID and the Company in Georgia state court alleging PFAS related to carpet manufacturing was manufactured, used, and discharged by Defendants and exists at dangerous levels in its landfill, and in its storm water runoff, leachate, groundwater, and methane gas. Gordon County asserts Georgia statutory violations as well as common law torts, including negligence and nuisance, and seeks past and future compensatory and statutory damages for remediation, abatement, interference with use and enjoyment of property, and diminished property values. Gordon County also seeks punitive damages, attorneys' fees, and costs.

In January 2025, 1001 Newark Ave. Associates, LLC filed a lawsuit in New Jersey federal court against General Spray Drying Services, Inc., Fabvan Sales Company (d/b/a Geral Spray Drying), EID, DuPont de Nemours, Corteva, Chemours and other defendants related to alleged contamination at a property in Elizabeth, NJ. The complaint alleges that General Spray's processing operations resulted in discharges of other defendants' PFAS and that these compounds have contaminated underlying soil and groundwater. The Complaint is brought under CERCLA and the New Jersey Spill Compensation and Control Act and seeks, inter alia, recovery of costs for the investigation and remediation of PFAS at the property and declaratory judgments relating thereto. In April 2025, the Company and other defendants filed a motion to dismiss. In April 2025, two defendants also filed cross-claims against EIDP, DuPont de Nemours, Corteva and Chemours.

In February 2025, the Mayor and Aldermen of the City of Savannah, Georgia ("Savannah") filed suit in Georgia state court against multiple defendants, including the Company, DuPont, Corteva, and EID, alleging that all caused or contributed to PFAS in Plaintiffs' water supply that is used to produce drinking water. The complaint alleges negligence, nuisance, trespass, abatement of nuisance, failure to warn, statutory violations, and punitive damages. Savannah also seeks compensatory damages as well as attorneys' fees, costs and punitive damages. Savannah also seeks a court order requiring defendants to abate and remove PFAS from the water supply. Savannah opted out of the Public Water System Class Action Settlement. In March 2025, the matter was removed to federal court and sought transfer to the AFFF MDL.

In January 2025, a civil claim was filed in Virginia state court against multiple defendants, including Chemours, by Johnny Oscar Moretz ("Moretz") alleging breach of implied warranties, breach of express warranties, negligence, gross negligence, recklessness, and willful and wanton misconduct. Chemours and EID have not yet been served in this matter. Moretz alleges that the defendants manufactured, designed, marketed, sold, supplied, or distributed PFAS, PFAS-containing chemical feedstock, and PFAS-containing turnouts to firefighting training facilities and fire departments nationally, including Virginia. The complaint seeks compensatory and punitive damages.

In April 2025, a civil claim was filed in Virginia state court against multiple defendants, including Chemours, by multiple plaintiffs alleging breach of implied warranties, breach of express warranties, negligence, gross negligence, recklessness, and willful and wanton misconduct. Plaintiffs allege that Defendants manufactured, designed, marketed, sold, supplied, or distributed PFAS, PFAS-containing chemical feedstock, and PFAS-containing turnouts to firefighting training facilities and fire departments nationally, including Virginia. The complaint seeks compensatory and punitive damages.

In April 2025, the City and County of Butte-Silver Bow, Montana filed suit in Montana federal court against multiple defendants, including Chemours, relating to the alleged presence of PFAS in turnout gear. The complaint alleges violations of the federal Racketeer Influenced and Corrupt Organizations Act (RICO) as well as over 80 statutory and common law claims, including consumer fraud, deceptive trade practices, and unfair competition laws. The complaint also includes product liability claims.

In July 2024, a civil claim was filed in Virginia state court against multiple defendants, including Chemours by Jonathan Clarke ("Clarke"), alleging that plaintiff was exposed to PFAS substances through products that defendants manufactured, designed, marketed, sold, supplied, or distributed, such as turn out gear and AFFF. Clarke seeks both compensatory and punitive damages. In April 2025, Clarke amended their complaint and removed allegations relating to AFFF. Chemours was served in June 2025.

In April 2025, Coosa River Basin Initiative, Raymond J. Perkins, Jr., and J. Perkins Farms, LLC filed suit against 3M, EID, Corteva, Dupont De Nemours, Inv Performance Surfaces, Daikin, Shaw, Aladdin, Mohawk, the City of Dalton, and the Company in federal court in Georgia alleging the Defendants caused PFAS contamination of the Dalton Land Application System thereby causing downstream PFAS contamination as well as damage to the plaintiffs property. The plaintiffs assert negligence, nuisance, abatement and punitive damages counts as well as various additional counts against certain other defendants, including federal and state violations. The plaintiffs seek injunctive and declaratory relief as well as any other relief the court deems just, proper and equitable.

In March 2025, a lawsuit was filed against EID, Corteva, DuPont and other defendants in Philadelphia County Court of Common Pleas on behalf of seven former major league baseball players. Plaintiffs allege that their injuries, including brain, testicular or thyroid cancer, were caused by exposure to PFAS via AstroTurf at Veterans Stadium. The lawsuit demands compensatory and punitive damages.

In the Netherlands, Chemours, along with DuPont and Corteva, received a civil summons filed before the Court of Rotterdam by four municipalities (Dordrecht, Papendrecht, Sliedrecht and Molenlanden) seeking liability declarations relating to the Dordrecht site's operations and emissions. Chemours reviewed the summons and filed a statement of defense during the fourth quarter of 2021, and in September 2022 the court entered an interlocutory judgment denying in part certain aspects of such statement of defense. A hearing on the merits of the municipalities' claims took place in March 2023. On September 27, 2023, the court entered a second interlocutory judgment, ruling, inter alia, that defendants were liable to the municipalities for (i) PFOA emissions during a certain time period and (ii) removal costs if deposited emissions on the municipalities land infringes their property rights by an objective standard. Any damages will be decided in a separate, subsequent proceeding. Chemours is in discussions with the municipalities to identify actions that may resolve their and other community concerns, including providing technical and financial support for activities. An initial estimate of this liability was included in Accrued Litigation at December 31, 2023 and was reclassified to Accrued Environmental Remediation as of December 31, 2024 based on the remediation plan to be implemented as part of the letter of intent ("LOI") described below.

In June 2024 the Company and the Municipalities signed a LOI that includes the implementation of a specific remediation plan for the restoration of restricted vegetable gardens in certain areas of those municipalities to be funded by Chemours, sampling and developing a program to address the Merwelanden recreational lake, and further settlement discussions, including a fund to cover certain other expenditures aimed at environmental-related activities. The LOI contemplates the possibility of settling the court dispute, although still subject to further discussions which are ongoing with the municipalities and there is no guarantee that these discussions will result in a settlement. Settlement discussions are complex and often involve potential amounts, scope and terms, which can be monetary and non-monetary. The Company does not consider these ongoing settlement discussions, including any amounts with respect to a potential fund that the municipalities put forward as part of such negotiations, to be indicative of the merits or potential outcome of any court proceeding with respect to the underlying claim. As such, as of June 30, 2025, the Company has not accrued for any amounts related to the fund mentioned above. Although the Company believes a loss is probable and could be material, it is not estimable at this time due to various reasons including, among others, that such discussions are in their early stages and have significant issues to be resolved.

Further, in the Netherlands, in September 2023, a Dutch criminal defense lawyer announced a criminal complaint with the support of a few thousand citizens against Chemours and its current and former directors for alleged unlawful emissions of PFOA and GenX in Dordrecht. This claim has been filed with the Office of the Public Prosecutor, which is proceeding with the investigation.

In May 2020, the Company was notified of an alleged criminal offense related to the Netherlands' Environmental Management Act and the Working Conditions Decree, regarding the use of PFOA during the pre-spin time period of June 1, 2008 to December 31, 2012. The investigation was initiated in the first quarter of 2016 by a public prosecutor. The Company believes that it has complied with all relevant laws, and the Company is in contact with the prosecutor.

In addition to the above matters, the Company may engage in discussions or dispute resolutions with various parties regarding other claims, including third-party indemnity claims, and potential resolutions of such matters. In the three and six months ended June 30, 2025, the Company recorded an immaterial amount related to one or more of these matters.

***New Jersey Department of Environmental Protection Directives and Litigation***

In March 2019, NJ DEP issued two Directives and filed four lawsuits against Chemours and other defendants. The Directives are: (i) a state-wide PFAS Directive issued to EID, DowDuPont, DuPont Specialty Products USA ("DuPont SP USA"), Solvay S.A., 3M, and Chemours seeking a meeting to discuss future costs for PFAS-related costs incurred by NJ DEP and establishing a funding source for such costs by the Directive recipients, and information relating to historic and current use of certain PFAS compounds; and, (ii) a Pompton Lakes Natural Resources Damages ("NRD") Directive to EID and Chemours demanding $0.1 to cover the cost of preparation of a natural resource damage assessment plan and access to related documents.

The lawsuits filed in New Jersey state courts by NJ DEP are: (i) in Salem County, against EID, 3M, and Chemours primarily alleging clean-up and removal costs and damages and natural resource damages under the Spill Act, the Water Pollution Control Act ("WPCA"), the Industrial Site Recovery Act ("ISRA"), and common law regarding past and present operations at Chambers Works, a site assigned to Chemours at Separation; (ii) in Middlesex County, against EID, DuPont SP USA, 3M, and Chemours primarily alleging clean-up and removal costs and damages and natural resource damages under the Spill Act, ISRA, WPCA, and common law regarding past and present operations at Parlin, an EID owned site; (iii) in Gloucester County, against EID and Chemours primarily alleging clean-up and removal costs and damages and natural resource damages under the Spill Act, WPCA, and common law regarding past operations at Repauno, a non-operating remediation site assigned to Chemours at Separation which has been sold; and, (iv) in Passaic County, against EID and Chemours primarily alleging clean-up and removal costs and damages and natural resource damages under the Spill Act, WPCA, and common law regarding past operations at Pompton Lakes, a non-operating remediation site assigned to Chemours at Separation. The alleged pollutants listed in the Salem County and Middlesex County matters above include PFAS. Each lawsuit also alleges fraudulent transfer.

In August 2020, a Second Amended Complaint was filed in each matter, adding fraudulent transfer and other claims against DuPont SP USA, Corteva, and DuPont. For the Salem County matter, NJ DEP added claims relating to failure to comply with state directives, including the state-wide PFAS Directive.

The matters were removed to federal court and consolidated for case management and pretrial purposes. In December 2021, the federal court entered a consolidated order granting, in part, and denying, in part, a motion to dismiss or strike parts of the Second Amended Complaints. In January 2022, NJ DEP filed a motion for a preliminary injunction requiring EID and Chemours to establish a remediation funding source ("RFS") in the amount of $943 for the Chambers Works site, the majority of which is for non-PFAS remediation items. In March 2023, the four NJ DEP lawsuits were referred to mediation by the federal court, with the proceedings in the matters stayed pending the mediation. In April 2024, NJ DEP submitted to the court a letter declaring that the parties had reached an impasse in the mediation. A case management schedule was entered by the court in May 2024, with the Chambers Works and Pompton Lakes matter being active and the other two matters being administratively terminated without prejudice. In August 2024, Third Amended Complaints were filed in the Chambers Works and Pompton Lakes Works matters.

The Chambers Works matter trial began on May 19, 2025. The court has proceeded through a series of "mini-trials", focused on: Third Amended Complaint Spill Act (Count 1) (liability) and Brownfield and Contaminated Site Remediation Act (Count 4) against defendants EID; Spill Act (Count 1)(liability) and Brownfield and Contaminated Site Remediation Act (Count 4) against defendant Chemours; Water Pollution Act (Count 2)(liability) against defendants EID and Chemours; Fraudulent transfer (actual and constructive)(Counts 13-16) against all defendants); Industrial Site Recovery Act (Count 3)(against all defendants except Chemours); the CRACO defense; and the Government contractor defense. As of June 9, 2025, the Court had progressed through the Spill Act and Brownfield and Contaminated Site Remediation Act mini-trials, the Water Pollution Control Act mini-trial, the CRACO defense mini-trial, and the Government Contractor defense mini-trial. On July 1, 2025, the Court postponed the rest of the mini-trials pending further order of the Court. Discovery has also been ongoing in the Pompton Lakes matter with future deadlines in such matter to be addressed in a future scheduling order.

In June 2024, Carneys Point Township filed a motion to intervene in such matter seeking to bring counterclaims against both the State of New Jersey and defendants, including Chemours, related to natural resource damages, RFS, ISRA penalties, off-site remediation and lost property taxes. In November 2024, Carneys Point Township's motion to intervene was denied and it is proceeding separately in its 2016 state court matter. In April 2025, the defendants' appeal was ordered for consideration on the merits and is pending before the NJ Superior Court.

On February 28, 2025, NJ DEP sent to Chemours a letter indicating that the agency had placed the Chambers Works facility under discretionary direct oversight status, applicable to both Chemours and EID. The letter included requirements similar to those at issue in the ongoing litigation, including establishing a RFS and paying all NJ DEP oversight costs. Defendants raised this matter with the Court and sought withdrawal of the February 2025 letter by NJ DEP. While NJ DEP recognized that the letter's requirements are currently stayed, it has not withdrawn the letter. Chemours and EID have appealed the February 2025 letter in the New Jersey Superior Court, which has been dismissed without prejudice pending the Chambers Works matter trial. The Company expects this matter to be resolved in connection with the New Jersey settlement described further below.

EID requested that Chemours defend and indemnify it in these matters. Chemours has accepted the indemnity and defense of EID while reserving rights and declining EID's demand as to matters involving other EID entities, as well as ISRA and fraudulent transfer, subject to the terms of the MOU.

In the course of mediation related to these matters, Chemours, Chemours FC LLC, Corteva, EID, DuPont and DuPont Specialty Products (collectively, "the NJ Settling Companies") agreed to a recommended settlement agreement in principle with NJ DEP and other State of New Jersey offices, including the Attorney General (collectively, the "State of New Jersey"), to comprehensively resolve these matters. In August 2025, the NJ Settling Companies and the State of New Jersey agreed to and announced a proposed JCO on terms consistent with the recommended settlement agreement. The JCO will be submitted for public notice and comment and is subject to Court approval following that period. The settlement provides that the Company does not admit any liability or wrongdoing and does not waive any defenses. The settlement will resolve all statewide claims by the State of New Jersey pending against the NJ Settling Companies related to PFAS, including claims not related to operating sites and from the use of AFFF. The settlement will also resolve legacy contamination claims related to NJ Settling Companies' four current and former operating sites in the NJ lawsuits (Chambers Works, Parlin, Pompton Lakes and Repauno) in the State of New Jersey, including claims for natural resource damages from the sites.

Under the JCO, the Companies will make scheduled annual settlement payments totaling $875 over a 25-year period. Payment allocations will be consistent with the Companies' January 22, 2021 cost-sharing MOU, with Chemours (together with its subsidiaries) contributing 50 percent and DuPont and Corteva (together with their subsidiaries) contributing the remaining 50 percent. As of June 30, 2025, the Company has recorded $257 which represents its allocation of the scheduled annual settlement payments on a net present value basis using an 8% discount rate. $96 is recorded within current accrued litigation and the remaining amount is recorded in long-term accrued litigation. The first of the scheduled annual payments will be due within 30 days of the date the JCO is entered by the Court, but no earlier than January 31, 2026. The settlement also establishes a process for determining the amount of the RFS at each of the four current and former operating sites as well as other mechanisms which will secure funding for future remediation at the sites as needed. The proposed RFS amounts and related environmental liabilities for the sites covered by the New Jersey settlement agreement are further described in the Environmental section below.

***PFOA and PFAS Summary***

With the exception of the individual matters specifically noted otherwise above, management believes that it is reasonably possible that the Company could incur losses related to PFOA and/or PFAS matters in excess of amounts accrued, but any such losses, which could be material to results of operations, financial position, or cash flows are not estimable at this time due to various reasons, including, among others, that some matters are in their early stages and that there are significant factual issues to be resolved.

***U.S. Smelter and Lead Refinery, Inc.***

There are five lawsuits currently pending in Indiana federal court, including a putative class action, by area residents concerning the U.S. Smelter and Lead Refinery multi-party Superfund site in East Chicago, Indiana. Several of the lawsuits allege that Chemours is now responsible for EID environmental liabilities. The lawsuits include allegations for personal injury damages, property diminution, and other damages. At Separation, EID assigned Chemours its former plant site, which is located south of the residential portion of the Superfund area, and its responsibility for the environmental remediation at the Superfund site. Management believes a loss, which could be material, is reasonably possible, but not estimable at this time due to various reasons including, among others, that such matters are in their early stages and have significant factual issues to be resolved.

***Securities Related Litigation and Requests for Information Arising From Audit Committee Internal Review, and Related Indemnification Agreements***

The Audit Committee, with the assistance of independent counsel, conducted an internal review in the first quarter of 2024 arising from a report made to the Chemours Ethics Hotline, and its findings include that the Company's then CEO, CFO and Controller violated the Chemours Code of Ethics for those positions. Chemours is cooperating with requests for information from the SEC and the United States Attorney's Office for the Southern District of New York concerning the results of the Audit Committee Internal Review and the Company's SEC filings and in June 2024 received a subpoena from the SEC. In March 2024, two putative class actions were filed in Delaware federal court against the Company and former officers of the Company alleging violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 and SEC Rule 10b-5. The complaints allege claims on behalf of proposed classes of purchasers of Chemours stock beginning February 10, 2023 and ending February 28, 2024 and seek compensatory damages and fees. In September 2024, an Amended Complaint was filed, and the Company and former officers filed a motion to dismiss the Amended Complaint in October 2024. In April 2024, June 2024, July 2024, August 2024 and October 2024, the Company received seven stockholder demands for inspection of books and records under Section 220 of the General Corporation Law of the State of Delaware and the common law ("Section 220 Demand"), including in its purpose the investigation of possible wrongdoing, mismanagement or breach of fiduciary duties by the Board of Directors and/or senior management in connection with the compensation of executive officers and oversight over the Company's accounting practices. In June 2025, the Company received a demand letter from one of these stockholders requesting that the Board investigate allegations that the Company made false and misleading disclosures regarding its financial condition and controls. The Board considered the demand letter and deferred any further investigation during the pendency of the other ongoing litigation and investigations as described herein.

In April 2025, two stockholder derivative actions were filed in Delaware state court against the Company, former officers of the Company, and past and current members of the Board. The complaints allege, inter alia, claims of breach of fiduciary duty and unjust enrichment. Pursuant to court order, these actions have been consolidated and stayed pending the earlier of the date that: (i) the Delaware district court action is dismissed with prejudice and all appeals therefrom are exhausted; or (ii) any defendant in the Delaware district court action files an answer to the operative complaint in that action. A third stockholder derivative action was filed in June 2025 in Delaware state court against the Company, former officers of the Company and past and present members of the Board. It is expected that this action will be consolidated with the other stockholder derivative actions and stayed. In addition, the Company is aware of additional efforts by private law firms to solicit clients in regard to potential securities class action or derivative litigation. Management believes that it is not possible at this time to reasonably assess the outcome of these matters or to estimate the loss or range of loss, if any, as the matters are in their early stages with significant issues to be resolved, including, for certain matters, whether a claim will be made.

The Company has indemnification and expense advancement obligations pursuant to its bylaws and indemnification agreements with respect to certain current and former members of senior management and the Company's directors. In connection with the Audit Committee Internal Review, and above litigation matters, the Company has received requests from former members of senior management under such indemnification agreements and its bylaws to provide advances of funds for legal fees and other expenses and expects additional requests in connection with the investigation and any future related litigation. The Company incurred $1 of costs for these indemnification agreement requests during the six months ended June 30, 2024. These costs have been recorded within Selling, general, and administrative expense. The Company has not recorded any material liabilities for these matters as of June 30, 2025 as it cannot estimate the ultimate outcome at this time.

***Environmental Overview***

Chemours, due to the terms of the Separation-related agreements with EID, is subject to contingencies pursuant to environmental laws and regulations that in the future may require further action to correct the effects on the environment of prior disposal practices or releases of chemical substances, which are attributable to EID's activities before it spun-off Chemours. Much of this liability results from the Comprehensive Environmental Response Compensation and Liability Act ("CERCLA", often referred to as "Superfund"), the Resource Conservation and Recovery Act, and similar federal, state, local, and foreign laws. These laws may require Chemours to undertake certain investigative, remediation, and restoration activities at sites where ownership was transferred to Chemours under the Separation-related agreements or at sites where EID-generated waste was disposed before the 2015 separation. The accrual also includes estimated costs related to a number of sites identified for which it is probable that environmental remediation will be required, but which are not currently the subject of enforcement activities.

Chemours accrues for remediation activities when it is probable that a liability has been incurred and a reasonable estimate of the liability can be made. Where the available information is sufficient to estimate the amount of liability, that estimate has been used. Where the available information is only sufficient to establish a range of probable liability, and no point within the range is more likely than any other, the lower end of the range has been used. Estimated liabilities are determined based on existing remediation laws and technologies and the Company's planned remedial responses, which are derived from environmental studies, sampling, testing, and analyses. Inherent uncertainties exist in such evaluations, primarily due to unknown environmental conditions, changing governmental regulations regarding liability, and emerging remediation technologies. The Company, from time to time, may engage third parties to assist in obtaining and/or evaluating relevant data and assumptions when estimating its remediation liabilities. These liabilities are adjusted periodically as remediation efforts progress and as additional technological, regulatory, and legal information becomes available. Environmental liabilities and expenditures include claims for matters that are liabilities of EID and its subsidiaries, which Chemours may be required to indemnify pursuant to the Separation-related agreements. When the aggregate amount of the liability, or component, and the amount and timing of cash payments for the liability, or component, are fixed or reliably determinable, the amounts are discounted using the risk-free rate. If the amount or timing are not fixed or reliably determinable, the accrued liabilities are undiscounted. In any case, the liabilities do not include claims against third parties. Costs related to environmental remediation are charged to expense in the period that the associated liability is accrued.

The following table sets forth the Company's environmental remediation liabilities at June 30, 2025 and December 31, 2024 for the five sites that are deemed the most significant during the periods presented, together with the aggregate liabilities for all other sites.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Chambers Works, Deepwater, New Jersey | $ 53 | $ 31 |
| Dordrecht Works, Netherlands | 31 | 28 |
| Fayetteville Works, Fayetteville, North Carolina (1) | 334 | 351 |
| Pompton Lakes, New Jersey | 54 | 41 |
| Washington Works, West Virginia | 25 | 25 |
| All other sites | 108 | 95 |
| **Total environmental remediation** | $ 605 | $ 571 |

(1)For more information on this matter refer to "Fayetteville Works, Fayetteville, North Carolina" within this "Note 16 – Commitments and Contingent Liabilities".

The following table sets forth the current and long-term components of the Company's environmental remediation liabilities at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Current environmental remediation | $ 102 | $ 115 |
| Long-term environmental remediation | 503 | 456 |
| **Total environmental remediation** | $ 605 | $ 571 |

Typically, the timeframe for a site to go through all phases of remediation (investigation and active clean-up) may take about 15 to 20 years, followed by years of operation, maintenance, and monitoring ("OM&M") activities. In most cases, the duration of OM&M is uncertain and therefore the Company estimates the duration of OM&M based on all available site-specific facts and circumstances including, where relevant, any regulatory agreements, guidance or discussions. Remediation activities, including OM&M activities, vary substantially in duration and cost from site to site. These activities, and their associated costs, depend on the mix of unique site characteristics, evolving remediation technologies, and diverse regulatory requirements, as well as the presence or absence of other potentially responsible parties. In addition, for claims that Chemours may be required to indemnify EID pursuant to the Separation-related agreements, Chemours, through EID, has limited available information for certain sites or is in the early stages of discussions with regulators. For these sites in particular, there may be considerable variability between the clean-up activities that are currently being undertaken or planned and the ultimate actions that could be required. Therefore, considerable uncertainty exists with respect to environmental remediation costs and, under adverse changes in circumstances, management currently estimates the potential liabilities may range up to approximately $600 above the amount accrued at June 30, 2025. This estimate is not intended to reflect an assessment of Chemours' maximum potential liability. As noted above, the estimated liabilities are determined based on existing remediation laws and technologies and the Company's planned remedial responses, which are derived from environmental studies, sampling, testing, and analyses. Inherent uncertainties exist in such evaluations, primarily due to unknown environmental conditions, changing governmental regulations regarding liability, and emerging remediation technologies. Management will continue to evaluate as new or additional information becomes available in the determination of its environmental remediation liability.

In October 2021, EPA released its PFAS Strategic Roadmap, identifying a comprehensive approach to addressing PFAS. The PFAS Strategic Roadmap sets timelines by which EPA planned to take specific actions through 2024, including establishing a national primary drinking water regulation for PFOA and PFOS and taking Effluent Limitations Guidelines actions to regulate PFAS discharges from industrial categories among other actions. As provided under its roadmap, EPA also released its National PFAS Testing Strategy, under which the agency will identify and select certain PFAS compounds for which it will require manufacturers to conduct testing pursuant to the Toxic Substances Control Act ("TSCA") section 4. Chemours has received various test orders and has formed consortia to jointly manage compliance with the test order requirements. Chemours expects to receive future test orders, however the timing of the remaining test orders is not determinable at this time. The timing of the draft Effluent Limitations Guidelines for PFAS manufacturers as announced in the PFAS Strategic Roadmap is uncertain. In April 2025, EPA outlined actions that it will be taking to address PFAS across its program offices, including with respect to the implementation of the TSCA testing strategy and developing Effluent Limitations Guidelines ("ELGs").

Also in October 2021, EPA published a final toxicity assessment for GenX compounds that decreased the draft reference dose for GenX compounds based on EPA's review of new studies and analyses. On March 18, 2022, Chemours filed a petition to EPA requesting to withdraw and correct its toxicity assessment for GenX compounds, which was denied by EPA on June 14, 2022. The next day, on June 15, 2022, EPA released health advisories for four PFAS, including interim updated lifetime drinking water health advisories for PFOA and PFOS, and final health advisories for GenX compounds, including hexafluoropropylene oxide dimer acid ("HFPO Dimer Acid"), and another PFAS compound (PFBS). On July 13, 2022, the Company filed a Petition for Review of the GenX compounds health advisory, and the Third Circuit held argument on the petition in January 2024. In July 2024, the Third Circuit dismissed the Company's petition for lack of subject matter jurisdiction, finding the health advisory was not a final agency action.

In March 2023, EPA proposed a national primary drinking water regulation ("NPDWR") to establish Maximum Contaminant Levels ("MCLs") for six PFAS, with PFOA and PFOS having MCLs as individual compounds (each proposed as 4 parts per trillion ("ppt")) and four other PFAS compounds, including HFPO Dimer Acid, having a hazard index approach limit on any mixture containing one or more of the compounds. The proposed PFAS NPDWR was subject to public comment until May 30, 2023, and on April 10, 2024 EPA issued its final rule, which included promulgating individual MCLs for PFOA and PFOS at 4ppt and individual MCLs for PFHxS, PFNA and HFPO Dimer Acid at 10ppt. In addition, EPA finalized a hazard index of 1 (unitless) as the MCL for any mixture of PFHxS, PFNA, HFPO Dimer Acid and PFBS. The final rule became effective 60 days from publication in the Federal Register and the compliance date for public water systems in the U.S. to meet the MCLs is five years from the publication date. In June 2024, Chemours, as well as other organizations including the American Water Works Association and the American Chemistry Council, filed petitions for review of the final rule in the U.S. Court of Appeals for the D.C. Circuit. The appeal had been held in abeyance since February 2025 to allow EPA to review the underlying rule. In May 2025, EPA announced that it intends to retain the MCLs for PFOS and PFOA, with rulemaking for additional time for compliance, and to rescind the other MCLs and hazard index. In July 2025, EPA moved for the court to take the appeal out of abeyance in order for parties to complete briefing. Also in April 2024, EPA issued a final rule designating PFOA and PFOS as hazardous substances under CERCLA, which has also been challenged in the same appeals court. EPA has moved to hold this appeal also in abeyance to allow review of the underlying rule and, as such, abeyance continues into August 2025. Depending on the ultimate outcome of EPA's actions, the Company's estimated environmental remediation liabilities and accrued litigation could increase to meet any new drinking water standards, which could have a material adverse effect on the Company's results of operations, financial condition, and cash flows.

As further discussed in the *Other PFAS Matters* section above, the Company and the municipalities of Dordrecht, Papendrecht, Sliedrecht and Molenlanden signed an LOI that includes the implementation of a specific remediation plan for the restoration of restricted vegetables in certain areas of those municipalities to be funded by Chemours, sampling and developing a program to address the Merwelanden recreational lake, and further settlement discussions. In the fourth quarter of 2024, the Company received comments from the Municipality of Dordrecht and the Province of South Holland on a Plan of Action for Vegetable Gardens ("Plan of Action") in the municipalities and approval for the pilot stage of the plan. The Plan of Action provides for replacement of soil impacted with PFOA above certain levels to remove RIVM documented consumption restriction as well as providing for alternative irrigation water, if necessary, as determined by PFOA levels. Accruals related to the Plan of Action of $27 and $24 are included in the environmental remediation balance as of June 30, 2025 and December 31, 2024, respectively. Further, The Dordrecht Works facility discharges, through outfalls at the site, wastewater and stormwater pursuant to permits issued by the applicable local authorities, including the DCMR Environmental Protection Agency ("DCMR"). As the regulatory landscape has evolved in the Netherlands over the last years, there is increased focus on PFAS compounds discharged under the site's permits, including compounds that were previously discharged at undetected levels, and the site has been ordered to meet certain limits for these discharges or be subject to conditional fines. The Company regularly carries out analyses of its wastewater to assess compliance with current emission limits as well as detect other contaminants as analysis methods develop. The Company identified the presence of certain compounds based upon new analysis methods and reported these to DCMR and in December 2023 submitted an application under normal permitting practice for a discharge requirement based on limited information for these compounds. The Company has continued to engage with regulatory authorities on the application, including providing additional data and information in November 2024. In February 2025, the Company submitted a revised permit application.

In December 2024, DCMR indicated an intention to impose a conditional fine of up to €3.7 million for one of the compounds, for which the Company has objected. The Company has responded to this intention, including that such intention is not consistent with normal permitting practice. In February 2025, DCMR responded to the Company indicating it will impose the conditional fine, after a grace period. In March 2025, DCMR adjusted the conditional fine to allow a grace period until July 2025 subject to certain conditions. Objections have been submitted against the adjustment. The Company has piloted abatement technology and continues to implement such technology to reduce discharges below the conditional fine level. The Company has not recorded a liability for this matter at June 30, 2025 as it believes that it is operating in compliance with the applicable permitting and is not subject to any conditional fines that the DCMR previously asserted it would raise. As of June 30, 2025, the Company does not believe the above matter will have a material impact on the Company's financial position, results of operations or cash flows.

The environmental remediation liabilities and accrued litigation, as applicable, recorded for Fayetteville, Washington Works, Parkersburg, West Virginia, Dordrecht Works, Netherlands and Chambers Works, Deepwater, New Jersey as of June 30, 2025 are based upon the existing Consent Orders, agreements and/or voluntary commitments with EPA, state and other local regulators and depending on the ultimate outcome of EPA's actions, could require adjustment to meet any new drinking water standards. It is reasonably possible that additional costs could be incurred in connection with EPA's actions, however, the Company cannot estimate the potential impact or additional cost at this time, due in part to the uncertainties of challenges to them, the, regulatory implementation site by site, where applicable, the current condition and the additional sampling required to determine the level of contamination at the site, possible method(s) of remediation that may be required, and determination of other potential responsible parties. Refer to "Fayetteville Works, Fayetteville, North Carolina" below for further detail on the impact of EPA's final drinking water health advisory for GenX compounds, including HFPO Dimer Acid.

In addition to the scheduled annual settlement payments pursuant to the New Jersey settlement described more fully in the Litigation section above, the settlement also obligates the NJ Settling Companies to continue to undertake remediation at the four sites (notably Chambers Works and, Pompton Lakes, as well as Repauno and Parlin), which will be determined in accordance with applicable law. As part of the settlement, the NJ Settling Companies have agreed to a process to review and establish the RFS for each of the four sites (in the form of surety bond, or similar financial instrument) to ensure available funds for future remediation at the sites, including using a binding third-party licensed site remediation professionals ("LSRP") review if the parties cannot agree. The Company is the primary responsible party at Chambers Works, Pompton Lakes and Repauno.

In connection with the New Jersey settlement negotiations, during the three months ended June 30, 2025, the Company recorded a $60 increase to certain of its environmental and legal remediation reserves related to the sites covered by the settlement. The increase was driven by the Company's change in estimate based on the best available information of the length of time that long-term OM&M is expected to continue for at these sites based on site-specific facts and considering settlement discussions and the range of RFS amounts for which the state of New Jersey is seeking financial assurance as part of the settlement. As of June 30, 2025, the Company has total environmental and legal remediation-related liabilities recorded for these sites of $148, of which a component is discounted at the risk free rate of approximately 5%, as well as certain asset-retirement obligations recorded for certain of the sites and other financial assurances already in place. The gross (undiscounted) amount of environmental and legal remediation-related liabilities for these sites is approximately $242.

The Company has reserved for environmental remediation liabilities based on existing remediation laws and technologies and the Company's planned remedial responses, which are derived from environmental studies, sampling, testing, and analyses. The New Jersey settlement outlines a range of potential RFS for the sites. For the sites for which the Company is the primary responsible party, the RFS ranges total from $177 to $1,048 in the first year after settlement. These RFS ranges per the settlement represent negotiated amounts, and the bottom of the range reflects the Company's prior or current financial assurances and current view for potential future remediation activities at the sites. The range of potential RFS amounts in the settlement reflect potential additional scope or activities that are not currently required under the existing remediation plans for these specific remediation sites. As identified above, during the RFS process outlined in the settlement agreement, the Company will work with the NJ DEP and, potentially LSRPs, to determine the appropriate RFS amounts and review the future scope of remediation for each of the four sites. Given the complexity and uncertainty inherent in the RFS review process, there is a risk that the outcome of these technical evaluations could lead the Company to determine that additional remediation activities are required. Any such determination could result in future changes to the Company's environmental reserve estimates.

Chemours incurred environmental remediation expenses of $56 and $67 for the three and six months ended June 30, 2025, respectively, and $13 and $27 for the three and six months ended June 30, 2024, respectively, of which $4 and $7 for the three and six months ended June 30, 2025, respectively, and $3 and $11 for the three and six months ended June 30, 2024, respectively, relate to Fayetteville (discussed further below).

***Fayetteville Works, Fayetteville, North Carolina***

Fayetteville has been in operation since the 1970s and is located next to the Cape Fear River southeast of the City of Fayetteville, North Carolina. HFPO Dimer Acid is manufactured at Fayetteville. The Company has operated the site since its Separation from EID in 2015.

While the Company believes that discharges from Fayetteville to the Cape Fear River, on-site surface water, groundwater, and air emissions have not impacted the safety of drinking water in North Carolina, the Company is cooperating with a variety of ongoing inquiries and investigations from federal, state, and local authorities, regulators, and other governmental entities including EPA.

*Consent Order with North Carolina Department of Environmental Quality ("NC DEQ")*

In February 2019, the North Carolina Superior Court for Bladen County approved a Consent Order ("CO") between NC DEQ, Cape Fear River Watch ("CFRW"), and the Company, resolving the State's and CFRW's lawsuits and other matters (including Notices of Violation ("NOVs") issued by the State). Under the terms of the CO, Chemours paid $13 in March 2019 to cover a civil penalty and investigative costs and agreed to certain compliance measures (with stipulated penalties for failures to do so), including the following:

- Install a thermal oxidizer ("TO") to control all PFAS in process streams from certain processes at Fayetteville at an efficiency of 99.99%;
- Develop, submit, and implement, subject to approval from NC DEQ and CFRW, a plan for interim actions that are economically and technologically feasible to achieve the maximum PFAS reduction from Fayetteville to the Cape Fear River within a two-year period;
- Develop and implement, subject to approval, a Corrective Action Plan ("CAP") that complies with North Carolina's groundwater standards and guidance provided by NC DEQ. At a minimum, the CAP must require Chemours to reduce the total loading of PFAS originating from Fayetteville to surface water by at least 75% from baseline, as defined by the CO; and,
- Provide and properly maintain permanent drinking water supplies, including via whole-building filtration units and reverse osmosis ("RO") units to qualifying surrounding properties with private drinking water wells.

In August 2020, NC DEQ, CFRW, and the Company reached agreement on the terms of an addendum to the CO (the "Addendum"), which includes procedures for implementing specified remedial measures for reducing PFAS loadings from Fayetteville to the Cape Fear River. The Addendum also includes stipulated financial penalties, inclusive of daily and weekly fines for untimeliness in meeting deadlines for construction, installation and other requirements, as well as intermittent performance-based fines for noncompliance in meeting PFAS loading reduction requirements and removal efficiency targets. In October 2020, the Addendum was approved by the North Carolina Superior Court for Bladen County.

The following table sets forth the on-site and off-site components of the Company's accrued environmental remediation liabilities related to PFAS at Fayetteville at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| On-site remediation | $ 181 | $ 188 |
| Off-site groundwater remediation | 153 | 163 |
| **Total Fayetteville environmental remediation** | $ 334 | $ 351 |

The following table sets forth the current and long-term components of the Company's accrued environmental remediation liabilities related to PFAS at Fayetteville at June 30, 2025 and December 31, 2024.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Current environmental remediation | $ 55 | $ 68 |
| Long-term environmental remediation | 279 | 283 |
| **Total Fayetteville environmental remediation** | $ 334 | $ 351 |

*Off-site replacement drinking water supplies*

The CO requires the Company to provide permanent replacement drinking water supplies, including via connection to public water supply, whole building filtration units and/or RO units, to qualifying surrounding residents, businesses, schools, and public buildings with private drinking water wells. Qualifying surrounding properties with private drinking water wells that have tested for GenX above the state provisional health goal of 140 ppt, or any applicable health advisory, whichever is lower, may be eligible for public water or a whole building filtration system. NC DEQ provided notice that the June 2022 release of the final health advisory for GenX compounds by EPA constituted an applicable health advisory for determining eligibility for public water or whole house filtration system. Additionally, under the CO, qualifying surrounding properties with private drinking water wells that have tested above 10 ppt for other perfluorinated compounds ("Table 3 Compounds") are eligible for three under-sink RO units. The Company provides bottled drinking water to a qualifying property when it becomes eligible for a replacement drinking water supply, and continues to provide delivery of bottled drinking water to the qualifying property until the eligible supply is established or installed. Under the terms of the CO, Chemours must make the offer to install a water treatment system to property owners in writing multiple times, and property owners have approximately one year to accept the Company's offer before it expires. In September 2021, the Company entered into an agreement with Bladen County, North Carolina to fund public water system upgrades and connections associated with providing permanent replacement drinking water supplies under the CO.

Further, in addition to the surrounding counties, in November 2021, NC DEQ sent a notice to Chemours regarding PFAS contamination from the Cape Fear River of groundwater monitoring wells and water supply wells in New Hanover County and potentially three other downstream counties based on new sampling data by NC DEQ and its determination of Chemours' obligations for such contamination. NC DEQ directed Chemours to submit for its review and approval a comprehensive groundwater contamination assessment in such counties, as well as an updated drinking water program to provide for sampling under the CO in such counties. In 2022, the Company submitted an interim drinking water plan and a separate assessment framework plan, which were subsequently updated and resubmitted, based on comments received from NC DEQ. In 2023, NC DEQ provided additional comments identifying additional actions regarding the groundwater assessment as well as the drinking water program, which the Company responded to.

The Company's estimated liability for off-site replacement drinking water supplies is based on management's assessment of the current facts and circumstances for this matter, including comments received from NC DEQ, which are subject to various assumptions that include, but are not limited to, the number of affected surrounding properties, response rates to the Company's offer, the timing of expiration of offers made to the property owners, the type of water treatment systems selected (i.e., public water, whole building filtration, or RO units), the cost of the selected water treatment systems, and any related OM&M requirements, fines and penalties, and other charges contemplated by the CO. For off-site drinking water supplies, OM&M is accrued for 20 years on an undiscounted basis based on the Company's current plans under the CO.

At June 30, 2025 and December 31, 2024, the Company had $132 and $141 of accrued liabilities, respectively, for off-site groundwater testing and water treatment system installations at qualifying third-party properties primarily in Bladen and Cumberland counties surrounding Fayetteville, which is expected to be disbursed over approximately 20 years. In addition, as of June 30, 2025 and December 31, 2024, the Company had $21, respectively for both periods, of accrued liabilities for the assessment and for sampling related to potential PFAS contamination of groundwater and supply of alternative drinking water in New Hanover and three other downstream counties. Off-site installation, maintenance, and monitoring cost estimates are based on management's assessment of the current facts and circumstances for these matters, including comments received from NC DEQ, and could change as actual experience may differ from management's estimates or new information may become available.

The estimated liability was based on certain assumptions, which management believes are reasonable under the circumstances and include, but are not limited to, implementation of the soil and groundwater assessment, the source and cause of PFAS contamination for the four downstream counties, the estimated number of properties at which sampling is conducted and whether such property will qualify for an alternative drinking water supply, other potentially responsible parties and the method of long-term alternative water supply, if any. Further, management's estimate of the ultimate liability for this matter is dependent upon NC DEQ approval of the proposed plans in response to various NC DEQ letters, obtaining additional information, implementation of EPA's health advisories, additional feasibility and investigation work that has not yet been scoped or performed, and the estimated additional future cost of OM&M. The ultimate resolution of the matters could have a material adverse effect on the Company's financial position, results of operations and cash flow.

*On-site surface water and groundwater remediation*

Abatement and remediation measures already taken by Chemours, including the capture and disposal of its operations process wastewater and other interim actions, have addressed and abated nearly all PFAS discharges from the Company's continuing operations at Fayetteville. However, the Company continues to have active dialogue with NC DEQ and other stakeholders regarding the potential incremental remedies that are both economically and technologically feasible to achieve the CO and Addendum objectives related to the impact of site surface water and groundwater contamination from historical operations, during and subsequent to the optimization period of the groundwater treatment system and following installation of the barrier wall.

In 2019, the Company completed and submitted its Cape Fear River PFAS Loading Reduction Plan - Supplemental Information Report and its CAP to NC DEQ. The Supplemental Information Report provided information to support the evaluation of potential interim remedial options to reduce PFAS loadings to surface waters. The CAP described potential long-term remediation activities to address PFAS in groundwater and surface waters at the site, in accordance with the requirements of the CO and the North Carolina groundwater standards, and built upon the previous submissions to NC DEQ. The NC DEQ received comments on the CAP during a public comment period, and the Company is awaiting formal response to the CAP from NC DEQ. With respect to the CO, the Addendum was approved by the North Carolina Superior Court for Bladen County in October 2020 and establishes the procedure to implement specified remedial measures for reducing PFAS loadings from Fayetteville to the Cape Fear River, including construction of a barrier wall with a groundwater extraction system, which was completed in June 2023, followed by an engineers certification confirming that the barrier wall was constructed and documented to be in conformance with the approved design.

Based on the CO, the Addendum, the CAP, and management's plans, which are based on current regulations and technology, the Company has accrued $182 and $188 at June 30, 2025 and December 31, 2024, respectively, related to the estimated cost of on-site remediation, based on the range of potential outcomes on current potential remedial options, and the projected amounts to be paid over a period of approximately 20 years. The final costs of any selected remediation will depend primarily on permit compliance requirements, ongoing dialogue with NC DEQ and other stakeholders regarding the potential incremental remedies that are both economically and technologically feasible to achieve the CO and Addendum objectives, and estimated future cost and time period of OM&M. Further, the final cost of the on-site groundwater treatment system depends on water treatment requirements and estimated treatment reagent and media usage. As such, cost estimates could change as actual experience may differ from management's estimates. Changes in estimates are recorded in results of operations in the period that the events and circumstances giving rise to such changes occur.

The Company's estimated liability for the remediation activities that are probable and estimable is based on the CO, the Addendum, the CAP, and management's assessment of the current facts and circumstances, which is subject to various assumptions including the transport pathways (being pathways by which PFAS reaches the Cape Fear River) that will require remedial actions, the types of interim and permanent site surface water and on-site remedies and treatment systems selected and implemented, the estimated cost of such potential remedies and treatment systems, any related OM&M requirements, and other charges contemplated by the CO and the Addendum.

The Company accrued 20 years of OM&M for Fayetteville environmental remediation systems based on the CO and Addendum, which includes estimated higher power consumption, ongoing monitoring, pretreatment, filtering supplies (principally carbon) and regular maintenance of the system over a 20-year period of estimated operation starting in 2023.

It is possible that issues relating to site discharges in various transport pathways, the selection of remediation alternatives to achieve PFAS loading reductions, or the operating effectiveness of the TO could result in further litigation and/or regulatory demands with regards to Fayetteville, including potential permit modifications or penalties under the CO and the Addendum. It is also possible that, as additional data is collected on the transport pathways and dialogue continues with NC DEQ and other stakeholders, the type or extent of remediation actions required to achieve the objectives committed to in the CO may change (increase or decrease) or remediation activities could be delayed. If such issues arise, or if the CO is further amended, an additional loss is reasonably possible, but not estimable at this time.

*Litigation and Other matters related to Fayetteville*

In February 2019, the Company received an NOV from EPA, alleging certain TSCA violations at Fayetteville. Matters raised in the NOV could have the potential to affect operations at Fayetteville. For this NOV, the Company responded to EPA in March 2019, asserting that the Company has not violated environmental laws. The Company continues to progress in discussion with EPA regarding PFAS-related allegations at its sites, including the February 2019 NOV, and management believes a loss is reasonably possible, but not estimable at this time.

Beginning in 2017, civil actions have been filed against EID and Chemours in North Carolina courts relating to discharges from Fayetteville. These actions include a consolidated action brought by four public water suppliers seeking damages and injunctive relief, a consolidated purported class action seeking medical monitoring, and property damage and/or other monetary and injunctive relief on behalf of the putative classes of property owners and residents in areas near or that draw drinking water from the Cape Fear River, and two actions encompassing approximately 2,600 private well owners seeking compensatory and punitive damages. Ruling on the Company's motions in April 2019, the court dismissed the medical monitoring, injunctive demand, and many other alleged causes of actions in these lawsuits. In October 2023, the court certified the property damages class action. In December 2024, EID and Chemours filed a motion to decertify the class on the grounds, among others, that the class representatives are inadequate and not representative. In March 2023, one of the public water suppliers brought a complaint in Delaware Chancery Court against EID, Chemours, Corteva and DuPont alleging voidable transfer and other claims arising from the Chemours separation and DowDuPont merger and subsequent restructurings, asset transfers and separations; the matter is now stayed.

In addition to natural resource damages matter filed by the State of North Carolina (as discussed within the "PFAS" section of this "Note 16 – Commitments and Contingent Liabilities"), in September 2020, three additional lawsuits were filed in North Carolina state court against Chemours and EID, as well as other defendants. One of the lawsuits is a putative class action on behalf of residents who are served by the Cape Fear Public Water utility, alleges negligence, nuisance, and other claims related to the release of perfluorinated compounds from Fayetteville, and seeks compensatory and punitive damages and medical monitoring. The other two lawsuits were filed on behalf of individuals residing near Fayetteville and allege negligence, nuisance, and other claims related to the release of perfluorinated compounds. The individuals seek compensatory property damages, punitive damages, and, in some cases, medical monitoring. All three lawsuits allege fraudulent transfer against EID and other EID entities, but not against Chemours. In October 2020, the cases were removed to federal court and then the two lawsuits filed on behalf of individuals were remanded back to state court.

In March 2022, a lawsuit was filed on behalf of an individual residing near the Fayetteville site against Chemours, EID and other defendants alleging negligence, nuisance and other claims related to the discharges from the Fayetteville site. The individual seeks compensatory property damages, punitive damages and medical monitoring. The lawsuit also alleges fraudulent transfer against EID and other EID entities, but not against Chemours.

Also, in March 2022, Cumberland County, North Carolina filed suit in state court against Chemours, EID and other defendants related to discharges from the Fayetteville site alleging negligence, nuisance, trespass and fraudulent transfer. The lawsuit seeks damages as well as injunctive and equitable relief. In April 2024, the plaintiff filed a voluntary dismissal of the fraudulent transfer counts. In January 2025, the court informed the parties that trial will be scheduled for September 29, 2025. In July 2025, the trial court took the trial off the schedule for unforeseen circumstances and a further hearing is scheduled in August 2025.

In December 2022, Aqua North Carolina, Inc. filed suit in North Carolina state court alleging EID, DuPont, DowDuPont, Inc and the Company are responsible for polyfluorinated chemical contamination of the Cape Fear River, groundwater and other water sources used by Aqua North Carolina across the state to serve its water customers. The complaint was later amended to add EIDP and Corteva and to drop DowDuPont and EID. The complaint alleges product liability, negligence, trespass, deceptive trade practices, unjust enrichment and fraudulent transfer. Plaintiff seeks equitable relief as well as compensatory and punitive damages. In February 2023, the matter was removed to federal court. In July 2024, the court dismissed the claims for products liability, deceptive trade practices and public nuisance.

As of June 30, 2025, lawsuits were filed in the Eastern District of North Carolina on behalf of 59 individuals residing near Fayetteville against Chemours, EID, Corteva and DuPont alleging personal injury, property damages and deceptive trade practices related to the discharges from Fayetteville. The individuals seek compensatory damages, equitable relief, attorney fees and punitive damages. In December 2023 and January 2024, amended complaints were filed in each case dropping fraudulent transfer claims. In September 2024, the court dismissed claims for deceptive trade practices, public nuisance, negligence per se and trespass to chattels.

It is possible that additional litigation may be filed against the Company and/or EID concerning the Fayetteville discharges. It is not possible at this point to predict the timing, course, or outcome of all governmental and regulatory inquiries and notices and litigation related to Fayetteville, and it is reasonably possible that these matters could have a material adverse effect on the Company's financial position, results of operations, and cash flows. In addition, local communities, organizations, and federal and state regulatory agencies have raised questions concerning HFPO Dimer Acid and other perfluorinated and polyfluorinated compounds at certain other manufacturing sites operated by the Company. It is possible that additional developments similar to those described above and centering on Fayetteville could arise in other locations.

***Other Environmental and Environmental-Related Matters***

On October 31, 2024, the Company received a request from the Dutch ILT agency to amend the Company's F-gas reporting for certain years to reflect hydrofluorocarbons ("HFCs") produced and consumed or destroyed at the Dordrecht Works facility. In November 2024, the Company made minor amendments to its F-gas reporting for the above years and consulted with the Dutch ILT agency and EU Commission to address the Dutch ILT's assertion that certain compounds are subject to the F-gas quota system. In February 2025, the Company received an intention for the ILT to collect a penalty of €1 million based on the consideration that HFC-23 imported or acquired on the market and added to the production process rather than directly sent for destruction is quota consuming. The Company is reviewing the ILT intention and met with the agency in April 2025 to review the matter and Dordrecht Works' HFC-23 related operations. In May 2025, ILT noticed the collection of the penalty of €1 million (Euro), which was paid by the Company in June 2025. The Company has submitted an objection to the collection of the penalty. In June 2025, the European Commission sent a compliance letter related to the Dordrecht Works operations alleging infringement of Article 16(1) of the F-gas regulation by exceeding its annual quota between 2016 to 2019 and 2021 to 2024, asserting a total reduction of 1,114,016 tons of carbon dioxide equivalent.

In June 2025 the European Commission also sent a compliance letter asserting that, based upon its 2024 reporting year submission, a quota exceedance occurred making it subject to a reduced quota allocation in the future and penalties.

In addition, in the ordinary course of business, the Company may make certain commitments, including representations, warranties, and indemnities relating to current and past operations, including environmental remediation and other potential costs related to divested assets and businesses, and issue guarantees of third-party obligations. The Company accrues for these matters when it is probable that a liability has been incurred and the amount of the liability can be reasonably estimated.

In connection with the sale of the Mining Solutions business, the Company provided a limited indemnification with respect to environmental liabilities that may arise from activities prior to the closing date. Such indemnification would not exceed approximately $78 and will expire on December 1, 2026. No liabilities have been recorded at June 30, 2025 and December 31, 2024, respectively, with respect to this indemnification.

In December 2024, the West Virginia Rivers Coalition filed a complaint under the Clean Water Act in West Virginia federal court alleging past and ongoing exceedances of certain effluent discharge limits, including those for PFOA and HFPO Dimer Acid, under the NPDES permit held by the Chemours Washington Works facility. The complaint alleges CWA violations since December 2019 and seeks civil penalties of less than $0.1 per day for each violation, as well as injunctive relief. The complaint lists 199 separate violations, including daily and monthly reporting. In February 2025, the West Virginia Rivers Coalition filed a motion for preliminary injunction, asking the court to impose injunctive relief while the litigation continues. The court held an evidentiary hearing on the motion for preliminary injunction from May 21-23, 2025 but has yet to issue a ruling on the motion. At the hearing the court moved the trial date from March 2026 to September 16, 2025. In June 2025, the court granted a motion to intervene filed by Little Hocking Water Association. Management believes that a loss is reasonably possible but not estimable as there are significant factual and legal issues to be resolved.

## Note 17. Stock-based Compensation

The Company's total stock-based compensation expense amounted to $7 and $12 for the three and six months ended June 30, 2025, and $5 and $7 for the three and six months ended June 30, 2024, respectively.

***Stock Options***

On March 3, 2025, Chemours granted approximately 1,954,000 non-qualified stock options to certain of its employees. These awards will vest over a three-year period and expire 10 years from the date of grant. The fair value of the Company's stock options is based on the Black-Scholes valuation model.

The following table sets forth the assumptions used at the grant date to determine the fair value of the Company's stock option awards granted during the six months ended June 30, 2025.

| | Six Months Ended June 30, 2025 |
|---|---|
| Risk-free interest rate | 3.98% |
| Expected term (years) | 6.00 |
| Volatility | 56.58% |
| Dividend yield | 7.22% |
| **Fair value per stock option** | $ 4.17 |

The Company recorded $2 and $4 in stock-based compensation expense specific to its stock options for the three and six months ended June 30, 2025, respectively, and $2 and $5 for the three and six months ended June 30, 2024, respectively. At June 30, 2025, approximately 4,971,000 stock options remained outstanding.

***Restricted Stock Units***

During the six months ended June 30, 2025, Chemours granted approximately 929,000 restricted stock units ("RSUs") to certain management and employees. These awards generally vest over a three-year period and, upon vesting, convert one-for-one to Chemours' common stock. The fair value of all stock-settled RSUs is based on the market price of the underlying common stock at the grant date.

The Company recorded $4 and $7 in stock-based compensation expense specific to its RSUs for the three and six months ended June 30, 2025, respectively, and $3 and $4 for the three and six months ended June 30, 2024, respectively. At June 30, 2025, approximately 1,687,000 remained non-vested.

***Performance Share Units***

On March 3, 2025, Chemours granted approximately 224,000 performance share units ("PSUs") to key senior management employees. Upon vesting, these awards convert one-for-one to Chemours' common stock if specified performance goals, including certain market-based conditions, are met over the three-year performance period specified in the grant, subject to exceptions through the vesting period of three years. Each grantee is granted a target award of PSUs, and may earn between 0% and 200% of the target amount depending on the Company's performance against stated performance goals.

A portion of the fair value of PSUs was estimated at the grant date based on the probability of satisfying the market-based conditions associated with the PSUs using a Monte Carlo valuation method, which assesses probabilities of various outcomes of market conditions. The other portion of the fair value of the PSUs is based on the fair market value of the Company's stock at the grant date, regardless of whether the market-based conditions are satisfied.

The Company recorded a net reversal of stock-based compensation expense of less than $1 for both the three and six months ended June 30, 2025, respectively, based on its assessment of Company performance relative to award-based financial objectives. The Company recorded less than $1 of stock-based compensation expense specific to its PSUs for the three months ended June 30, 2024, and a net reversal of stock-based compensation expense of $3 for the six months ended June 30, 2024. At June 30, 2025, approximately 286,000 PSUs at 100% of the target amount remained non-vested.

***Performance Stock Options***

On March 3, 2025, the Company granted approximately 763,000 performance stock options ("PSOs") to certain of its key senior management employees. These awards have a strike price that is 10% above the closing stock value on the grant date and become exercisable when vested and this market condition is satisfied. These awards will vest over a three-year period and expire 10 years from the date of grant. The fair value of the Company's PSOs was estimated using a Monte Carlo valuation method.

The following table sets forth the assumptions used at the grant date to determine the fair value of the Company's performance stock option awards granted during the six months ended June 30, 2025.

| | Six Months Ended June 30, 2025 |
|---|---|
| Risk-free interest rate | 4.12% |
| Expected term (years) | 6.07 |
| Volatility | 55.32% |
| Dividend yield | 7.22% |
| **Fair value per performance stock option (1)** | $ 3.90 |

(1)Represents the weighted-average fair value at each point of projected exercise under the Monte Carlo valuation method.

The Company recorded $1 in stock-based compensation expense specific to its PSOs for both the three and six months ended June 30, 2025, respectively, and less than $1 and $1 for the three and six months ended June 30, 2024, respectively. At June 30, 2025, approximately 979,000 PSOs remained outstanding.

## Note 18. Accumulated Other Comprehensive Loss

The following table sets forth the changes and after-tax balances of the Company's accumulated other comprehensive loss for the six months ended June 30, 2025 and 2024.

| | Net Investment Hedge | Cash Flow Hedge | Cumulative Translation Adjustment | Defined Benefit Plans | Total |
|---|---|---|---|---|---|
| **Balance at January 1, 2025** | $ 39 | $ 4 | $ (354) | $ (56) | $ (367) |
| Other comprehensive (loss) income | (100) | (20) | 201 | (7) | 74 |
| **Balance at June 30, 2025** | $ (61) | $ (16) | $ (153) | $ (63) | $ (293) |
| | | | | | |
| **Balance at January 1, 2024** | $ — | $ (8) | $ (174) | $ (92) | $ (274) |
| Other comprehensive income (loss) | 20 | 8 | (107) | 6 | (73) |
| **Balance at June 30, 2024** | $ 20 | $ — | $ (281) | $ (86) | $ (347) |

## Note 19. Financial Instruments

***Objectives and Strategies for Holding Financial Instruments***

In the ordinary course of business, Chemours enters into contractual arrangements to reduce its exposure to foreign currency risks. The Company has established a financial risk management program, which includes distinct risk management instruments: (i) foreign currency forward contracts, which are used to minimize the volatility in the Company's earnings related to foreign exchange gains and losses resulting from remeasuring its monetary assets and liabilities that are denominated in non-functional currencies; (ii) foreign currency forward contracts, which are used to mitigate the risks associated with fluctuations in the euro against the U.S. dollar for forecasted U.S. dollar-denominated inventory purchases in certain of the Company's international subsidiaries that use the euro as their functional currency; (iii) interest rate swaps, which are used to mitigate the volatility in the Company's cash payments for interest due to fluctuations in variable interest rates, as is applicable to the portion of the Company's senior secured term loan facility denominated in U.S. dollars; and, (iv) euro-denominated debt and cross-currency swaps, both of which are used to reduce the volatility in stockholders' equity caused by changes in foreign currency exchange rates of the euro with respect to the U.S. dollar for certain of its international subsidiaries that use the euro as their functional currency. The Company's financial risk management program reflects varying levels of exposure coverage and time horizons based on an assessment of risk. The program operates within Chemours' financial risk management policies and guidelines, and the Company does not enter into derivative financial instruments for trading or speculative purposes.

*Net Monetary Assets and Liabilities Hedge – Foreign Currency Forward Contracts*

At June 30, 2025, the Company had 11 foreign currency forward contracts outstanding with an aggregate gross notional U.S. dollar equivalent of $195, and an average maturity of one month. At December 31, 2024, the Company had 11 foreign currency forward contracts outstanding with an aggregate gross notional U.S. dollar equivalent of $196, and an average maturity of one month. Chemours recognized a net gain of $1 and a net loss of $1 for the three and six months ended June 30, 2025, respectively, and net gains of $3 and $1 for the three and six months ended June 30, 2024, respectively, in other income (expense), net.

*Cash Flow Hedge – Foreign Currency Forward Contracts*

At June 30, 2025, the Company had 185 foreign currency forward contracts outstanding under its cash flow hedge program with an aggregate notional U.S. dollar equivalent of $197, and an average maturity of five months. At December 31, 2024, the Company had 173 foreign currency forward contracts outstanding under its cash flow hedge program with an aggregate notional U.S. dollar equivalent of $178, and an average maturity of four months. Chemours recognized pre-tax losses of $14 and $18 for the three and six months ended June 30, 2025, respectively, and pre-tax gains of $3 and $7 for the three and six months ended June 30, 2024, respectively, within accumulated other comprehensive loss. For the three and six months ended June 30, 2025, $2 and $5 of gains were reclassified to the cost of goods sold from accumulated other comprehensive loss, respectively. For the three and six months ended June 30, 2024, $1 of gain was reclassified to the cost of goods sold from accumulated other comprehensive loss.

The Company expects to reclassify approximately $14 of net pre-tax loss, based on current foreign currency exchange rates, from accumulated other comprehensive loss to the cost of goods sold over the next 12 months.

*Cash Flow Hedge – Interest Rate Swaps*

At June 30, 2025 and December 31, 2024, the Company had two interest rate swaps outstanding under its cash flow program with an aggregate notional U.S. dollar equivalent of $300; each of the interest rate swaps mature on October 31, 2026. Chemours recognized a pre-tax gain of less than $1 and a pre-tax loss of $1 for the three and six months ended June 30, 2025, respectively, within accumulated other comprehensive loss. Chemours recognized pre-tax gains of $1 and $5 for the three and six months ended June 30, 2024 within accumulated other comprehensive loss, respectively. For the three and six months ended June 30, 2025, less than $1 and $1 of losses were reclassified to interest expense, net from accumulated other comprehensive loss, respectively. For the three and six months ended June 30, 2024, less than $1 and $1 of gains were reclassified to interest expense, net from accumulated other comprehensive loss, respectively.

The Company expects to reclassify approximately $3 of net pre-tax loss from accumulated other comprehensive loss to interest expense, net over the next 12 months, based on the current market rate.

*Net Investment Hedge – Foreign Currency Borrowings*

The Company recognized pre-tax losses of $40 and $55 for the three and six months ended June 30, 2025, respectively, and pre-tax gains of $13 and $27 for the three and six months ended June 30, 2024, respectively on its net investment hedge within accumulated other comprehensive loss. No amounts were reclassified from accumulated other comprehensive loss for the Company's net investment hedges during the three and six months ended June 30, 2025 and 2024.

*Net Investment Hedge – Cross-Currency Swaps*

The Company recognized pre-tax losses of $61 and $77 for the three and six months ended June 30, 2025 on its cross-currency swap within accumulated other comprehensive loss. No amount was reclassified from accumulated other comprehensive loss for the Company's cross-currency swap for the three and six months ended June 30, 2025.

***Fair Value of Derivative Instruments***

The following table sets forth the fair value of the Company's derivative assets and liabilities at June 30, 2025 and December 31, 2024.

| | | Fair Value Using Level 2 Inputs | |
|---|---|---|---|
| | Balance Sheet Location | June 30, 2025 | December 31, 2024 |
| Asset derivatives: | | | |
| Foreign currency forward contracts not designated as a hedging instrument | Accounts and notes receivable, net (Note 7) | $ 1 | $ 1 |
| Foreign currency forward contracts designated as a cash flow hedge | Accounts and notes receivable, net (Note 7) | — | 7 |
| Cross-currency swap designated as a net investment hedge | Accounts and notes receivable, net (Note 7) | — | 5 |
| **Total asset derivatives** | | $ 1 | $ 13 |
| | | | |
| Liability derivatives: | | | |
| Foreign currency forward contracts not designated as a hedging instrument | Other accrued liabilities (Note 13) | $ — | $ 1 |
| Foreign currency forward contracts designated as a cash flow hedge | Other accrued liabilities (Note 13) | 12 | — |
| Interest rate swaps designated as a cash flow hedge | Other accrued liabilities (Note 13) | 4 | 3 |
| Cross-currency swap designated as a net investment hedge | Other accrued liabilities (Note 13) | 72 | — |
| **Total liability derivatives** | | $ 88 | $ 4 |

The Company's foreign currency forward contracts are classified as Level 2 financial instruments within the fair value hierarchy as the valuation inputs are based on quoted prices and market observable data of similar instruments. For derivative assets and liabilities, standard industry models are used to calculate the fair value of the various financial instruments based on significant observable market inputs, such as foreign exchange rates and implied volatilities obtained from various market sources. Market inputs are obtained from well-established and recognized vendors of market data, and are subjected to tolerance and/or quality checks.

***Summary of Financial Instruments***

The following table sets forth the pre-tax changes in fair value of the Company's financial instruments for the three and six months ended June 30, 2025 and 2024.

| Three Months Ended June 30, | Cost of Goods Sold | Interest Expense, Net | Other Income (Expense), Net | Accumulated Other Comprehensive Loss |
|---|---|---|---|---|
| **2025** | | | | |
| Foreign currency forward contracts not designated as a hedging instrument | $ — | $ — | $ 1 | $ — |
| Foreign currency forward contracts designated as a cash flow hedge | 2 | — | — | (14) |
| Interest rate swaps designated as a cash flow hedge | — | — | — | — |
| Euro-denominated debt designated as a net investment hedge | — | — | — | (40) |
| Cross-currency swap designated as a net investment hedge | — | — | — | (61) |
| | | | | |
| **2024** | | | | |
| Foreign currency forward contracts not designated as a hedging instrument | $ — | $ — | $ 3 | $ — |
| Foreign currency forward contracts designated as a cash flow hedge | 1 | — | — | 3 |
| Interest rate swaps designated as a cash flow hedge | — | — | — | 1 |
| Euro-denominated debt designated as a net investment hedge | — | — | — | 13 |

| Six Months Ended June 30, | Cost of Goods Sold | Interest Expense, Net | Other Income (Expense), Net | Accumulated Other Comprehensive Loss |
|---|---|---|---|---|
| **2025** | | | | |
| Foreign currency forward contracts not designated as a hedging instrument | $ — | $ — | $ (1) | $ — |
| Foreign currency forward contracts designated as a cash flow hedge | 5 | — | — | (18) |
| Interest rate swaps designated as a cash flow hedge | — | (1) | — | (1) |
| Euro-denominated debt designated as a net investment hedge | — | — | — | (55) |
| Cross-currency swap designated as a net investment hedge | — | — | — | (77) |
| | | | | |
| **2024** | | | | |
| Foreign currency forward contracts not designated as a hedging instrument | $ — | $ — | $ 1 | $ — |
| Foreign currency forward contracts designated as a cash flow hedge | 1 | — | — | 7 |
| Interest rate swaps designated as a cash flow hedge | — | 1 | — | 5 |
| Euro-denominated debt designated as a net investment hedge | — | — | — | 27 |

## Note 20. Long-term Employee Benefits

Chemours sponsors defined benefit pension plans for certain of its employees in various jurisdictions outside of the U.S. The Company's net periodic pension cost is based on estimated values and the use of assumptions about the discount rate, expected return on plan assets, and the rate of future compensation increases received by its employees.

The following table sets forth the Company's net periodic pension cost and amounts recognized in other comprehensive income (loss) for the three and six months ended June 30, 2025 and 2024.

| | Three Months Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| Service cost | $ (2) | $ (2) | $ (4) | $ (4) |
| Interest cost | (3) | (3) | (6) | (7) |
| Expected return on plan assets | 6 | 5 | 11 | 10 |
| Amortization of actuarial loss | (1) | (2) | (2) | (4) |
| Amortization of prior service gain | — | 1 | 1 | 1 |
| Settlement gain | — | 1 | — | 2 |
| **Total net periodic pension cost** | $ — | $ — | $ — | $ (2) |
| | | | | |
| Net gain | $ — | $ — | $ — | $ 3 |
| Amortization of actuarial loss | 1 | 2 | 2 | 4 |
| Amortization of prior service gain | — | (1) | (1) | (1) |
| Recognition of settlement gain | — | (1) | — | (2) |
| Effect of foreign exchange rates | (6) | 1 | (8) | 2 |
| (Cost) benefit recognized in other comprehensive income | (5) | 1 | (7) | 6 |
| **Total changes in plan assets and benefit obligations recognized in other comprehensive income** | $ (5) | $ 1 | $ (7) | $ 4 |

The Company made cash contributions of $4 and $8 to its defined benefit pension plans during each of the three and six months ended June 30, 2025, respectively, and $3 and $7 for the three and six months ended June 30, 2024, respectively. The Company expects to make additional cash contributions of $1 to its defined benefit pension plans during the remainder of 2025.

## Note 21. Supplemental Cash Flow Information

The following table provides a reconciliation of cash and cash equivalents, as reported on the Company's consolidated balance sheets, to cash, cash equivalents, restricted cash and restricted cash equivalents, as reported on the Company's consolidated statements of cash flows.

| | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Cash and cash equivalents | $ 502 | $ 713 |
| Restricted cash and restricted cash equivalents (1) | 51 | 50 |
| **Cash, cash equivalents, restricted cash and restricted cash equivalents** | $ 553 | $ 763 |

(1)At June 30, 2025 and December 31, 2024, the restricted cash and restricted cash equivalent balance includes cash and cash equivalents deposited in an escrow account as per the terms of the MOU, which is classified as a noncurrent asset. See "Note 16 – Commitments and Contingent Liabilities" for further details.

## Note 22. Segment Information

Chemours operates through its three principal reportable segments, which were organized based on their similar economic characteristics, the nature of products and production processes, end-use markets, channels of distribution, and regulatory environments: Thermal & Specialized Solutions, Titanium Technologies, and Advanced Performance Materials. Other non-reportable segment includes the Company's Performance Chemicals and Intermediates business.

The Company's Chief Operating Decision Maker ("CODM"), which is the Company's President and Chief Executive Officer, is regularly provided adjusted earnings before interest, taxes, depreciation, and amortization ("Adjusted EBITDA") which is the primary measure of segment profitability, by segment and on a consolidated basis. The CODM uses Segment Adjusted EBITDA as the primary basis to measure segment performance relative to expectations set during the Company's annual budget process, which is where decisions regarding allocation of the Company's capital expenditures, employees and financial resources predominately occurs. This regular review of segment and consolidated Adjusted EBITDA, which takes place in monthly Business Operating Reviews (BORs), includes budget-to-actual and various period-over-period variances, which allows the CODM to modify resource allocation accordingly. Adjusted EBITDA is defined as income (loss) before income taxes, excluding the following:

- interest expense, depreciation, and amortization;
- non-operating pension and other post-retirement employee benefit costs, which represents the non-service cost component of net periodic pension costs;
- exchange (gains) losses included in other income (expense), net;
- restructuring, asset-related, and other charges;
- (gains) losses on sales of assets and businesses; and,
- other items not considered indicative of the Company's ongoing operational performance and expected to occur infrequently, including certain litigation related and environmental charges and Qualified Spend reimbursable by DuPont and/or Corteva as part of the Company's cost-sharing agreement under the terms of the MOU that were previously excluded from Adjusted EBITDA.

The following tables set forth certain summary financial information for the Company's reportable segments for the periods presented.

| | Thermal & Specialized Solutions | Titanium Technologies | Advanced Performance Materials |
|---|---|---|---|
| **Segment information from Interim Consolidated Statements of Operations:** | | | |
| **Three Months Ended June 30, 2025** | | | |
| Net sales to external customers (1) | $ 597 | $ 657 | $ 346 |
| Segment cost of goods sold | 377 | 606 | 282 |
| Segment selling, general and administrative expense | 26 | 29 | 34 |
| Segment research and development expense | 7 | 8 | 12 |
| Add back: Depreciation and amortization (2) | 18 | 32 | 35 |
| Equity in earnings of affiliates | 2 | — | 7 |
| Other segment items (3) | — | (1) | 10 |
| Segment Adjusted EBITDA | $ 207 | $ 47 | $ 50 |
| | | | |
| **Six Months Ended June 30, 2025** | | | |
| Net sales to external customers (1) | $ 1,063 | $ 1,254 | $ 639 |
| Segment cost of goods sold | 689 | 1,150 | 533 |
| Segment selling, general and administrative expense | 51 | 57 | 67 |
| Segment research and development expense | 15 | 15 | 24 |
| Add back: Depreciation and amortization (2) | 34 | 64 | 70 |
| Equity in earnings of affiliates | 4 | — | 13 |
| Other segment items (3) | (2) | (1) | 16 |
| Segment Adjusted EBITDA | $ 348 | $ 97 | $ 82 |
| | | | |
| **Segment information from Interim Consolidated Balance Sheets:** | | | |
| **June 30, 2025** | | | |
| Total assets | $ 1,775 | $ 2,353 | $ 1,826 |
| Investments in affiliates | 76 | — | 101 |
| | | | |
| **Segment information from Interim Consolidated Statements of Cash Flow:** | | | |
| **Six Months Ended June 30, 2025** | | | |
| Purchases of property, plant and equipment | 44 | 57 | 24 |

| | Thermal & Specialized Solutions | Titanium Technologies | Advanced Performance Materials |
|---|---|---|---|
| **Segment information from Interim Consolidated Statements of Operations:** | | | |
| **Three Months Ended June 30, 2024** | | | |
| Net sales to external customers (1) | $ 519 | $ 677 | $ 345 |
| Segment cost of goods sold | 342 | 590 | 286 |
| Segment selling, general and administrative expense | 25 | 28 | 35 |
| Segment research and development expense | 7 | 7 | 12 |
| Add back: Depreciation and amortization (2) | 13 | 32 | 23 |
| Equity in earnings of affiliates | 2 | — | 9 |
| Other segment items (3) | — | 1 | (1) |
| Segment Adjusted EBITDA | $ 160 | $ 83 | $ 45 |
| | | | |
| **Six Months Ended June 30, 2024** | | | |
| Net sales to external customers (1) | $ 972 | $ 1,268 | $ 647 |
| Segment cost of goods sold | 624 | 1,108 | 542 |
| Segment selling, general and administrative expense | 51 | 57 | 73 |
| Segment research and development expense | 15 | 14 | 24 |
| Add back: Depreciation and amortization (2) | 26 | 63 | 43 |
| Equity in earnings of affiliates | 4 | — | 19 |
| Other segment items (3) | 2 | — | (4) |
| Segment Adjusted EBITDA | $ 310 | $ 152 | $ 74 |
| | | | |
| **Segment information from Consolidated Balance Sheets:** | | | |
| **December 31, 2024** | | | |
| Total assets | $ 1,541 | $ 2,289 | $ 1,748 |
| Investments in affiliates | 72 | — | 81 |
| | | | |
| **Segment information from Interim Consolidated Statements of Cash Flow:** | | | |
| **Six Months Ended June 30, 2024** | | | |
| Purchases of property, plant and equipment | 58 | 32 | 77 |

(1)Segment net sales to external customers are provided by product group in "Note 3 – Net Sales".

(2)Segment depreciation and amortization expense is included as a component of cost of goods sold; selling, general, and administrative expense; and research and development expense in the amounts regularly provided to the CODM and are therefore added back to arrive at Segment Adjusted EBITDA.

(3)Other segment items includes segment other (income) expense, net.

The following tables set forth a reconciliation for instances in which the above financial information for the Company's reportable segments does not sum to consolidated amounts.

| | Segment Total | Other Non-Reportable Segment | Corporate | Total Consolidated |
|---|---|---|---|---|
| **Three Months Ended June 30, 2025** | | | | |
| Net sales to external customers | $ 1,600 | $ 15 | $ — | $ 1,615 |
| Depreciation and amortization | $ 85 | $ 1 | $ 5 | $ 91 |
| | | | | |
| **Six Months Ended June 30, 2025** | | | | |
| Net sales to external customers | $ 2,956 | $ 27 | $ — | $ 2,983 |
| Depreciation and amortization | $ 168 | $ 2 | $ 10 | $ 180 |
| Purchases of property, plant, and equipment | $ 125 | $ 1 | $ 1 | $ 127 |

| | Segment Total | Other Non-Reportable Segment | Corporate | Total Consolidated |
|---|---|---|---|---|
| **Three Months Ended June 30, 2024** | | | | |
| Net sales to external customers | $ 1,541 | $ 13 | $ — | $ 1,554 |
| Depreciation and amortization | $ 68 | $ 1 | $ 5 | $ 74 |
| | | | | |
| **Six Months Ended June 30, 2024** | | | | |
| Net sales to external customers | $ 2,887 | $ 28 | $ — | $ 2,915 |
| Depreciation and amortization | $ 132 | $ 2 | $ 11 | $ 145 |
| Purchases of property, plant, and equipment | $ 167 | $ 3 | $ 5 | $ 175 |
| | | | | |
| **Total Assets (1)** | | | | |
| June 30, 2025 | $ 5,954 | $ 97 | $ 1,437 | $ 7,488 |
| December 31, 2024 | $ 5,578 | $ 97 | $ 1,838 | $ 7,513 |

(1)Corporate assets primarily includes cash and cash equivalents, property, plant and equipment associated with the Chemours Discovery Hub, pension assets and deferred tax assets.

The following table sets forth a reconciliation of Segment Adjusted EBITDA to the Company's consolidated income before income taxes for the three and six months ended June 30, 2025 and 2024.

| | Three Months Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| Thermal & Specialized Solutions | $ 207 | $ 160 | $ 348 | $ 310 |
| Titanium Technologies | 47 | 83 | 97 | 152 |
| Advanced Performance Materials | 50 | 45 | 82 | 74 |
| **Segment Adjusted EBITDA** | 304 | 288 | 527 | 536 |
| Other non-reportable Segment Adjusted EBITDA | 4 | 3 | 5 | 5 |
| Corporate expenses (1) | (53) | (77) | (110) | (132) |
| Unallocated Items: | | | | |
| Interest expense, net | (67) | (66) | (133) | (128) |
| Depreciation and amortization | (91) | (74) | (180) | (145) |
| Non-operating pension and other post-retirement employee benefit income | 2 | 2 | 4 | 2 |
| Exchange losses, net | (4) | (7) | (7) | (6) |
| Restructuring, asset-related, and other charges (2) (Note 4) | (6) | (3) | (27) | (7) |
| Inventory write-offs (3) | (2) | — | (2) | |
| Gain on sales of assets and businesses, net | — | — | 1 | 3 |
| Transaction costs (4) | (2) | (6) | (3) | (11) |
| Qualified spend recovery (5) | 13 | 8 | 22 | 15 |
| Litigation-related charges (6) | (299) | 1 | (299) | 6 |
| Environmental charges (7) | (60) | — | (60) | — |
| **(Loss) income before income taxes** | $ (261) | $ 69 | $ (262) | $ 138 |

(1)Includes corporate costs and certain legal and environmental expenses, and stock-based compensation expenses excluding unallocated items as listed above.

(2)As part of the Company's decision to exit its SPS Capstone™ business, the Company incurred accelerated depreciation charges of $12 and $23 during the three and six months ended June 30, 2025, respectively, which are included within the "Depreciation and amortization" caption above, and therefore are not included as separate adjustment within this caption.

(3)For the three and six months ended June 30, 2025, inventory write-offs represents the write-off of certain inventories from the SPS Capstone™ business, which was not allocated in the measurement of Advanced Performance Materials segment profitability used by the CODM.

(4)For the six months ended June 30, 2025, transaction costs includes $1 of third-party costs related to the Titanium Technologies Transformation Plan, which were not allocated in the measurement of Titanium Technologies segment profitability used by the CODM. For the three and six months ended June 30, 2024, transaction costs includes $6 and $11, respectively, of third-party costs related to the Titanium Technologies Transformation Plan, which were not allocated in the measurement of Titanium Technologies segment profitability used by the CODM.

(5)Qualified spend recovery represents costs and expenses that were previously excluded from the determination of Segment Adjusted EBITDA, reimbursable by DuPont and/or Corteva as part of the Company's cost-sharing agreement under the terms of the MOU. Terms of the MOU are discussed in further detail in "Note 16 – Commitments and Contingent Liabilities" to the Interim Consolidated Financial Statements.

(6)Litigation-related charges pertains to litigation settlements, PFOA drinking water treatment accruals, and other related legal fees. For the three and six months ended June 30, 2025, litigation-related charges includes $257 related to the Company's portion of Chemours, DuPont, Corteva, EID and the State of New Jersey's settlement agreement reached in August 2025, $16 of third-party legal fees directly related to the New Jersey settlement agreement, $14 related to the Company's portion of Chemours and EID's settlement agreement to resolve the Hoosick Falls class action lawsuit, and $12 related to reserves for asbestos and production liability matters arising from an EID subsidiary, Sporting Goods Properties, Inc..

(7)Environmental charges pertains to management's assessment of estimated liabilities associated with certain remediation expenses at various sites. For the three and six months ended June 30, 2025, environmental charges includes changes in remediation reserves at the four sites covered by the New Jersey settlement agreement.

## Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

*This Management's Discussion and Analysis of Financial Condition and Results of Operations ("MD&A") supplements the unaudited Interim Consolidated Financial Statements and the related notes thereto included elsewhere herein to help provide an understanding of our financial condition, changes in our financial condition, and the results of our operations for the periods presented. Unless the context otherwise requires, references herein to "The Chemours Company", "Chemours", "the Company", "our Company", "we", "us", and "our" refer to The Chemours Company and its consolidated subsidiaries. References herein to "EID" refer to EIDP, Inc., formerly known as E. I. du Pont de Nemours and Company, which is our former parent company and is now a subsidiary of Corteva, Inc. ("Corteva"), a Delaware corporation. References herein to "DuPont" refer to DuPont de Nemours, Inc., a Delaware Corporation.*

*This MD&A should be read in conjunction with the unaudited Interim Consolidated Financial Statements and the related notes thereto included in Item 1 of this Quarterly Report on Form 10-Q, as well as our audited Consolidated Financial Statements and the related notes thereto included in our Annual Report on Form 10-K for the year ended December 31, 2024.*

*This section and other parts of this Quarterly Report on Form 10-Q contain forward-looking statements, within the meaning of the federal securities laws, that involve risks and uncertainties. Forward-looking statements provide current expectations of future events based on certain assumptions and include any statement that does not directly relate to any historical or current fact. The words "believe", "expect", "anticipate", "plan", "estimate", "target", "project", and similar expressions, among others, generally identify "forward-looking statements", which speak only as of the date the statements were made. The matters discussed in these forward-looking statements are subject to risks, uncertainties, and other factors that could cause actual results to differ materially from those set forth in the forward-looking statements.*

*Our forward-looking statements are based on certain assumptions and expectations of future events that may not be accurate or realized. These statements, as well as our historical performance, are not guarantees of future performance. Forward-looking statements also involve risks and uncertainties that are beyond our control. Additionally, there may be other risks and uncertainties that we are unable to identify at this time or that we do not currently expect to have a material impact on our business. Factors that could cause or contribute to these differences include, but are not limited to, the risks, uncertainties, and other factors discussed in the Forward-looking Statements and the Risk Factors sections in our Annual Report on Form 10-K for the year ended December 31, 2024, and as otherwise discussed in this report. We assume no obligation to revise or update any forward-looking statement for any reason, except as required by law.*

### Overview

We are a leading, global provider of performance chemicals that are key inputs in end-products and processes in a variety of industries. We deliver customized solutions with a wide range of industrial and specialty chemical products for markets, including refrigeration and air conditioning, coatings, plastics, transportation, semiconductor and consumer electronics, general industrial, and oil and gas. Our principal products include refrigerants, titanium dioxide ("$TiO_2$") pigment and industrial fluoropolymer resins. We manage and report our operating results through three principal reportable segments: Thermal & Specialized Solutions, Titanium Technologies, and Advanced Performance Materials. Our Thermal & Specialized Solutions segment is a leading, global provider of refrigerants, thermal management solutions, propellants, blowing agents, and specialty solvents. Our Titanium Technologies segment is a leading, global provider of $TiO_2$ pigment, a premium white pigment used to deliver whiteness, brightness, opacity, and protection in a variety of applications. Our Advanced Performance Materials segment is a leading, global provider of high-end polymers and advanced materials that deliver unique attributes, including low friction coefficients, extreme temperature resistance, weather resistance, ultraviolet and chemical resistance, and electrical insulation. Our Performance Chemicals and Intermediates business is presented under Other Non-Reportable Segment.

We are a different kind of chemistry company. Our world-class product portfolio enables the performance and convenience of everyday products, processes, and technologies people rely on in their daily lives, making our products and the solutions they enable both vital and essential. We are committed to creating value for our customers and stakeholders by leveraging strengths that we use to create competitive advantage: our innovation and technical expertise, our ability to operate complex manufacturing sites safely, our deep customer relationships based on trust and reliability, and our talented workforce. Every day our people bring our chemistry to life, guided by five core values that form the bedrock foundation for how we operate: (i) **Safety** – we are committed to protecting people and the environment; (ii) **Integrity** – we do what's right; (iii) **Partnership** – we win through collaboration with the right internal and external partners; (iv) **Ownership** – we are each accountable for the Company's success; (v) **Respect** – we treat people well, include others, and value diverse perspectives.

Our core values, in unison with our company vision of Trusted Chemistry, helping people live better lives and communities thrive, underpin our commitment to our stakeholders. Our values and vision cannot be separated from our business strategy.

At Chemours, our approach to Sustainability begins with our vision to deliver Trusted Chemistry that helps people live better lives and communities to thrive. In 2018, we set forth ambitious Corporate Responsibility Commitment ("CRC") goals that we aim to achieve by 2030. These goals are designed to promote accountability and enable us to measure and transparently report the progress and impact of our sustainability commitment. Leveraging a robust governance framework, we are working to integrate sustainability across our organization and our business management processes. Our work in sustainability creates value for our shareholders by protecting our right to operate, meeting the needs of our customers, and advancing our corporate strategy, Pathway to Thrive. We understand that maintaining safe, sustainable operations has an impact on us, our communities, the environment, and our collective future. We deliver for our customers and society by designing sustainable offerings that perform at the highest level while minimizing impact on the environment. We are a leader in responsible manufacturing and we value partnership and collaboration to drive change. We are committed to continue working with policymakers, our value chain, and other organizations to find solutions that meet science-based regulations and address community needs.

## Recent Developments

### Washington Works

In July 2025, we began experiencing production constraints following a local power outage at our Washington Works, West Virginia site. This event caused a full shutdown at our site. After an initial restart and following further assessments, we identified damage to a critical piece of equipment that resulted in unscheduled downtime into August. As a result of this unplanned event, the Advanced Performance Materials segment is expected to have lower sales and incur additional costs in the third quarter of 2025.

### Tariffs

The chemicals sector has been impacted by recent changes in U.S. and foreign trade policies, particularly the introduction and adjustment of tariffs by the U.S. as well as foreign retaliatory tariffs. We intend to implement mitigation efforts to create supply chain flexibility, take certain pricing actions and evaluate opportunities to source products not directly impacted by the current tariffs. The long-term impact of tariffs on our business, financial condition and results of operations remains uncertain.

## Results of Operations and Business Highlights

### *Results of Operations*

The following table sets forth our results of operations for the three and six months ended June 30, 2025 and 2024.

| *(Dollars in millions, except per share amounts)* | Three Months Ended June 30, 2025 | 2024 | Six Months Ended June 30, 2025 | 2024 |
|---|---|---|---|---|
| Net sales | $ 1,615 | $ 1,554 | $ 2,983 | $ 2,915 |
| Cost of goods sold | 1,337 | 1,246 | 2,469 | 2,323 |
| Gross profit | 278 | 308 | 514 | 592 |
| Selling, general, and administrative expense | 437 | 154 | 560 | 292 |
| Research and development expense | 28 | 26 | 55 | 53 |
| Restructuring, asset-related, and other charges | 18 | 3 | 51 | 7 |
| Total other operating expenses | 483 | 183 | 666 | 352 |
| Equity in earnings of affiliates | 9 | 11 | 17 | 23 |
| Interest expense, net | (67) | (66) | (133) | (128) |
| Other income (expense), net | 2 | (1) | 6 | 3 |
| **(Loss) income before income taxes** | (261) | 69 | (262) | 138 |
| Provision for income taxes | 119 | 9 | 122 | 25 |
| **Net (loss) income** | (380) | 60 | (384) | 113 |
| Less: Net income attributable to non-controlling interests | 1 | — | 1 | — |
| **Net (loss) income attributable to Chemours** | $ (381) | $ 60 | $ (385) | $ 113 |
| **Per share data** | | | | |
| Basic (loss) earnings per share of common stock | $ (2.54) | $ 0.40 | $ (2.56) | $ 0.76 |
| Diluted (loss) earnings per share of common stock | (2.54) | 0.39 | (2.56) | 0.75 |

***Net Sales***

The following table sets forth the impacts of price, volume, currency, and portfolio changes on our net sales for the three and six months ended June 30, 2025, compared with the same periods in 2024.

| Change in net sales from prior period | Three Months Ended June 30, 2025 | Six Months Ended June 30, 2025 |
|---|---|---|
| Price | 1% | (1)% |
| Volume | 3% | 4% |
| Currency | —% | (1)% |
| Portfolio | —% | —% |
| **Total change in net sales** | 4% | 2% |

Our net sales increased by $61 million (or 4%) to $1.6 billion for the three months ended June 30, 2025, compared with net sales of $1.6 billion for the same period in 2024. The increase in our net sales for the three months ended June 30, 2025 was primarily attributable to a 3% increase in volume and a 1% increase in price. The volume increase was attributed to our Thermal & Specialized Solutions segment. The increase in price was attributed to our Thermal & Specialized Solutions and Advanced Performance Materials segments.

Our net sales increased by $68 million (or 2%) to $3 billion for the six months ended June 30, 2025, compared with net sales of $2.9 billion for the same period in 2024. The increase in our net sales for the six months ended June 30, 2025 was primarily attributable to a 4% increase in volume, partially offset by a 1% decrease in price and unfavorable currency movements adding a 1% headwind to the segment's net sales as compared to the same period in the prior year. The volume increase and price decrease were attributed to our Thermal & Specialized Solutions and Titanium Technologies segments.

The key drivers of these changes for each of our reportable segments are discussed further under the "Segment Reviews" section within this *MD&A*.

***Cost of Goods Sold***

Our cost of goods sold ("COGS") increased by $91 million (or 7%) and $146 million (or 6%) to $1.3 billion and $2.5 billion for the three and six months ended June 30, 2025, respectively, compared with COGS of $1.2 billion and $2.3 billion for the same periods in 2024. The increase in our COGS for the three and six months ended June 30, 2025 was primarily attributable to higher raw materials costs.

***Selling, General, and Administrative Expense***

Our selling, general, and administrative ("SG&A") expense increased by $283 million (or over 100%) and $268 million (or 92%) to $437 million and $560 million for the three and six months ended June 30, 2025, respectively, compared with SG&A expense of $154 million and $292 million for the same periods in 2024. The increase in our SG&A expense for the three and six months ended June 30, 2025 was primarily attributable to litigation-related charges of $257 million associated with the settlement agreement with the State of New Jersey (as described further in "Note 16 – Commitments and Contingent Liabilities to the *Interim Consolidated Financial Statements*), partially offset by lower costs incurred related to the Audit Committee internal review process and lower third-party costs related to the Titanium Technologies Transformation Plan.

***Research and Development Expense***

Our research and development ("R&D") expense was largely unchanged at $28 million and $55 million for the three and six months ended June 30, 2025, respectively, compared with R&D expense of $26 million and $53 million for the same periods in 2024.

***Restructuring, Asset-Related, and Other Charges***

Our restructuring, asset-related, and other charges increased by $15 million (or over 100%) and $44 million (or over 100%) to $18 million and $51 million for the three and six months ended June 30, 2025, respectively, compared with restructuring, asset-related, and other charges of $3 million and $7 million for the same periods in 2024. Our restructuring, asset-related, and other charges for the three and six months ended June 30, 2025 were attributable to $17 million and $45 million, respectively, of charges related to our decision to exit our SPS Capstone™ business, along with $1 million and $5 million, respectively, of decommissioning and other charges related to the Titanium Technologies Transformation Program. Our restructuring, asset-related, and other charges for the three and six months ended June 30, 2024 were primarily attributable to $4 million and $9 million, respectively, of decommissioning and other charges related to the Titanium Technologies Transformation Plan.

***Equity in Earnings of Affiliates***

Our equity in earnings of affiliates decreased by $2 million (or 18%) and $6 million (or 26%) to $9 million and $17 million for the three and six months ended June 30, 2025, respectively, compared with equity in earnings of affiliates of $11 million and $23 million for the same periods in 2024. The decrease in our equity in earnings of affiliates for the three and six months ended June 30, 2025 was primarily attributable to lower demand in the region where our investees operate.

***Interest Expense, Net***

Our interest expense, net increased by $1 million (or 2%) and $5 million (or 4%) to $67 million and $133 million for the three and six months ended June 30, 2025, respectively compared with interest expense, net of $66 million and $128 million for the same periods in 2024. The increase in our interest expense, net for the three and six months ended June 30, 2025 was primarily attributable to higher interest rates on our variable rate debt and higher debt principal following the issuance of the 2033 Notes in November 2024.

***Other Income (Expense), Net***

Our other income, net increased by $3 million (or over 100%) and $3 million (or over 100%) to $2 million and $6 million for the three and six months ended June 30, 2025, respectively, compared with other expense, net of $1 million and other income, net of $3 million for the same periods in 2024. The increase in our other income, net for the three months ended June 30, 2025 was primarily attributable to favorable changes in net exchange gains and losses. The increase in our other income, net for the six months ended June 30, 2025 was primarily attributable to an increase in royalty income.

***Provision for Income Taxes***

We had a provision for income taxes of $119 million and $9 million for the three months ended June 30, 2025 and 2024, respectively, which represented effective tax rates of (46)% and 13%, respectively. The $110 million increase in our provision for income taxes for the three months ended June 30, 2025 was primarily attributable to $169 million tax expense to record a valuation allowance against our deferred tax asset for U.S. federal and state interest carryforwards, partially offset by a $66 million tax benefit related to environmental and litigation reserve, both recorded during the quarter. We continue to record any changes and impacts of the Organization for Economic Co-operation and Development Global Anti-Base Erosion Model Rules ("Pillar Two") in the quarter, which was overall not material to our effective tax rate.

We had a provision for income taxes of $122 million and $25 million for the six months ended June 30, 2025 and 2024, respectively, which represented effective tax rates of (47)% and 18%, respectively. The $97 million increase in our provision for income taxes for the six months ended June 30, 2025 was primarily attributable to the same factors discussed in the preceding paragraph.

On July 4, 2025, the U.S. government enacted the One Big Beautiful Bill Act (the “Tax Act”), which includes significant changes to various tax provisions previously enacted by the Tax Cuts and Jobs Act of 2017 (“TCJA”). The Tax Act makes permanent extension of certain expiring provisions of TCJA, modifications to the international tax framework, and the restoration of favorable tax treatment for certain business provisions. While the legislation was enacted in 2025, the Tax Act has multiple effective dates, with certain provisions effective in 2025 and others effective in future tax years. We are still assessing the full impact of the Tax Act on our consolidated financial statements; however, we expect that a portion of the valuation allowance recorded in this quarter will be released in the third quarter due to some of the Tax Act's favorable changes to interest expense limitations for 2025.

## Segment Reviews

We operate through three principal reportable segments, which were organized based on their similar economic characteristics, the nature of products and production processes, end-use markets, channels of distribution, and regulatory environments: Thermal & Specialized Solutions, Titanium Technologies, and Advanced Performance Materials. Other Non-Reportable Segment includes our Performance Chemicals and Intermediates business.

Adjusted earnings before interest, taxes, depreciation, and amortization ("Adjusted EBITDA") is the primary measure of segment profitability used by our Chief Operating Decision Maker ("CODM") and is defined as income before income taxes, excluding the following:

- interest expense, depreciation, and amortization;
- non-operating pension and other post-retirement employee benefit costs, which represents the non-service cost component of net periodic pension costs;
- exchange (gains) losses included in other income (expense), net;
- restructuring, asset-related, and other charges;
- (gains) losses on sales of assets and businesses; and,
- other items not considered indicative of our ongoing operational performance and expected to occur infrequently, including certain litigation related and environmental charges and Qualified Spend reimbursable by DuPont and/or Corteva as part of our cost-sharing agreement under the terms of the Memorandum of Understanding ("MOU") that were previously excluded from Adjusted EBITDA.

A reconciliation of Segment Adjusted EBITDA to our consolidated income before income taxes for the three and six months ended June 30, 2025 and 2024 is included in "Note 22 – Segment Information" to the *Interim Consolidated Financial Statements*.

***Thermal & Specialized Solutions***

The following table sets forth the net sales, Adjusted EBITDA, and Adjusted EBITDA margin amounts for our Thermal & Specialized Solutions segment for the three and six months ended June 30, 2025 and 2024.

| *(Dollars in millions)* | Three Months Ended June 30, 2025 | 2024 | Six Months Ended June 30, 2025 | 2024 |
|---|---|---|---|---|
| Segment net sales | $ 597 | $ 519 | $ 1,063 | $ 972 |
| Adjusted EBITDA | 207 | 160 | 348 | 310 |
| Adjusted EBITDA margin | 35% | 31% | 33% | 32% |

The following table sets forth the impacts of price, volume, currency, and portfolio changes on our Thermal & Specialized Solutions segment's net sales for the six months ended June 30, 2025, compared with the same period in 2024.

| Change in segment net sales from prior period | Three Months Ended June 30, 2025 | Six Months Ended June 30, 2025 |
|---|---|---|
| Price | 4% | (1)% |
| Volume | 11% | 11% |
| Currency | —% | (1)% |
| **Total change in segment net sales** | 15% | 9% |

*Segment Net Sales*

Our Thermal & Specialized Solutions segment's net sales increased by $78 million (or 15%) to $597 million for the three months ended June 30, 2025, compared with segment net sales of $519 million for the same period in 2024. The increase in segment net sales for the three months ended June 30, 2025 was primarily attributable to an 11% increase in volume and a 4% increase in price. The increase in volume was primarily attributable to stronger demand for Opteon™ Refrigerant blends in connection with the stationary air conditioning ("AC") transition to low global warming potential refrigerants under the U.S. AIM Act, partially offset by lower volumes for Freon™ Refrigerant products in connection with the U.S. AIM Act regulatory transition. The increase in prices was primarily related to stronger Opteon™ Refrigerant aftermarket demand portfolio pricing.

Our Thermal & Specialized Solutions segment's net sales increased by $91 million (or 9%) to $1.1 billion for the six months ended June 30, 2025, compared with segment net sales of $972 million for the same period in 2024. The increase in segment net sales for the six months ended June 30, 2025 was primarily attributable to an increase in volumes of 11%, partially offset by a decrease in price of 1% and unfavorable currency movements adding a 1% headwind to the segment's net sales as compared to the same period in the prior year. The increase in volume was primarily attributable to stronger demand for Opteon™ Refrigerant blends in connection with the stationary AC transition to low global warming potential refrigerants under the U.S. AIM Act, partially offset by lower volumes for Freon™ Refrigerant products in connection with the U.S. AIM Act regulatory transition. The decrease in price was primarily related to softer Freon™ Refrigerant portfolio pricing due to elevated hydrofluorocarbon ("HFC") market inventory levels, partially offset by stronger Opteon™ Refrigerant aftermarket demand portfolio pricing.

*Adjusted EBITDA and Adjusted EBITDA Margin*

For the three months ended June 30, 2025, Segment Adjusted EBITDA increased by $47 million (or 29%) to $207 million and Adjusted EBITDA margin increased by approximately 400 basis points to 35%, compared with Segment Adjusted EBITDA of $160 million and Adjusted EBITDA margin of 31% for the same period in 2024. For the six months ended June 30, 2025, Segment Adjusted EBITDA increased by $38 million (or 12%) to $348 million and Adjusted EBITDA margin increased by approximately 100 basis points to 33%, compared with Segment Adjusted EBITDA of $310 million and Adjusted EBITDA margin of 32% for the same period in 2024. The increases in Segment Adjusted EBITDA and Adjusted EBITDA margin for the three months ended June 30, 2025 were primarily attributable to the aforementioned increase in both price and volumes as a result of higher demand within the Opteon™ Refrigerant blends products in connection with the stationary AC regulatory transition, more than offsetting the limited input cost headwinds. The increases in Segment Adjusted EBITDA and Adjusted EBITDA margin for the six months ended June 30, 2025 were primarily attributable to the aforementioned increase in volume as a result of higher demand within the Opteon™ Refrigerant portfolio as mentioned above, partially offset by the minor input costs headwinds, as well as also partially offset by a decrease in price as a result of declines in the Freon™ Refrigerant portfolio in connection with the step downs under the AIM Act and EU F-Gas regulations.

***Titanium Technologies***

The following table sets forth the net sales, Adjusted EBITDA, and Adjusted EBITDA margin amounts for our Titanium Technologies segment for the three and six months ended June 30, 2025 and 2024.

| *(Dollars in millions)* | Three Months Ended June 30, 2025 | 2024 | Six Months Ended June 30, 2025 | 2024 |
|---|---|---|---|---|
| Segment net sales | $ 657 | $ 677 | $ 1,254 | $ 1,268 |
| Adjusted EBITDA | 47 | 83 | 97 | 152 |
| Adjusted EBITDA margin | 7% | 12% | 8% | 12% |

The following table sets forth the impacts of price, volume, currency, and portfolio changes on our Titanium Technologies segment's net sales for the six months ended June 30, 2025, compared with the same period in 2024.

| Change in segment net sales from prior period | Three Months Ended June 30, 2025 | Six Months Ended June 30, 2025 |
|---|---|---|
| Price | (4)% | (4)% |
| Volume | —% | 3% |
| Currency | 1% | —% |
| **Total change in segment net sales** | (3)% | (1)% |

*Segment Net Sales*

Our Titanium Technologies segment's net sales decreased by $20 million (or 3%) to $657 million for the three months ended June 30, 2025 compared with segment net sales of $677 million for the same period in 2024. The decrease in segment net sales for the three months ended June 30, 2025 was primarily attributable to a decrease in price of 4%, partially offset by favorable currency movements adding a 1% tailwind to the segment's net sales as compared to the same period in the prior year. Volumes remained generally flat overall with stronger demand in North America and Europe offsetting lower volumes in other non-western markets.

Our Titanium Technologies segment's net sales decreased by $14 million (or 1%) to $1.3 billion for the six months ended June 30, 2025 compared with segment net sales of $1.3 billion for the same period in 2024. The decrease in segment net sales for the six months ended June 30, 2025 was primarily attributable to a decrease in price of 4%, partially offset by a 3% increase in volume.

*Adjusted EBITDA and Adjusted EBITDA Margin*

For the three months ended June 30, 2025 Segment Adjusted EBITDA decreased by $36 million (or 43%) to $47 million and Adjusted EBITDA margin decreased by approximately 500 basis points to 7%, compared with Segment Adjusted EBITDA of $83 million and Adjusted EBITDA margin of 12% for the same period in 2024. For the six months ended June 30, 2025, Segment Adjusted EBITDA decreased by $55 million (or 36%) to $97 million and Adjusted EBITDA margin decreased by approximately 400 basis points to 8%, compared with Segment Adjusted EBITDA of $152 million and Adjusted EBITDA margin of 12% for the same period in 2024. The decreases in Segment Adjusted EBITDA and Adjusted EBITDA margin for the three months ended June 30, 2025 were primarily attributable to the aforementioned decrease in price as well as operational headwinds in the second quarter that caused higher input and operational costs. These disruptions were primarily caused by a rail line service interruption impacting feedstock mix and other limited operational issues. In order to fulfill customer orders, due to this rail line interruption, we elected to consume higher-cost ore feedstock, which resulted in incremental costs of $15 million in the second quarter. The net costs associated with other one-time operational disruptions were $8 million for the quarter. These factors for the second quarter were partially offset by the favorable currency movements. The decreases in Segment Adjusted EBITDA and Adjusted EBITDA margin for the six months ended June 30, 2025 were primarily attributable to the aforementioned decrease in price, with operational disruptions primarily related to both cold weather downtime that took place in the first quarter as well as the other operational headwinds mentioned above that took place in the second quarter, partially offset by continued cost savings.

***Advanced Performance Materials***

The following table sets forth the net sales, Adjusted EBITDA, and Adjusted EBITDA margin amounts for our Advanced Performance Materials segment for the three and six months ended June 30, 2025 and 2024.

| *(Dollars in millions)* | Three Months Ended June 30, 2025 | 2024 | Six Months Ended June 30, 2025 | 2024 |
|---|---|---|---|---|
| Segment net sales | $ 346 | $ 345 | $ 639 | $ 647 |
| Adjusted EBITDA | 50 | 45 | 82 | 74 |
| Adjusted EBITDA margin | 14% | 13% | 13% | 11% |

The following table sets forth the impacts of price, volume, currency, and portfolio changes on our Advanced Performance Materials segment's net sales for the six months ended June 30, 2025, compared with the same period in 2024.

| Change in segment net sales from prior period | Three Months Ended June 30, 2025 | Six Months Ended June 30, 2025 |
|---|---|---|
| Price | 6% | 3% |
| Volume | (6)% | (3)% |
| Currency | —% | (1)% |
| **Total change in segment net sales** | —% | (1)% |

*Segment Net Sales*

Our Advanced Performance Materials segment's net sales increased by $1 million (or less than 1%) to $346 million for the three months ended June 30, 2025, compared with segment net sales of $345 million for the same period in 2024. The increase in segment net sales for the three months ended June 30, 2025 was primarily attributable to an increase in price of 6%, partially offset by a 6% decrease in volume. Price increases were primarily driven by stronger pricing in high-value applications as well as pricing opportunities associated with the exit of the SPS Capstone™ product line, partially offset by a decrease in volume primarily driven by weakness in cyclical end markets impacting Advanced Materials and products serving hydrogen markets under Performance Solutions.

Our Advanced Performance Materials segment's net sales decreased by $8 million (or 1%) to $639 million for the six months ended June 30, 2025, compared with segment net sales of $647 million for the same period in 2024. The decrease in segment net sales for the six months ended June 30, 2025 was primarily attributable to a 3% decrease in volume, as well as unfavorable currency movements adding a 1% headwind to the segment's net sales as compared to the same period in the prior year, partially offset by a 3% increase in price. Price increases were primarily driven by the same factors discussed in the preceding paragraph, as well as unfavorable currency movements adding a 1% headwind to the segment's net sales in the same period of the prior year.

*Adjusted EBITDA and Adjusted EBITDA Margin*

For the three months ended June 30, 2025, Segment Adjusted EBITDA increased by $5 million (or 11%) to $50 million and Adjusted EBITDA margin increased by approximately 100 basis points to 14%, compared with Segment Adjusted EBITDA of $45 million and Adjusted EBITDA margin of 13% for the same period in 2024. For the six months ended June 30, 2025, Segment Adjusted EBITDA increased by $8 million (or 11%) to $82 million and Adjusted EBITDA margin increased by approximately 200 basis points to 13%, compared with Segment Adjusted EBITDA of $74 million and Adjusted EBITDA margin of 11% for the same period in 2024. The increases in Segment Adjusted EBITDA and Adjusted EBITDA margin for the three months ended June 30, 2025 were primarily attributable to higher pricing, partially offset by lower volumes as well as higher costs as a result of lower fixed cost absorption due to lower overall volumes. The increases in Segment Adjusted EBITDA and Adjusted EBITDA margin for the six months ended June 30, 2025 were attributable to a mix of lower costs and higher pricing, partially offset by lower volumes and the aforementioned unfavorable currency movement.

***Corporate and Unallocated Items***

In addition to our reportable segments, we assign certain costs to "Corporate expenses", which is presented separately in the segment reconciliation table below and in "Note 22 – Segment Information" to the *Interim Consolidated Financial Statements*. Corporate expenses include certain legacy-related legal and environmental expenses, stock-based compensation expenses and other corporate costs, but excludes segment unallocated items (described below).

Corporate and Other costs decreased by $24 million (or 31%) and $22 million (or 17%) to $53 million and $110 million for the three and six months ended June 30, 2025, compared with Corporate and Other costs of $77 million and $132 million for the same periods in 2024. The decrease in Corporate and Other costs for the three and six months ended June 30, 2025 was primarily attributable to lower costs associated with the Audit Committee Internal Review.

Unallocated items are those items excluded from the determination of Segment Adjusted EBITDA measure used by our CODM as described in the segment overview section of this MD&A and further described below as well as in "Note 22 – Segment Information" to the *Interim Consolidated Financial Statements*.

The following table sets forth our corporate and unallocated items for the three and six months ended June 30, 2025 and 2024.

| | Three Months Ended June 30, | | Six Months Ended June 30, | |
|---|---|---|---|---|
| *(Dollars in millions)* | 2025 | 2024 | 2025 | 2024 |
| Corporate expenses | $ (53) | $ (77) | $ (110) | $ (132) |
| Unallocated items: | | | | |
| Interest expense, net | (67) | (66) | (133) | (128) |
| Depreciation and amortization | (91) | (74) | (180) | (145) |
| Non-operating pension and other post-retirement employee benefit income | 2 | 2 | 4 | 2 |
| Exchange losses, net | (4) | (7) | (7) | (6) |
| Restructuring, asset-related, and other charges (1) (Note 4 to the *Interim Consolidated Financial Statements*) | (6) | (3) | (27) | (7) |
| Inventory write-offs (2) | (2) | — | (2) | — |
| Gain on sales of assets and business, net | — | — | 1 | 3 |
| Transaction costs (3) | (2) | (6) | (3) | (11) |
| Qualified spend recovery (4) | 13 | 8 | 22 | 15 |
| Litigation-related charges (5) | (299) | 1 | (299) | 6 |
| Environmental charges (6) | (60) | — | (60) | — |
| **Corporate expenses and unallocated items** | $ (569) | $ (222) | $ (794) | $ (403) |

(1)As part of our decision to exit its SPS Capstone™ business, we incurred accelerated depreciation charges of $12 million and $23 million during the three and six months ended June 30, 2025, respectively, which are included within the "Depreciation and amortization" caption above, and therefore are not included as separate adjustment within this caption.

(2)For the three and six months ended June 30, 2025, inventory write-offs represents the write-off of certain inventories from the SPS Capstone™ business, which was not allocated in the measurement of Advanced Performance Materials segment profitability used by the CODM.

(3)For the six months ended June 30, 2025, transaction costs includes $1 million of third-party costs related to the Titanium Technologies Transformation Plan, which were not allocated in the measurement of Titanium Technologies segment profitability used by the CODM. For the three and six months ended June 30, 2024, transaction costs includes $6 million and $11 million, respectively, of third-party costs related to the Titanium Technologies Transformation Plan, which were not allocated in the measurement of Titanium Technologies segment profitability used by the CODM.

(4)Qualified spend recovery represents costs and expenses that were previously excluded from the determination of Segment Adjusted EBITDA, reimbursable by DuPont and/or Corteva as part of our cost-sharing agreement under the terms of the MOU. Terms of the MOU are discussed in further detail in "Note 16 – Commitments and Contingent Liabilities" to the Interim Consolidated Financial Statements.

(5)Litigation-related charges pertains to litigation settlements, PFOA drinking water treatment accruals, and other related legal fees. For the three and six months ended June 30, 2025, litigation-related charges includes $257 million related to our portion of Chemours, DuPont, Corteva, EID and the State of New Jersey's settlement agreement reached in August 2025, $16 million of third-party legal fees directly related to the New Jersey settlement agreement, $14 million related to our portion of Chemours and EID's settlement agreement to resolve the Hoosick Falls class action lawsuit, and $12 million related to reserves for asbestos and production liability matters arising from an EID subsidiary, Sporting Goods Properties, Inc.

(6)Environmental charges pertains to management's assessment of estimated liabilities associated with certain remediation expenses at various sites. For the three and six months ended June 30, 2025, environmental charges includes changes in remediation reserves at the four sites covered by the New Jersey settlement agreement.

## Liquidity and Capital Resources

Our primary sources of liquidity are cash generated from operations and available cash. We also periodically utilize various financing facilities, including our receivables securitization facility and supply chain financing arrangements with third-party financial institutions to provide working capital flexibility. Additionally, we have access to incremental liquidity, if needed, through borrowings under our debt financing arrangements, which includes borrowing capacity under our Revolving Credit Facility. We expect the liquidity from these sources will provide adequate funds to support the cash needs of our businesses through at least the end of August 2026.

At June 30, 2025, we had total unrestricted cash and cash equivalents of $502 million, of which $327 million was held by our foreign subsidiaries. The availability under our Revolving Credit Facility as of June 30, 2025 was $954 million, net of $46 million in outstanding letters of credit, and is subject to compliance with certain covenants, including those related to the last twelve months of our consolidated earnings before interest, taxes, depreciation, and amortization ("EBITDA") and senior secured net debt, both of which are defined under the Credit Agreement. At June 30, 2025, we were in compliance with the applicable covenants under the Credit Agreement. Our debt financing arrangements are described in further detail in "Note 20 – Debt" to the *Consolidated Financial Statements* in our Annual Report on Form 10-K for the year ended December 31, 2024.

Subject to approval by our board of directors, we may raise additional capital or borrowings from time to time, or seek to refinance our existing debt. There can be no assurances that future capital or borrowings will be available to us, and the cost and availability of new capital or borrowings could be materially impacted by market conditions. Our borrowing costs can be impacted by short- and long-term debt ratings assigned by nationally recognized ratings agencies. On June 17, 2025, Moody's affirmed our Ba3 rating with stable outlook. On April 16, 2025, S&P Global affirmed our BB- credit rating with negative outlook. Our debt ratings could constrain the capital available to us and could limit our access to and/or increase the cost of funding our operation. Further, the decision to refinance our existing debt is based on a number of factors, many of which are beyond our control, including general market conditions and our ability to refinance on attractive terms at any given point in time. Any attempts to raise additional capital or borrowings or refinance our existing debt could cause us to incur significant charges, including an increase in interest expense as a result of higher interest rates on any new or refinanced borrowings.

In the ordinary course of business, we engage in normal and customary working capital management actions. Ordinary course working capital management actions may include managing the timing of payables or receivables where permitted in accordance with the payment terms, utilizing supply chain financing arrangements, and utilizing the accounts receivable securitization facility described in "Note 14 – Debt" to the *Interim Consolidated Financial Statements*, among other actions, where appropriate and deemed to be in our commercial interest. Additionally, in the normal course of business, from time to time, we agree with our customers and, or, our suppliers, to a swap of terms, which can result in collecting from customers or paying suppliers earlier in one period in exchange for later in another period.

While we have historically generated operating cash flows through various past industry and economic cycles, we do have a historical pattern of seasonality with a working capital use of cash in the first half of the year, primarily driven by seasonal accounts receivable timing and, to a lesser extent, inventory builds, and a working capital source of cash in the second half of the year, as we sell product from inventory and collect receivables from customers. We currently anticipate that we will remain in compliance with applicable covenants under the Credit Agreement through at least August 2026.

Throughout the year, we utilize supply chain financing arrangements with several third-party financial institutions to manage our working capital needs and enhance liquidity. We also participate in certain customers' supply chain financing and other early pay programs as a routine source of working capital. During the three months ended June 30, 2025 and 2024, we utilized various customer facilitated supply chain financing facilities to accelerate the collection of $133 million and $111 million, respectively, of our accounts receivable, incurring an immaterial discount amount for both periods. For the six months ended June 30, 2025 and 2024, we accelerated the collection of approximately $226 million and $128 million, respectively, of our accounts receivable, incurring an immaterial discount amount for both periods. See "Note 7 – Accounts and Notes Receivable, Net" to the *Interim Consolidated Financial Statements* for further details regarding our supplier financing programs.

A substantial majority of the $327 million of unrestricted cash and cash equivalents held by our foreign subsidiaries at June 30, 2025, is available for local operations or is readily convertible into currencies used in our worldwide operations, including the U.S. dollar. We are subject to restrictions imposed by the local governments in certain jurisdictions where we operate, which impose certain limitations on our ability to exchange currencies, repatriate earnings or capital, or create cross-border cash pooling arrangements. During the six months ended June 30, 2025, we received approximately $23 million of net cash in the U.S. through intercompany loans and dividends. We believe we have the ability to fund U.S. operations cash requirements for working capital, dividends, investments, and other financing requirements through a mixture of repatriations, intercompany loans, and other actions. For further information related to our income tax positions, refer to "Note 9 – Income Taxes" to the *Consolidated Financial Statements* in our Annual Report on Form 10-K for the year ended December 31, 2024.

In addition, we monitor the third-party depository institutions that hold our cash and cash equivalents. We diversify our cash and cash equivalents among counterparties to minimize exposure to any one of these entities.

Over the course of the next 12 months and beyond, we anticipate making significant cash payments for known contractual and other obligations, which we expect to fund through cash generated from operations, available cash (including restricted cash), receivables securitization, and our existing debt financing arrangements. Such obligations include principal and interest obligations on long-term debt, contractual obligations for operating and finance leases, purchase obligations, legal settlement agreements, and our expectations for capital expenditures, which except as noted below, did not significantly change from what was previously disclosed in our Annual Report on Form 10-K for the year ended December 31, 2024. Our contractual and other obligations also include:

- **Environmental remediation** – We, due to the terms of our Separation-related agreements with EID, are subject to contingencies pursuant to environmental laws and regulations that in the future may require further action to correct the effects on the environment of prior disposal practices or releases of chemical substances, which are attributable to EID's activities before our spin-off. Much of this liability results from Comprehensive Environmental Response Compensation and Liability Act ("CERCLA"), Resource Conservation and Recovery Act ("RCRA"), and similar federal, state, local, and foreign laws. These laws may require us to undertake certain investigative, remediation, and restoration activities at sites where we conduct or EID once conducted operations or at sites where waste generated by us was disposed. At June 30, 2025, our consolidated balance sheets include $605 million for environmental remediation liabilities, of which $102 million was classified as current, and a portion is subject to recovery under the MOU. Of the current environmental liabilities of $102 million, $55 million relates to Fayetteville. Pursuant to the binding MOU that we entered into with DuPont, Corteva, and EID in January 2021, costs related to potential future legacy PFAS liabilities arising out of pre-July 1, 2015 conduct will subject to the cost-sharing arrangement, where we bear half of the cost of such future potential legacy PFAS liabilities and DuPont and Corteva will collectively bear the other half of the cost of such future potential legacy PFAS liabilities up to an aggregate $4 billion, of which approximately $1.4 billion is available after consideration of the funding of the payment to the State of Ohio, and supplemental payment to the State of Delaware, and the net present value of the scheduled settlement payments per the terms of the settlement agreement with the State of New Jersey, described further below. Any PFAS-related insurance recoveries, as received, will increase the future amount available under the MOU. The $1.4 billion available amount above does not include any potential future insurance proceeds not yet received under noticed insurance policies, which have policy limits that total $750 million. Refer to the "Environmental Matters" section within this MD&A for the anticipated environmental remediation payments over the next three years. Refer to "Note 16 – Commitments and Contingent Liabilities" to the Interim Cons*olidated Financial Statements* for further discussion of the MOU and Qualified Spend.
- **PFAS escrow funding requirements** – Pursuant to the binding MOU that we entered into with DuPont, Corteva, and EID in January 2021, the parties have agreed to establish an escrow account in order to support and manage the payments for potential future legacy PFAS liabilities. In September 2023, we entered into a supplemental agreement to the binding MOU with DuPont, Corteva, and EID, whereby the parties agreed to i) release funds held in escrow to fund, in part, the qualified settlement fund per the terms of the U.S. public water system settlement agreement, ii) waive the escrow funding obligation of each party due no later than September 30, 2023 and iii) waive the escrow funding obligation due no later than September 30, 2024 under certain conditions as agreed to by the parties. The parties agreed to fund the payments due by September 30, 2024, and we funded $50 million into the escrow account on September 30, 2024. As such, at June 30, 2025 and December 31, 2024, we had $50 million deposited into the escrow account. The next escrow payment of $50 million was expected to be made on or before September 30, 2025 and the following payments are expected on or before September 30 of each subsequent year through and including 2028. Pursuant to the terms of the PFAS Insurance Proceeds Memorandum of Understanding ("PFAS Insurance MOU"), the parties agree to suspend the obligation of each of the parties to fund the $50 million MOU payments due by September 30, 2025, and that our future MOU funding requirements will be reduced by amounts released from the insurance proceeds escrow to fund the New Jersey settlement. If on December 31, 2028, the balance of the escrow account (including interest) is less than $700 million, the balance of the escrow is to be restored to such amount, with Chemours making 50% of the deposits and DuPont and Corteva together making 50% of the deposits. Such payments will be made in a series of five consecutive annual equal installments commencing on September 30, 2029 pursuant to the escrow account replenishment terms as set forth in the MOU. Refer to "Note 16 – Commitments and Contingent Liabilities" to the *Interim Consolidated Financial Statements* for further discussion.

•**Other legal settlements** - In addition to the legal items noted above, we have other legal settlements that we expect to pay within the next 12 months and beyond. In November 2023, we, DuPont, Corteva, and EID entered into a settlement agreement with the State of Ohio to settle claims, including for environmental releases or sales of products containing PFAS or other known contaminants. Our share of this settlement is $55 million, representing our portion of the contribution consistent with the MOU entered into among the parties in January 2021. Following the settlement agreement with the State of Ohio and pursuant to the terms of the settlement agreement with the State of Delaware entered into in 2021, we will also contribute our portion of the supplemental payment to the State of Delaware for $13 million. We expect to pay these amounts in 2025. In June 2025, EID and Chemours reached an agreement in principle to resolve the Hoosick Falls class action lawsuit. Our portion of the total settlement in accordance with the MOU is $13.5 million with $11 million expected to be paid within the next 12 months and the remaining $2.5 million paid in five installments annually. In August 2025, Chemours, Chemours FC LLC, Corteva, EID, DuPont and DuPont Specialty Products (collectively, "the NJ Settling Companies"), and the State of New Jersey agreed to a Judicial Consent Order ("JCO") on terms consistent with the recommended settlement agreement. Under the JCO, the Companies will make scheduled annual settlement payments totaling $875 million over a 25-year period. Our portion of the scheduled annual settlement payments is $257 million on a net present value basis. We expect that the $150 million consideration pursuant to the PFAS Insurance MOU as well as the $50 million restricted cash in the MOU escrow account will fully fund our New Jersey settlement payment obligations through at least 2030. We have accrued litigation of $497 million at June 30, 2025, which is inclusive of settlement agreements with Ohio, Delaware, New Jersey, and the Hoosick Falls class action lawsuit, of which $203 million is classified as current. Refer to "Note 16 – Commitments and Contingent Liabilities" to the *Interim Consolidated Financial Statements* for further discussion.

We continue to believe our sources of liquidity are sufficient to fund our planned operations and to meet our principal, interest, dividend, income taxes, and contractual obligations through at least the end of August 2026. Our capital allocation strategy is aligned with our strategic priorities under Pathway to Thrive and commitment to balance sheet flexibility. Our capital allocation strategy seeks to (i) focus investments in growth initiatives to enhance our portfolio; (ii) improve our leverage profile; (iii) responsibly resolve contingent legal and/or accrued environmental liabilities on terms and bases deemed to be in the best interest of the Company and its stakeholders; and (iv) return cash to shareholders through regular quarterly dividends. Since its inception, the Company has consistently maintained a long practice of returning capital to its shareholders, which will remain a strategic priority going forward. On August 5, 2025, the Board of Directors of Chemours declared a quarterly cash dividend of $0.0875 per share on the Company's common stock for the third quarter of 2025.

***Cash Flows***

The following table sets forth a summary of the net cash provided by (used for) our operating, investing, and financing activities for the six months ended June 30, 2025 and 2024.

| | Six Months Ended June 30, | |
|---|---|---|
| *(Dollars in millions)* | 2025 | 2024 |
| Cash used for operating activities | $ (19) | $ (910) |
| Cash used for investing activities | (128) | (171) |
| Cash used for financing activities | (84) | (94) |

*Operating Activities*

We used $19 million and $910 million in cash flows for our operating activities during the six months ended June 30, 2025 and 2024, respectively. The decrease in our operating cash outflows was primarily attributable to the release of the $592 million of restricted cash and restricted cash equivalents deposited in the qualified settlement fund per the terms of the U.S. public water system settlement agreement following Final Judgment, as defined in the U.S. public water settlement agreement, along with the unwinding of year-end 2023 net working capital actions, both of which had an unfavorable cash flow impact on the six months ended June 30, 2024. The decrease in our operating cash outflows was partially offset by lower earnings in the six months ended June 30, 2025 compared to the same period in 2024.

*Investing Activities*

We used $128 million and $171 million in cash flows for our investing activities during the six months ended June 30, 2025 and 2024, respectively which were primarily attributable to purchases of property, plant, and equipment amounting to $127 million and $175 million, respectively.

*Financing Activities*

We used $84 million in cash flows for our financing activities during the six months ended June 30, 2025 which were primarily attributable to our capital allocation activities, resulting in $50 million of cash dividends, along with $16 million of net debt repayments.

We used $94 million in cash flows for our financing activities during the six months ended June 30, 2024 which were primarily attributable to our capital allocation activities, resulting in $74 million of cash dividends and $14 million of net payments in connection with one of our supplier financing programs.

***Current Assets***

The following table sets forth the components of our current assets at June 30, 2025 and December 31, 2024.

| *(Dollars in millions)* | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Cash and cash equivalents | $ 502 | $ 713 |
| Accounts and notes receivable, net | 959 | 770 |
| Inventories | 1,558 | 1,463 |
| Prepaid expenses and other | 58 | 71 |
| Assets held for sale | 23 | — |
| **Total current assets** | $ 3,100 | $ 3,017 |

Our accounts and notes receivable, net increased by $189 million (or 25%) to $959 million at June 30, 2025, compared with accounts and notes receivable, net of $770 million at December 31, 2024. The increase in our accounts and notes receivable, net at June 30, 2025 was primarily attributable to higher sales in the second quarter of 2025 driving higher receivables when compared to the fourth quarter of 2024, partially offset by higher usage of our Accounts Receivable Securitization facility.

Our inventories increased by $95 million (or 6%) to $1.6 billion at June 30, 2025, compared with inventories of $1.5 billion at December 31, 2024. The increase in our inventories at June 30, 2025 was primarily attributable to seasonal inventory build, along with an increase in the value of our raw material inventories due to higher raw materials costs.

Our prepaid expenses and other decreased by $13 million (or 18%) to $58 million at June 30, 2025, compared with prepaid expenses and other of $71 million at December 31, 2024. The decrease in our prepaid expenses and other was primarily due to decreases in prepaid insurance premiums.

Our assets held for sale amounted to $23 million at June 30, 2025. Our assets held for sale relate to the sale of land at our Kuan Yin, Taiwan manufacturing site following its closure in July 2023, which is discussed further in “Note 9 – Property, Plant and Equipment” to the *Interim Consolidated Financial Statements*.

***Current Liabilities***

The following table sets forth the components of our current liabilities at June 30, 2025 and December 31, 2024.

| *(Dollars in millions)* | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Accounts payable | $ 1,023 | $ 1,156 |
| Compensation and other employee-related costs | 79 | 99 |
| Short-term and current maturities of long-term debt | 38 | 54 |
| Current environmental remediation | 102 | 115 |
| Other accrued liabilities | 608 | 393 |
| **Total current liabilities** | $ 1,850 | $ 1,817 |

Our accounts payable decreased by $133 million (or 12%) to $1 billion at June 30, 2025 compared with accounts payable of $1.2 billion at December 31, 2024. The decrease in our accounts payable at June 30, 2025 was primarily attributable to the timing of vendor payments following planned maintenance activity in the fourth quarter of 2024.

Our compensation and other employee-related costs decreased by $20 million (or 20%) to $79 million at June 30, 2025 compared with compensation and other employee-related costs of $99 million at December 31, 2024. The decrease in our compensation and other employee-related costs at June 30, 2025 was primarily attributable to payout of 2024 employee performance-based compensation during the second quarter of 2025.

Our short-term and current maturities of long-term debt decreased by $16 million (or 30%) to $38 million at June 30, 2025, compared with short-term and current maturities of long-term debt of $54 million at December 31, 2024. The decrease in our short-term and current maturities of long-term debt at June 30, 2025 was primarily attributable to principal repayments under an insurance premium financing arrangement.

Our current environmental remediation decreased by $13 million (or 11%) to $102 million at June 30, 2025 compared with current environmental remediation of $115 million at December 31, 2024. The decrease in our current environmental remediation was primarily attributable to lower environmental remediation accruals at Fayetteville following spend in the first half of 2025.

Our other accrued liabilities increased by $215 million (or 55%) to $608 million at June 30, 2025 compared with other accrued liabilities of $393 million at December 31, 2024. The increase in our other accrued liabilities was primarily attributable to an increase in accrued litigation following the settlement agreement with the State of New Jersey (as described further in "Note 16 – Commitments and Contingent Liabilities to the *Interim Consolidated Financial Statements)* a change in the fair value of our cross-currency swap and an increase in our interest accrued as driven by the timing of payments under our senior unsecured notes, partially offset by payment of customer rebates in the first quarter of 2025.

***Credit Facilities and Notes***

Refer to "Note 14 – Debt" to the *Interim Consolidated Financial Statements* in this Quarterly Report on Form 10-Q and "Note 20 – Debt" to the *Consolidated Financial Statements* in our Annual Report on Form 10-K for the year ended December 31, 2024 for a discussion of our credit facilities and notes.

***Guarantor Financial Information***

The following disclosures set forth summarized financial information and alternative disclosures in accordance with Rule 13-01 of Regulation S-X ("Rule 13-01"). These disclosures have been made in connection with certain subsidiaries' guarantees of the 4.000% senior unsecured notes due May 2026, which are denominated in euros and the 5.375% senior unsecured notes due May 2027 (collectively, the "Registered Notes"), which are registered under the Securities Act of 1933, as amended. Each series of the Registered Notes was issued by The Chemours Company (the "Parent Issuer"), and was fully and unconditionally guaranteed, jointly and severally, on a senior unsecured basis by the existing and future domestic subsidiaries of the Parent Issuer (together, the "Guarantor Subsidiaries"), subject to certain conditions, which are further discussed in "Note 20 – Debt" to the *Consolidated Financial Statements* in our Annual Report on Form 10-K for the year ended December 31, 2024. The assets, liabilities, and operations of the Guarantor Subsidiaries primarily consist of those attributable to The Chemours Company FC, LLC, our primary operating subsidiary in the United States, as well as certain U.S.-based subsidiaries included in *Exhibit 22* to this Quarterly Report on Form 10-Q. Each of the Guarantor Subsidiaries is 100% owned by the Company. None of our other subsidiaries, either direct or indirect, guarantee the Registered Notes (together, the "Non-Guarantor Subsidiaries"). Pursuant to the indentures governing the Registered Notes, the Guarantor Subsidiaries will be automatically released from those guarantees upon the occurrence of certain customary release provisions.

Our summarized financial information is presented on a combined basis, consisting of the Parent Issuer and Guarantor Subsidiaries (collectively, the "Obligor Group"), in accordance with the requirements under Rule 13-01, and is presented after the elimination of: (i) intercompany transactions and balances among the Parent Issuer and Guarantor Subsidiaries, and (ii) equity in earnings from and investments in the Non-Guarantor Subsidiaries.

| *(Dollars in millions)* | Six Months Ended June 30, 2025 |
|---|---|
| Net sales | $ 2,073 |
| Gross profit | 254 |
| Loss before income taxes | (352) |
| Net loss | (463) |
| Net loss attributable to Chemours | (463) |

| *(Dollars in millions)* | June 30, 2025 | December 31, 2024 |
|---|---|---|
| **Assets** | | |
| Current assets (1,2,3) | $ 1,497 | $ 1,501 |
| Long-term assets (4) | 3,113 | 3,292 |
| **Liabilities** | | |
| Current liabilities (2) | $ 1,689 | $ 1,577 |
| Long-term liabilities | 5,293 | 4,997 |

(1)Current assets includes $175 million and $308 million of cash and cash equivalents at June 30, 2025 and December 31, 2024, respectively.

(2)Current assets includes $452 million and $365 million of intercompany accounts receivable from the Non-Guarantor Subsidiaries at June 30, 2025 and December 31, 2024, respectively. Current liabilities includes $399 million and $367 million of intercompany accounts payable to the Non-Guarantor Subsidiaries at June 30, 2025 and December 31, 2024, respectively.

(3)As of June 30, 2025 and December 31, 2024, $183 million and $112 million of accounts receivable generated by the Obligor Group, respectively, remained outstanding with one of the Non-Guarantor Subsidiaries under the Securitization Facility.

(4)Long-term assets at June 30, 2025 and December 31, 2024 includes $51 million and $50 million, respectively, of restricted cash and restricted cash equivalents related to an escrow account as per the terms of the MOU.

There are no significant restrictions that may affect the ability of the Guarantor Subsidiaries in guaranteeing the Parent Issuer's obligations under our debt financing arrangements. While the Non-Guarantor Subsidiaries do not guarantee the Parent Issuer's obligations under our debt financing arrangements, we may, from time to time, repatriate post-2017 earnings from certain of these subsidiaries to meet our financing obligations, as well.

***Supplier Financing***

We maintain supply chain finance programs with several financial institutions. The available capacity under these programs can vary based on the number of investors and/or financial institutions participating in these programs at any point in time. See "Note 12 – Accounts Payable" to the *Interim Consolidated Financial Statements* for further details regarding supplier financing programs.

***Off-Balance Sheet Arrangements***

On March 28, 2025, we entered into an amendment (the "Fourth Amendment") to its Amended Purchase Agreement to extend the maturity date from March 31, 2025 to March 31, 2028 and decrease the facility limit from $175 million to $165 million.

See "Note 14 – Debt" to the *Interim Consolidated Financial Statements* for further details regarding this off-balance sheet arrangement.

Historically, we have not made any payments to satisfy guarantee obligations; however, we believe we have the financial resources to satisfy these guarantees in the event required.

## Critical Accounting Policies and Estimates

Our significant accounting policies are described in our *MD&A* and "Note 3 – Summary of Significant Accounting Policies" to the Consolidated Financial Statements in our Annual Report on Form 10-K for the year ended December 31, 2024. There have been no material changes to the critical accounting policies and estimates previously disclosed in our Annual Report on Form 10-K for the year ended December 31, 2024, except as described in "Note 2 – Recent Accounting Pronouncements" and in "Note 16 - Commitments and Contingent Liabilities" to the *Interim Consolidated Financial Statements*.

## Recent Accounting Pronouncements

See "Note 2 – Recent Accounting Pronouncements" to the *Interim Consolidated Financial Statements* for a discussion about recent accounting pronouncements.

## Environmental Matters

Consistent with our values and our *Environment, Health, Safety, and Corporate Responsibility* policy, we are committed to preventing releases to the environment at our manufacturing sites to keep our people and communities safe, and to be good stewards of the environment. We are also subject to environmental laws and regulations relating to the protection of the environment. We believe that, as a general matter, our policies, standards, and procedures are properly designed to prevent unreasonable risk of harm to people and the environment, and that our handling, manufacture, use, and disposal of hazardous substances are in accordance with applicable environmental laws and regulations.

### *Environmental Remediation*

In large part, because of past operations, operations of predecessor companies, or past disposal practices, we, like many other similar companies, have clean-up responsibilities and associated remediation costs, and are subject to claims by other parties, including claims for matters that are liabilities of EID and its subsidiaries that we may be required to indemnify pursuant to the Separation-related agreements executed prior to our separation from EID on July 1, 2015 (the "Separation").

Our environmental liabilities include estimated costs, including certain accruable costs associated with on-site capital projects. The accruable costs relate to a number of sites for which it is probable that environmental remediation will be required, whether or not subject to enforcement activities, as well as those obligations that result from environmental laws such as CERCLA, RCRA, and similar federal, state, local, and foreign laws. These laws may require certain investigative, remediation, and restoration activities at sites where we conduct or EID once conducted operations or at sites where our generated waste was disposed. Our consolidated balance sheets at June 30, 2025 and December 31, 2024 include environmental remediation liabilities of $605 million and $571 million, respectively, relating to these matters, which, as discussed in further detail below, include $334 million and $351 million, respectively, for Fayetteville.

As remediation efforts progress, sites move from the investigation phase ("Investigation") to the active clean-up phase ("Active Remediation"), and as construction is completed at Active Remediation sites, those sites move to the operation, maintenance, and monitoring ("OM&M"), or closure phase. As final clean-up activities for some significant sites are completed over the next several years, we expect our annual expenses related to these active sites to decline over time. The time frame for a site to go through all phases of remediation (Investigation and Active Remediation) may take about 15 to 20 years, followed by years of OM&M activities. In most cases, the duration of OM&M is uncertain and therefore we estimate the duration of OM&M based on all available site-specific facts and circumstances including, where relevant, any regulatory agreements, guidance or discussions. Remediation activities, including OM&M activities, vary substantially in duration and cost from site to site. These activities, and their associated costs, depend on the mix of unique site characteristics, evolving remediation technologies, and diverse regulatory requirements, as well as the presence or absence of other Potentially Responsible Parties ("PRPs"). In addition, for claims that we may be required to indemnify EID pursuant to the Separation-related agreements, we and EID may have limited available information for certain sites or are in the early stages of discussions with regulators. For these sites, there may be considerable variability between the clean-up activities that are currently being undertaken or planned and the ultimate actions that could be required. Therefore, considerable uncertainty exists with respect to environmental remediation costs, and, under adverse changes in circumstances, we currently estimate the potential liabilities may range up to approximately $600 million above the amount accrued at June 30, 2025. This estimate is not intended to reflect an assessment of our maximum potential liability. The estimated liabilities are determined based on existing remediation laws and technologies and our planned remedial responses, which are derived from environmental studies, sampling, testing, and analyses. Inherent uncertainties exist in such evaluations, primarily due to unknown environmental conditions, changing governmental regulations regarding liability, and emerging remediation technologies. We will continue to evaluate as new or additional information becomes available in the determination of our environmental remediation liability.

In general, uncertainty is greatest and the range of potential liability is widest in the Investigation phase, narrowing over time as regulatory agencies approve site remedial plans. As a result, uncertainty is reduced, and sites ultimately move into OM&M, as needed. As more sites advance from Investigation to Active Remediation to OM&M or closure, the upper end of the range of potential liability is expected to decrease over time. Some remediation sites will achieve site closure and will require no further action to protect people and the environment and comply with laws and regulations. At certain sites, we expect that there will continue to be some level of remediation activity due to ongoing OM&M of remedial systems. In addition, portfolio changes, such as an acquisition or divestiture, or notification as a PRP for a multi-party Superfund site, could result in additional remediation activity and potentially additional accrual.

Management does not believe that any loss, in excess of amounts accrued, related to remediation activities at any individual site will have a material impact on our financial position or cash flows for any given year, as such obligation can be satisfied or settled over many years.

***Significant Environmental Remediation Sites***

While there are many remediation sites that contribute to our total accrued environmental remediation liabilities at June 30, 2025 and December 31, 2024, the following table sets forth the liabilities of the five sites that are deemed the most significant, together with the aggregate liabilities for all other sites.

| *(Dollars in millions)* | June 30, 2025 | December 31, 2024 |
|---|---|---|
| Chambers Works, Deepwater, New Jersey | $ 53 | $ 31 |
| Dordrecht Works, Netherlands | 31 | 28 |
| Fayetteville Works, Fayetteville, North Carolina | 334 | 351 |
| Pompton Lakes, New Jersey | 54 | 41 |
| Washington Works, West Virginia | 25 | 25 |
| All other sites | 108 | 95 |
| **Total environmental remediation** | $ 605 | $ 571 |

The five sites listed above represent 82% and 83% of our total accrued environmental remediation liabilities at June 30, 2025 and December 31, 2024, respectively. For these five sites, we expect to spend, in the aggregate, $167 million over the next three years. For all other sites, we expect to spend $62 million over the next three years. The increase in environmental remediation liabilities during the six months ended June 30, 2025 for Chambers Works and Pompton Lakes is further described below under the section *New Jersey Department of Environmental Protection Directives and Litigation*.

*Chambers Works, Deepwater, New Jersey ("Chambers Works")*

The Chambers Works complex is located on the eastern shore of the Delaware River in Deepwater, Salem County, New Jersey. The site comprises the former Carneys Point Works in the northern area and the Chambers Works manufacturing area in the southern area. Site operations began in 1892 when the former Carneys Point smokeless gunpowder plant was constructed at the northern end of Carneys Point. Site operations began in the manufacturing area around 1914 and included the manufacture of dyes, aromatics, elastomers, chlorofluorocarbons, and tetraethyl lead. We continue to manufacture a variety of fluoropolymers and finished products at Chambers Works. In addition, two tenants operate processes at Chambers Works. As a result of over 100 years of continuous industrial activity, site soils and groundwater have been impacted by chemical releases.

In response to identified groundwater contamination, a groundwater interceptor well system ("IWS") was installed in 1970, which was designed to contain contaminated groundwater and restrict off-site migration. Additional remediation is being completed under a federal RCRA Corrective Action permit. The site has been studied extensively over the years, and more than 25 remedial actions have been completed to date and engineering and institutional controls put in place to ensure protection of people and the environment. In 2017, a site perimeter sheet pile barrier intended to more efficiently contain groundwater was completed.

Remaining work beyond continued operation of the IWS and groundwater monitoring includes completion of various targeted studies on site and in adjacent water bodies to close investigation data gaps, as well as selection and implementation of final remedies under RCRA Corrective Action for various solid waste management units and areas of concern not yet addressed through interim measures. Discussions are ongoing with the U.S. Environmental Protection Agency (the "EPA") and the New Jersey Department of Environmental Protection (the "NJ DEP") relating to such remaining work as well as the scope of remedial programs and investigation relating to the Chambers Works site historic industrial activity as well as ongoing remedial programs, which could have a material adverse impact on our results of operations, financial position or cash flows for any given year.

*Dordrecht Works, Dordrecht, Netherlands*

The Dordrecht Works complex is located on the southern shore of River Beneden Merwede about 3 kilometers northeast of the city Dordrecht, Netherlands. The facility encompasses 136 acres purchased by EID in 1959. The site is located in a mixed commercial and industrial area with residential communities to the south and north across the river. Site operations began in the early 1960's and included nylon, filaments, and engineering polymers. Fluoropolymer manufacturing began in 1967. In July 2015, upon separation from EID, we became owner of the Dordrecht Works complex.

The site has implemented a number of environmental investigations at the request of local (Netherlands) regulatory agencies. In the early 1980's, the first major environmental assessment of soil and groundwater at the site was conducted. In 1984, a sitewide groundwater containment system was installed to prevent off-site migration and establish hydraulic protection to the deeper groundwater aquifer. Collected groundwater containing chlorinated organics, PFOA and other PFAS compounds is treated using vapor and solid phase granular activated carbon. The pump and treat system is monitored regularly to maintain effective containment and treatment operation with documentation of results submitted annually to the regulatory agency.

As further discussed in "Note 16 – Commitments and Contingent Liabilities" to the Consolidated Financial Statements, the Company and the municipalities of Dordrecht, Papendrecht, Sliedrecht and Molenlanden signed a Letter of Intent ("LOI") that includes the implementation of a specific remediation plan for the restoration of restricted vegetables in certain areas of those municipalities to be funded by Chemours, sampling and developing a program to address the Merwelanden recreational lake, and further settlement discussions. An estimate of this liability was included in Accrued Litigation at December 31, 2023 and was reclassified to Accrued Environmental Remediation as of December 31, 2024 based on the remediation plan to be implemented as part of the LOI.

In the fourth quarter of 2024, we received comments from the Municipality of Dordrecht and the Province of South Holland on a Plan of Action for Vegetable Gardens ("Plan of Action") in the municipalities and approval for the pilot stage of the plan. The Plan of Action provides for replacement of soil impacted with PFOA above certain levels to remove RIVM documented consumption restrictions as well as providing for alternative irrigation water, if necessary, as determined by PFOA levels. Accruals related to the Plan of Action of $27 million and $24 million are included in the environmental remediation balance as of June 30, 2025 and December 31, 2024, respectively. Further, we are in continued legal discussion with the four municipalities (Dordrecht, Papendrecht, Sliedrecht and Molenlanden) related to a fund to cover certain other expenditures aimed at environmental-related activities. An estimate of the litigation liability cannot be determined as of June 30, 2025. Management believes that it is probable that we could incur losses related to these PFAS matters in excess of amounts accrued, but any such losses, which could be material to results of operations, financial position, or cash flows are not estimable at this time due to various reasons, including, among others, that some matters are in their early stages and that there are significant factual issues to be resolved.

The Dordrecht Works facility discharges, through outfalls at the site, wastewater and stormwater pursuant to permits issued by the applicable local authorities, including the DCMR Environmental Protection Agency ("DCMR"). As the regulatory landscape has evolved in the Netherlands over the last years, there is increased focus on PFAS compounds discharged under the site's existing permits, including compounds that were previously discharged at undetected levels, and the site has been ordered to meet certain limits for these discharges or be subject to conditional fines. We regularly carry out analyses of its wastewater to assess compliance with current emission limits as well as detect other contaminants as analysis methods develop. We identified the presence of certain compounds based upon new analysis methods and reported these to DCMR and in December 2023 submitted an application under normal permitting practice for a discharge requirement based on limited information for these compounds. We have continued to engage with regulatory authorities on the application, including providing additional data and information in November 2024. In February 2025, we submitted a revised permit application. We will continue to engage with the regulatory authorities on this matter.

In December 2024, DCMR indicated an intention to impose a conditional fine of up to €3.7 million for one of the compounds for which we have objected. In January 2025, we responded to this intention, including that such intention is not consistent with normal permitting practice. In February 2025, DCMR responded to us indicating it will impose the conditional fine, after a grace period. In March 2025, DCMR adjusted the conditional fine to allow a grace period until July 2025 subject to certain conditions. Objections have been submitted against the adjustment. We have piloted abatement technology and continues to implement such technology to reduce discharges below the conditional fine level. We have not recorded a liability for this matter at June 30, 2025 as the conditional fine is not effective at this time and will only be imposed after the grace period, if at that time, we fail to comply with the discharge limits for the compound. We do not believe the above matter will have a material impact on our financial position, results of operation or cash flows.

In addition, in March 2022, the public prosecutor in The Netherlands has raised a matter related to an alleged infraction of Regulation (EU) 517/2014. Due to a reporting error, our Dordrecht Works facility exceeded its allocated or transferred quota of hydrofluorocarbons within the European market over several years. We implemented improvements to our reporting procedures and operated within the allocated quota. We paid a fine in the fourth quarter of 2022. On October 31, 2024, we received a request from the Dutch ILT agency to amend our F-gas reporting for certain years to reflect HFCs produced and consumed or destroyed at the Dordrecht Works facility. In November 2024, we made minor amendments to its F-gas reporting for the above years and consulted with the Dutch ILT agency and EU Commission to address the Dutch ILT's assertion that certain compounds are subject to the F-gas quota system. In February 2025, we received an intention for the ILT to collect a penalty of €1 million based on the consideration that HFC-23 imported or acquired on the market and added to the production process rather than directly sent for destruction is quota consuming. We are reviewing the ILT intention and met with the agency in April 2025 to review the matter and Dordrecht Works' HFC-23 related operations. In May 2025, ILT noticed the collection of the penalty of €1 million (Euro), which was paid by us in June 2025. We have submitted an objection to the collection of the penalty. In June 2025, the European Commission sent a compliance letter related to the Dordrecht Works operations alleging infringement of Article 16(1) of the F-gas regulation by exceeding its annual quota between 2016 to 2019 and 2021 to 2024, asserting a total reduction of 1,114,016 tons of carbon dioxide equivalent. In June 2025 the European Commission also sent a compliance letter asserting that, based upon its 2024 reporting year submission, a quota exceedance occurred making it subject to a reduced quota allocation in the future and penalties. Based on available information, we do not believe the above matter will have a material impact on our financial position, results of operation or cash flows.

*Fayetteville Works, Fayetteville, North Carolina*

Fayetteville is located southeast of the City of Fayetteville in Cumberland and Bladen counties, North Carolina. The facility encompasses approximately 2,200 acres, which were purchased by EID in 1970, and are bounded to the east by the Cape Fear River and to the west by North Carolina Highway 87. Currently, we manufacture fluorinated monomers, fluorinated vinyl ethers, Nafion™ membranes and dispersions, and polymerization aids at the site. A former manufacturing area, which was sold in 1992, produced nylon strapping and elastomeric tape. EID sold its Butacite® and SentryGlas® manufacturing units to Kuraray America, Inc. in September 2014. In July 2015, upon our Separation from EID, we became the owner of the Fayetteville land assets along with fluoromonomers, Nafion™ membranes, and the related polymerization aid manufacturing units. A polyvinyl fluoride resin manufacturing unit remained with EID.

Beginning in 1996, several stages of site investigation were conducted under oversight by NC DEQ, as required by the facility's hazardous waste permit. In addition, the site has voluntarily agreed to agency requests for additional investigations of the potential release of PFAS beginning with "PFOA" (collectively, perfluorooctanoic acids and its salts, including the ammonium salt) in 2006. As a result of detection of GenX in on-site groundwater wells during our investigations in 2017, NC DEQ issued a Notice of Violation ("NOV") in September 2017 alleging violations of North Carolina water quality statutes and requiring further response. Since that time, and in response to three additional NOVs issued by NC DEQ and pursuant to the Consent Order (as discussed below), we have worked cooperatively with the agency to investigate and address releases of PFAS to on-site and off-site groundwater and surface water.

As discussed in "Note 16 – Commitments and Contingent Liabilities" to the *Interim Consolidated Financial Statements*, we, along with NC DEQ and Cape Fear River Watch ("CFRW"), a non-profit organization, have filed a final Consent Order ("CO") that comprehensively addressed various issues, NOVs, and court filings made by NC DEQ regarding Fayetteville and resolved litigations filed by NC DEQ and CFRW. In connection with the CO, a thermal oxidizer ("TO") became fully operational at the site in December 2019 to reduce aerial PFAS emissions from Fayetteville. The CO requires us to provide permanent replacement drinking water supplies, via connection to public water supply, whole building filtration units and/or reverse osmosis units, to qualifying surrounding residents, businesses, schools, and public buildings with private drinking water wells.

In 2020, we, along with NC DEQ and CFRW, reached agreement on the terms of an addendum to the CO (the "Addendum"). The Addendum establishes the procedure to implement specified remedial measures for reducing PFAS loadings from Fayetteville to the Cape Fear River, including construction of a barrier wall with groundwater extraction system to be completed by March 15, 2023, or an extended date in accordance with the Addendum. In June 2023, we completed the construction of the barrier wall with a groundwater extraction and treatment system in accordance with the requirements under the CO. In October 2023, we submitted the engineer's certification confirming that the barrier wall was constructed and documented to be in conformance with the accepted design.

Further discussion related to Fayetteville is included under the heading "Fayetteville Works, Fayetteville, North Carolina" in "Note 16 – Commitments and Contingent Liabilities" to the *Interim Consolidated Financial Statements*.

*Pompton Lakes, New Jersey*

During the 20th century, blasting caps, fuses, and related materials were manufactured at Pompton Lakes, Passaic County, New Jersey. Operating activities at the site were ceased in the mid-1990s. The primary contaminants in the soil and sediments are lead and mercury. Groundwater contaminants include volatile organic compounds. Under the authority of EPA and NJ DEP, remedial actions at the site are focused on investigating and cleaning-up the area. Groundwater monitoring at the site is ongoing, and we have installed and continue to install vapor mitigation systems at residences within the groundwater plume. In addition, we are further assessing groundwater conditions. In September 2015, EPA issued a modification to the site's RCRA permit that requires us to dredge mercury contamination from a 36-acre area of the lake and remove sediment from two other areas of the lake near the shoreline. The remediation activities commenced when permits and implementation plans were approved in May 2016, and work on the lake dredging project is now complete. In April 2019, we submitted a revised Corrective Measures Study ("CMS") proposing actions to address on-site soils impacted from past operations that exceed applicable clean-up criteria. We received comments on the CMS from EPA and NJ DEP in March 2020, and we responded to their comments in June 2020 and continue to seek resolution with EPA.

*Washington Works, Parkersburg, West Virginia ("Washington Works")*

The Washington Works complex is located on the eastern shore of the Ohio River south of Parkersburg, West Virginia. The facility encompasses approximately 400 acres, which were purchased by EID in the late 1940's. Other nearby land parcels purchased by EID included Blennerhassett Island, and three separate properties where West Virginia Department of Environmental Protection ("WV DEP") permitted landfills were operated. Site operations began in 1948 and included the manufacture of nylon, filaments, and acrylics. In 1949, fluoropolymer manufacturing began, and in 1959, polyoxymethylene production was started. Landfill operations occurred from the 1960's through the early 2000's when all three were closed according to WV DEP approved closure plans. Beginning in 2014, EID no longer used PFOA as a polymerization aid to manufacture some fluoropolymer resins at Washington Works.

In July 2015, upon our separation from EID, we became the owner of the Washington Works complex. The site has implemented environmental investigations, including Verification Investigation in 1992 and RCRA Facility Investigation ("RFI") in 1999 pursuant to corrective action requirements of its RCRA Part B and HSWA Permit under EPA and the West Virginia Department of Natural Resources oversight. The RFI was approved in 2012 and a CMS was completed in 2015 that recommended certain remedial actions, including capping of the former on-site landfill and ponds, which had already been completed, sitewide groundwater hydraulic control, drinking water supply well treatment via granular activated carbon, and long-term groundwater monitoring. These actions were memorialized in a RCRA final remedy implementation plan approved by the agencies in 2018 and integrated into the updated RCRA permit in August 2020.

The remedial actions required by the RCRA final remedy implementation plan have been completed or are part of routine operations, maintenance and monitoring. Landfill post closure care includes systems to treat surface water, leachate or groundwater, landfill cover or cap maintenance, monitoring and reporting. Additionally, upgrades to the Local landfill cover are being developed. In December 2023, we entered into a voluntary Administrative Order on Consent with EPA under RCRA 3012(a) requiring monitoring, testing, analysis and reporting to complete a more comprehensive environmental assessment and site conceptual model of compounds found in soil and water at and around our manufacturing facility. This agreement is not based on any allegations of non-compliance and it builds on the significant research Chemours and its predecessor have already done to advance knowledge of older legacy compounds around the site. Accruals related to these remedial actions were $25 million as of June 30, 2025 and December 31, 2024, respectively for both periods.

Chemours Washington Works discharges, through outfalls at the site, wastewater and stormwater pursuant to a NPDES permit issued by the WV DEP. In connection with actions being taken by us to comply with certain NPDES effluent limits, including for PFOA and hexafluoropropylene oxide dimer acid, we submitted a permit modification to WV DEP relating to groundwater abatement for certain process water used at the facility, a temperature reduction project and realigning discharge flows to certain outfalls. In July 2021, EPA provided a specific objection to the draft modification based on Clean Water Act ("CWA") regulations and requirements. In August 2021, WV DEP issued a National Pollutant Discharge Elimination System ("NPDES") permits modification to provide for the start-up of an abatement unit at the facility and to extend compliance dates for certain limits to December 2021 due to delays from the COVID-19 pandemic. In September 2021, WV DEP issued a further NPDES modification, including for the operation of an abatement unit from the site's Ranney Well, and the site is taking additional actions to reduce PFAS discharges associated with wet weather flows and continuing to assess future stormwater discharges and permitting. In April 2023, we agreed to an Administrative Order on Consent ("AOC") with EPA that includes additional sampling as well as a compliance analysis and implementation of actions to address PFOA and hexafluoropropylene oxide dimer acid ("HFPO Dimer Acid") discharge exceedances that occurred following the outfall limits for these compounds that came into effect in January 2022. In August, 2023 we submitted an Alternatives Analysis and Implementation Plan ("AA&IP") consistent with the Administrative Order on Consent. In December 2024, EPA issued comments on the AA&IP, accepting certain provisions and rejecting other provisions of the plan. In December 2024, we submitted a revised NPDES permit application which includes abatement and other practices to substantially address the discharge exceedances subject to the AOC. In April, we submitted a revised AA&IP in response to EPA to comments and to conform with the revised NPDES permit application. We expect to make future capital and other operating-related expenditures at Washington Works in connection with the AOC and permit application. Additionally, effective September 1, 2024, a separate NDPES permit allows discharge of treated wastewater and non-contact cooling water from a new perfluoroalkoxy (PFA) processing line with an expiration date of July 2025 and allowing or a one-year renewal. In December 2024, the West Virginia Rivers Coalition filed a complaint under the Clean Water Act in West Virginia federal court alleging past and ongoing exceedances of certain effluent discharge limits, including those for PFOA and HFPO-DA, under the NPDES permit held by the Chemours Washington Works facility.

Further, pursuant to an Order on Consent ("OC"), entered into by EID with EPA since 2006, we provide alternate drinking water supplies, via granular activated carbon ("GAC") treatment or other approved supply, to residential well owners and local public drinking water systems near the Washington Works complex whose PFOA concentration exceeds 70 parts per trillion. We also provide regular sampling and GAC change outs activities as per OC requirements. Accruals related to this matter were $16 million and $17 million as of June 30, 2025 and December 31, 2024, respectively, and were included in Accrued Litigation liability (see additional discussions under "Leach Settlement" in Note 16 – Commitments and Contingent Liabilities" to the *Interim Consolidated Financial Statements*.)

***New Jersey Department of Environmental Protection Directives and Litigation***

In March 2019, NJ DEP issued two Directives, one being a state-wide PFAS Directive, and filed four lawsuits against us and other defendants, including allegations relating to clean-up and removal costs at four sites including Chambers Works. In December 2021, a consolidated order was entered in the lawsuits granting, in part, and denying, in part a motion to dismiss or strike parts of the Second Amended Complaints. In January 2022, NJ DEP filed a motion for a preliminary injunction requiring EID and us to establish a remediation funding source ("RFS") in the amount of $943 million for Chambers Works, the majority of which is for non-PFAS remediation items.

Pursuant to the New Jersey settlement, the parties are obligated to continue to undertake remediation at the four sites (notably Chambers Works and, Pompton Lakes, as well as Repauno and Parlin), which will be determined in accordance with applicable law. As part of the settlement, the parties have agreed to a process to review and establish the RFS for each of the four sites (in the form of surety bond, or similar financial instrument) to ensure available funds for future remediation at the sites, including using a binding third-party licensed site remediation professionals ("LSRP") review if the parties cannot agree. We are the primary responsible party at Chambers Works, Pompton Lakes and Repauno.

In connection with the New Jersey settlement negotiations, during the three months ended June 30, 2025, we recorded a $60 million increase to certain of our environmental and legal remediation reserves related to the sites covered by the settlement. The increase was driven by the our change in estimate based on the best available information of the length of time that long-term OM&M is expected to continue for at these sites based on site-specific facts and considering settlement discussions and the range of RFS amounts for which the state of New Jersey is seeking financial assurance as part of the settlement. As of June 30, 2025, we have total environmental and legal remediation-related reserves for these sites of $148 million, of which a component is discounted at the risk free rate of approximately 5%, as well as certain asset-retirement obligations recorded for certain of the sites and other financial assurances already in place. The gross (undiscounted) amount of environmental and legal remediation-related liabilities for these sites is approximately $242 million.

We have reserved for environmental remediation liabilities based on existing remediation laws and technologies and our planned remedial responses, which are derived from environmental studies, sampling, testing, and analyses. The New Jersey settlement outlines a range of potential RFS for the sites. For the sites for which we are the primary responsible party, the RFS ranges total from $177 million to $1,048 million in the first year after the settlement. These RFS ranges per the settlement represent negotiated amounts and the bottom of the range reflects our prior or current financial assurances and current view for potential future remediation activities at the sites. The range of potential RFS amounts in the settlement reflect potential additional scope or activities that are not currently required under the existing remediation plans for these specific remediation sites. As part of the RFS process outlined in the settlement agreement, we will work with the NJ DEP and, potentially LSRPs, to determine the appropriate RFS amounts and review the future scope of remediation for each of the four sites. Given the complexity and uncertainty inherent in the RFS review process, there is a risk that the outcome of these technical evaluations could lead us to determine that additional remediation activities are required. Any such determination could result in future changes to our environmental reserve estimates.

Further discussion related to these matters is included in "Note 16 – Commitments and Contingent Liabilities" to the *Interim Consolidated Financial Statements*.

***Climate Change***

Our sustainability work begins with our vision to deliver Trusted Chemistry. That vision calls on us to ensure that our decisions ultimately help people live better lives and communities thrive. We don't embrace sustainability for the sake of it, we ensure that our work is a fully integrated part of delivering our corporate strategy, Pathway to Thrive. Through sustainability we are actively protecting our license to operate our facilities, meeting the needs of our customers and differentiating our portfolio, advancing the work across the four pillars of our strategy — Operational Excellence, Enabling Growth, Portfolio Management, and Strengthening the Long-Term — to create value for our shareholders.

As part of delivering trusted chemistry, we focus on the responsible treatment of climate and water. Our 2030 goals include:

- 60% reduction in Scope 1 and Scope 2 absolute greenhouse gas ("GHG") emissions;
- 99% or more reduction of air and water process emissions of fluorinated organic chemicals.

In 2021, we updated our climate goals to better align our climate commitment with the Paris Accord and set us on a path to achieve net zero greenhouse gas emissions from our operations by 2050. In 2022, we signed a commitment with the Science Based Targets initiative ("SBTi") to establish science-based targets for scopes 1, 2, and 3 GHG emissions. In May 2024, the SBTi approved Chemours' near-term science-based emissions reduction targets. This includes our existing 2030 goal of a 60% absolute reduction and a new Scope 3 target of reducing emissions by 25% per ton of product by 2030. Beyond the progress we have made reducing our operational footprint through Scope 1 and 2 reductions, the reduction of our Scope 3 emissions will enable us to partner with our suppliers to further improve our Product Carbon Footprint by reducing upstream emissions, as well as reduce downstream emissions through the ongoing adoption of low carbon solutions enable by Chemours innovation, like our Opteon™ portfolio of low global warming potential refrigerants.

Making people's lives better centers on the essentiality of our products and the critical end markets they serve. From medical applications that save lives, to low global warming potential refrigerants, durable paints and coatings, and even semiconductor chips and clean energy technologies such as EV batteries, Chemours chemistries power products that the world needs. We believe that climate change is an important global issue that presents both opportunities and challenges for our company, our partners, our customers, and our communities. Climate change matters for our company are likely to be driven by changes in physical and transition risk, such as regulations and/or public policy, and changes in technology and product demand. Our operations and business results are increasingly subject to evolving climate-related legislation and regulations, inclusive of restrictions on GHG emissions, cap and trade emissions trading systems, and taxes on GHG emissions, fuel, and energy, among other provisions. Such regulatory matters have led, and are expected to continue to lead, to subsequent developments in product technology and demand. This helps guide our investment decisions and drive growth in demand for low-carbon and energy-efficient products, manufacturing technologies, and services that facilitate adaptation to a changing climate. Our business segments conduct market trend impact assessments, continuously evaluate opportunities for existing and new products and are well-positioned to take advantage of opportunities that may arise from increased market demand for and/or legislation mandating or incentivizing the use of products and technologies necessary to achieve a low-carbon economy.

In our Thermal & Specialized Solutions segment, global regulations driving the phase-down of HFCs, including the EU's F-Gas Directive, the EU's Mobile Air Conditioning Directive, and the AIM Act in the US, promote the adoption and sale of our high performing Opteon™ products, which have lower global warming potential ("GWP") and near-zero ozone-depletion footprint. Our Opteon™ portfolio has been developed to meet global regulations while maintaining or improving performance compared to the products they replace in refrigeration and cooling applications, such as food transportation, food and pharmaceutical/medical storage, food manufacturing and retail, automotive air conditioning, and residential and commercial building air conditioning. We are on track to achieve, by the end of 2025, our estimated goal that our low GWP products will result in 325 million tons of avoided emissions of carbon dioxide equivalents on a global basis.

We are a proponent of the AIM Act, which went into effect in 2022 and has begun the national phase-down of hydrofluorocarbons. We successfully completed an improvement project to significantly reduce emissions of HFC-23 at our Louisville, Kentucky manufacturing site. The project includes the design, custom-build and installation of proprietary technology to capture HFC-23 process emissions from the site. This project was operational as of October 2022 and validation of performance was completed prior to an extension period granted by EPA in the first quarter of 2023.

In our Titanium Technologies business, our Ti-Pure™ Sustainability ("TS") product series, is designed to advance our customers' sustainability goals. The product series includes enhanced product sustainability designations—including climate impact and resource efficiency. Going forward, our product portfolio will continue to be centered on the evolving needs of our customers.

In our Advanced Performance Materials segment, some of our growth also enhanced by increasing demand for electric vehicles and high-performance, low-emission vehicles. Our fluoropolymers are critical to delivering high performance over a wide range of harsh operating conditions, enhancing passenger safety, improving emission controls and fuel economy, enabling vehicle electrification by improving performance of batteries while enabling cost-reductions, and improving the sustainability footprint and performance of hybrid and electric car batteries. Our fluoropolymer technology also supports market demand for clean hydrogen generation using water electrolyzers, energy storage in flow batteries, and hydrogen conversion to power fuel cell vehicles.

As an energy and emissions intensive company, our costs of complying with complex environmental laws and regulations, as well as internal and external voluntary programs, are significant and will continue to be significant for the foreseeable future. These laws and regulations may change and could become more stringent over time, which could result in significant additional compliance costs, increased costs of purchased energy or other raw materials, increased transportation costs, investments in, or restrictions on, our operations, installation or modification of GHG-emitting equipment, or additional costs associated with GHG emissions. Additionally, significant regional or national differences in approaches to the imposition of such regulations and restrictions could present competitive challenges or opportunities in a global marketplace. Currently, most of our global operating facilities are required to monitor and report their GHG emissions but may or may not be subject to programs requiring trading or emission controls. The EU Emission Trading System applies to our operating sites in that region. By tracking and taking action to reduce our GHG emissions footprint through energy efficiency programs, increased use of renewable energy and focused GHG emissions reduction programs, we can decrease the potential future impact of these regulatory matters.

## PFOA

See our discussion under the heading "PFOA" in "Note 16 – Commitments and Contingent Liabilities" to the *Interim Consolidated Financial Statements*.

## GenX

In June 2019, the Member States Committee of the European Chemicals Agency (“ECHA”) voted to list HFPO Dimer Acid as a Substance of Very High Concern. The vote was based on Article 57(f) – equivalent level of concern having probable serious effects to the environment. This identification does not impose immediate regulatory restriction or obligations, but may lead to a future authorization or restriction of the substance. On September 24, 2019, we filed an application with the EU Court of Justice for the annulment of the decision of ECHA to list HFPO Dimer Acid as a Substance of Very High Concern. In February 2022, the General Court dismissed the annulment action and we have appealed such decision. In November 2023, the EU Court of Justice dismissed our appeal.

## PFAS

Refer to our discussion under the heading "PFAS" in “Note 16 – Commitments and Contingent Liabilities” to the *Interim Consolidated Financial Statements*.

In May 2020, ECHA announced that five Member States (Germany, the Netherlands, Norway, Sweden, and Denmark) launched a call for evidence to inform a PFAS restriction proposal to restrict the manufacture, placing on the market and use of PFAS in the EU. In this regulatory process, more than 4,000 substances, including fluorinated-gases ("F-gases") and fluoropolymers are being considered as part of this broad regulatory action. Companies producing or using PFAS, as well as selling mixture or products containing PFAS, were invited to provide input. This call for evidence closed July 31, 2020. Thousands of substances meet the definition of PFAS as outlined in the call for evidence. This very broad definition covers substances with a variety of physical and chemical properties, health and environmental profiles, uses, and benefits. We submitted information on the substances covered by the call for evidence to the Member State competent authority for Germany, which is the Federal Institute for Occupational Safety and Health. On July 15, 2021, the countries submitted their restriction proposal, which informs ECHA of the intent to prepare a PFAS restriction dossier for fluorinated substances within a defined structural formula scope, including branched fluoroalkyl groups and substances containing ether linkages, fluoropolymers and side chain fluorinated polymers. The restriction dossier was submitted to ECHA in January 2023, and in February 2023 ECHA published a report and supporting annexes on the restriction proposal, which includes identified concerns for in-scope PFAS and their degradation products and the proposed restriction of a full ban with certain use-specific time-limited derogation periods. Comments were submitted from individuals and organizations during the consultation period in 2023 and the restriction dossier will be reviewed by the ECHA Risk Assessment Committee ("RAC") and Socio-economic Analysis Committees (“SEAC”). RAC and SEAC will focus on the different sectors that may be affected and elements of the proposal, and further meetings will be held in 2025. In November 2024, ECHA and the five European countries issued a progress update on the PFAS restriction, indicating that alternative restriction options, besides a full ban or a ban with time-limited derogations, are being considered. The five national authorities who prepared the proposal are also updating their initial report to address the consultation comments, which will then be assessed by the ECHA committees. The estimated earliest entry into force of restrictions is 2026, contingent upon timely completion of the remaining steps in the EU Registration, Evaluation, Authorization, and Restriction of Chemicals (“REACH”) restriction process.

## Item 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

We are exposed to changes in foreign currency exchange rates because of our global operations. As a result, we have assets, liabilities, and cash flows denominated in a variety of foreign currencies. We also have variable rate indebtedness, which subjects us to interest rate risk. Additionally, we are also exposed to changes in the prices of certain commodities that we use in production. Changes in these rates and commodity prices may have an impact on our future cash flows and earnings. We manage these risks through our normal operating and financing activities and, when deemed appropriate, through the use of derivative financial instruments. We do not enter into derivative financial instruments for trading or speculative purposes.

By using derivative financial instruments, we are subject to credit and market risk. The fair values of the derivative financial instruments are determined by using valuation models whose inputs are derived using market observable inputs, and reflect the asset or liability position as of the end of each reporting period. When the fair value of a derivative contract is positive, the counterparty owes us, thus creating a receivable risk for us. We are exposed to counterparty credit risk in the event of non-performance by counterparties to our derivative agreements. We minimize counterparty credit (or repayment) risk by entering into transactions with major financial institutions of investment grade credit ratings.

Our risk management programs and the underlying exposures are closely correlated, such that the potential loss in value for the risk management portfolio described above would be largely offset by the changes in the value of the underlying exposures. Refer to “Note 19 – Financial Instruments” to the *Interim Consolidated Financial Statements* for further information.

### Foreign Currency Risks

We enter into foreign currency forward contracts to minimize the volatility in our earnings related to foreign exchange gains and losses resulting from remeasuring our monetary assets and liabilities that are denominated in non-functional currencies, and any gains and losses from the foreign currency forward contracts are intended to be offset by any gains or losses from the remeasurement of the underlying monetary assets and liabilities. These derivatives are stand-alone and, except as described below, have not been designated as a hedge. At June 30, 2025, we had 11 foreign currency forward contracts outstanding with an aggregate gross notional U.S. dollar equivalent of $195 million, the fair value of which amounted to $1 million. At December 31, 2024, we had 11 foreign currency forward contracts outstanding with an aggregate gross notional U.S. dollar equivalent of $196 million, the fair value of which amounted to less than $1 million. We recognized a net gain of $1 million and a net loss $1 million for the three and six months ended June 30, 2025, respectively, and net gains of $3 million and $1 million for the three and six months ended June 30, 2024, respectively, within other income (expense), net related to our non-designated foreign currency forward contracts.

We enter into certain qualifying foreign currency forward contracts under a cash flow hedge program to mitigate the risks associated with fluctuations in the euro against the U.S. dollar for forecasted U.S. dollar-denominated inventory purchases in certain of our international subsidiaries that use the euro as their functional currency. At June 30, 2025, we had 185 foreign currency forward contracts outstanding under our cash flow hedge program with an aggregate notional U.S. dollar equivalent of $197 million, the fair value of which amounted to negative $12 million. At December 31, 2024, we had 173 foreign currency forward contracts outstanding under our cash flow hedge program with an aggregate notional U.S. dollar equivalent of $178 million, the fair value of which amounted to $7 million. We recognized pre-tax losses of $14 million and $18 million for the three and six months ended June 30, 2025, respectively, and pre-tax gains of $3 million and $7 million for the three and six months ended June 30, 2024, respectively, within accumulated other comprehensive loss. For the three and six months ended June 30, 2025, $2 million and $5 million of gains were reclassified to the cost of goods sold from accumulated other comprehensive loss, respectively. For the three and six months ended June 30, 2024, $1 million of gain was reclassified to the cost of goods sold from accumulated other comprehensive loss.

We designated our euro-denominated debt as a hedge of our net investment in certain of our international subsidiaries that use the euro as their functional currency in order to reduce the volatility in stockholders’ equity caused by changes in foreign currency exchange rates of the euro with respect to the U.S. dollar. We recognized pre-tax losses of $40 million and $55 million for the three and six months ended June 30, 2025, respectively, on our net investment hedge within accumulated other comprehensive loss.

Concurrently with the offering of the senior unsecured notes due January 2033, we entered into a cross-currency swap to effectively convert $600 million of the senior unsecured notes due January 2033 into a euro-denominated borrowing of €567 million at prevailing euro interest rates, the fair value of which amounted to negative $72 million and $5 million at June 30, 2025 and December 31, 2024, respectively. The foreign currency swap qualifies and has been designated as a net investment hedge of our foreign currency exchange rate exposure of the net investments of certain of our euro-denominated subsidiaries. We recognized pre-tax losses of $61 million and $77 million for the three and six months ended June 30, 2025, respectively on our cross-currency swap within accumulated other comprehensive loss. No amount was reclassified from accumulated other comprehensive loss for our cross-currency swap for the three and six months ended June 30, 2025.

### Interest Rate Risk

We entered into interest rate swaps, to mitigate the volatility in our cash payments for interest due to fluctuations in the Secured Overnight Financing Rate, as is applicable to the portion of our senior secured term loan facility denominated in U.S. dollars. At June 30, 2025 and December 31, 2024, we had two interest rate swaps outstanding under our cash flow hedge program with an aggregate notional U.S. dollar equivalent of $300 million, the fair value of which amounted to negative $4 million and negative $3 million, respectively. We recognized a pre-tax gain of less than $1 million and a pre-tax loss of $1 million for the three and six months ended June 30, 2025, respectively, within accumulated other comprehensive loss. We recognized pre-tax gains of $1 million and $5 million for the three and six months ended June 30, 2024, respectively, within accumulated other comprehensive loss. For the three and six months ended June 30, 2025, less than $1 million and $1 million of losses were reclassified to interest expense, net from accumulated other comprehensive loss, respectively. For the three and six months ended June 30, 2024, less than $1 million and $1 million of gain were reclassified to interest expense, net from accumulated other comprehensive loss, respectively.

## Item 4. CONTROLS AND PROCEDURES

### Disclosure Controls and Procedures

We maintain disclosure controls and procedures designed to provide reasonable assurance that the information required to be disclosed in our reports filed or submitted under the Securities Exchange Act of 1934, as amended (the "Exchange Act") is recorded, processed, summarized, and reported within the time periods specified in the rules and forms of the U.S. Securities and Exchange Commission ("SEC"). These controls and procedures also provide reasonable assurance that information required to be disclosed in such reports is accumulated and communicated to management, including our Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO"), to allow timely decisions regarding required disclosures.

As of June 30, 2025, our CEO and CFO, together with management, conducted an evaluation of the effectiveness of our disclosure controls and procedures as defined in Rule 13a-15(e) under the Exchange Act. Based on that evaluation, the CEO and CFO have concluded that these disclosure controls and procedures are effective at the reasonable assurance level.

### Changes in Internal Control over Financial Reporting

There have been no changes in our internal control over financial reporting that occurred during the quarter ended June 30, 2025 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

## PART II. OTHER INFORMATION

### Item 1. LEGAL PROCEEDINGS

#### Legal Proceedings

We are subject to various legal proceedings, including, but not limited to, product liability, intellectual property, personal injury, commercial, contractual, employment, governmental, environmental and regulatory, anti-trust, and other such matters that arise in the ordinary course of business. In addition, we, by virtue of our status as a subsidiary of EID prior to the Separation, are subject to or required under the Separation-related agreements executed prior to the Separation to indemnify EID against various pending legal proceedings. Discussion of all legal and environmental proceedings is incorporated by reference from "Note 16 – Commitments and Contingent Liabilities" to the *Interim Consolidated Financial Statements,* and should be considered an integral part of Part II, Item 1, "Legal Proceedings".

### Item 1A. RISK FACTORS

Except for the updated risk factors set forth below, there have been no material changes to the risk factors disclosed in our Annual Report on Form 10-K for the year ended December 31, 2024.

***We are subject to extensive environmental and health and safety laws and regulations that may result in unanticipated loss or liability related to our current and past operations, or our ability to place our products on the market, and that may result in significant additional compliance costs or obligations, which in either case, could reduce our profitability or liquidity.***

Our operations, products and production facilities are dependent upon attainment and renewal of requisite operating permits and are subject to extensive environmental and health and safety laws, regulations, and enforcements, proceedings or other actions at national, international, and local levels in numerous jurisdictions, relating to pollution, protection of the environment, climate change, transporting and storing raw materials and finished products, storing and disposing of hazardous wastes, and product content and other safety or human rights concerns. Such laws include, but are not limited to:

- U.S.-based regulations, such as the Comprehensive Environmental Response, Compensation, and Liability Act ("CERCLA", often referred to as "Superfund"), the Resource Conservation and Recovery Act ("RCRA") and similar state and global laws for management and remediation of hazardous materials, the Clean Air Act ("CAA") and Clean Water Act ("CWA") and similar state and global laws for the protection of air and water resources, and the Toxic Substances Control Act ("TSCA");
- Foreign-based chemical control regulations, such as the Registration, Evaluation, Authorization, and Restriction of Chemicals ("REACH") in the EU, the Chemical Substances Control Law ("CSCL") in Japan, MEE Order No. 12 in China, and the Toxic Chemical Substance Control Act ("TCSCA") in Taiwan for the production and distribution of chemicals in commerce and reporting of potential adverse effects;
- The EU Emissions Trading System and similar local and global laws for regulating GHG emissions; and,
- Numerous local, state, federal, and foreign laws, regulations, and enforcements governing materials transport and packaging.

If we are found to be in violation of these laws, regulations, or enforcements, which may be subject to change based on legislative, scientific, or other factors, we may incur substantial costs, including fines, damages, criminal or civil sanctions, remediation costs, reputational harm, loss of sales or market access, or experience interruptions in our operations. Our operations and production may also be subject to changes based on increased regulation or other changes to, or restrictions imposed by, any such additional regulations. Any operational interruptions or plant shutdowns may result in delays in production or may cause us to incur additional costs to develop redundancies in order to avoid interruptions in our production cycles, which could result in future asset impairments. In addition, the manner in which adopted regulations (including environmental and safety regulations) are ultimately implemented may affect our products, the demand for and public perception of our products, the reputation of our brands, our market access, and our results of operations. In the event of a catastrophic incident involving any of the raw materials we use or chemicals we produce, we could incur material costs to address the consequences of such event and future reputational costs associated with any such event.

Our costs to comply with complex environmental laws and regulations, as well as internal and external voluntary programs, are significant and will continue to be significant for the foreseeable future. These laws and regulations may change and could become more stringent over time, which could result in significant additional compliance costs, increased costs of purchased energy or other raw materials, increased transportation costs, investments in, or restrictions on, our operations, installation or modification of emission control equipment, or additional costs associated with emissions control equipment. As a result of our current and historic operations, including the operations of divested businesses and certain discontinued operations, we also expect to continue to incur costs for environmental investigation and remediation activities at a number of our current or former sites and third-party disposal locations. However, the ultimate costs under environmental laws and the timing of these costs are difficult to accurately predict. While we establish accruals in accordance with U.S. generally accepted accounting principles ("GAAP"), the ultimate actual costs and liabilities may vary from the accruals because the estimates on which the accruals are based depend on a number of factors (many of which are outside of our control), including the nature of the matter and any associated third-party claims, the complexity of the site, site geology, the nature and extent of contamination, the type of remedy, the outcome of discussions with regulatory agencies and other Potentially Responsible Parties ("PRPs") at multi-party sites, and the number and financial viability of other PRPs. We also could incur significant additional costs as a result of additional contamination that is discovered or remedial obligations imposed in the future. Refer to "Environmental Matters" within *Item 2 – Management's Discussion and Analysis of Financial Condition and Results of Operations* and "Note 16 – Commitments and Contingent Liabilities" to the *Interim Consolidated Financial Statements* for further information.

As discussed in "Note 16 – Commitments and Contingent Liabilities" to the *Interim Consolidated Financial Statements*, we continue to have active dialogue with the North Carolina Department of Environmental Quality ("NC DEQ") and other stakeholders regarding potential remedies that are both economically and technologically feasible to achieve the objectives of the Consent Order ("CO") and Addendum ("Addendum") related to the discharge of HFPO Dimer Acid and PFAS from Fayetteville into the Cape Fear River, site surface water, groundwater, and air emissions. The Addendum establishes the procedure to implement specified remedial measures for reducing PFAS loadings from Fayetteville to the Cape Fear River, including construction of a barrier wall with a groundwater extraction system. The estimated liabilities of achieving the CO and Addendum objectives consist of several components, each of which may vary significantly and may exceed the recorded reserve estimates, which could be material.

There is also a risk that one or more of our manufacturing processes, key raw materials, or products may be found to have, or be characterized or perceived as having, a toxicological or health-related impact on the environment or on our customers or employees or unregulated emissions, which could potentially result in us incurring liability in connection with such characterization and the associated effects of any toxicological or health-related impact. If such a discovery or characterization occurs, we may incur increased costs in order to comply with new regulatory requirements or as a result of litigation. In addition, the relevant materials or products, including products of our customers incorporating our materials or products, may be recalled, phased-out, or banned. Changes in laws, science, or regulations, or their interpretations, and our customers' perception of such changes or interpretations, which may or may not be supported by scientific evidence, may also affect the marketability of certain of our products.

In June 2019, the Member States Committee of the European Chemicals Agency ("ECHA") also voted to list HFPO Dimer Acid as a Substance of Very High Concern. The vote was based on Article 57(f) – equivalent level of concern having probable serious effects to the environment. This identification does not impose immediate regulatory restriction or obligations, but may lead to a future authorization or restriction of the substance. In September 2019, we filed an application with the EU Court of Justice for the annulment of the decision of ECHA to list HFPO Dimer Acid as a Substance of Very High Concern. In February 2022, the General Court dismissed the annulment action and we appealed such decision. In November 2023, the EU Court of Justice dismissed our appeal.

In May 2020, five European countries began an initiative to restrict the manufacture, placing on the market and use of PFAS in the EU. In this regulatory process, more than 4,000 substances, including F-gases and fluoropolymers are being considered for potential broad regulatory action. On July 15, 2021, the countries submitted their restriction proposal, which informed ECHA of the intent to prepare a PFAS restriction dossier for fluorinated substances within a defined structural formula scope, including branched fluoroalkyl groups and substances containing ether linkages, fluoropolymers and side chain fluorinated polymers. The restriction dossier was submitted to ECHA in January 2023, and in February 2023 ECHA published a report and supporting annexes on the restriction proposal, which includes identified concerns for in-scope PFAS and their degradation products and the proposed restriction of a full ban with certain use-specific time-limited derogation periods. Comments were submitted from individuals and organizations during the consultation period in 2023 and the restriction dossier is being reviewed by RAC and SEAC. RAC and SEAC are focusing on the different sectors that are affected and elements of the proposal, and further meetings will be held in 2025. In November 2024, ECHA and the five European countries issued a progress update on the PFAS restriction, indicating that alternative restriction options, besides a full ban or a ban with time limited derogations, are being considered. The five national authorities who prepared the proposal are also updating their initial report to address the consultation comments, which will then be assessed by ECHA committees. The estimated earliest entry into force of restrictions is 2026, contingent upon timely completion of the remaining steps in the EU REACH restriction process.

In January 2024, the European Council adopted a regulation supporting the phase down of HFC by 2050 and multiple bans on HFCs and hydrofluoroolefin (“HFO”) in select applications. The new regulation entered into force on March 11, 2024, and includes both reviews and exemptions. No later than January 1, 2030, the European Commission will publish a report on the effects of the regulation and whether the bans are upheld based on technical feasibility and socioeconomic impact of alternatives. Also in 2024, Regulation (EU) 2024/573 was published and became effective, with a later implementing regulation ((EU) 2024/2473), that changed rules governing F-Gas reporting and quota consumption. In preparing its 2024 F-Gas reporting submissions, we encountered uncertainty on how to report due to impacts from the implementation of the new regulation in the reporting portal as well as technical challenges associated therewith. We raised these reporting concerns with the competent authorities and resources and is continuing to evaluate the potential impact of these new F-Gas reporting and quota consumption regulations on us.

In March 2024, ECHA published a registration update for trifluoroacetic acid (“TFA”). This update includes a self-classification, by TFA registrants, of a Category 2 Reproductive toxicant. BAuA, the German competent authority responsible for REACH and the CLP regulation in Germany, submitted a dossier to ECHA proposing to harmonize the hazard classification of TFA. As of May 26, 2025, ECHA launched a 60-day public consultation period on the CLH proposal which includes updates to its hazard classification for reproductive toxicity, newly proposed as a category 1B, and introduces a PMT/vPvM (Persistent, Mobile and Toxic/very Persistent and very Mobile) classification. After the public consultation period, ECHA’s Risk Assessment Committee ("RAC") will review the dossier submitted by the German authority and the comments received. The RAC will then develop an opinion, which will be submitted to the European Commission within 18 months. The EU Commission will then review the RAC’s opinion and determine whether to proceed with the decision to amend the CLP regulation. If the Commission adopts the decision and amends Annex VI of the CLP Regulation, the changes become legally binding across the EU after a transition period.

The impacts of these various restrictions and regulatory measures in the EU as noted above, individually and in the aggregate, could lead to material adverse effects on our results of operations, financial condition, and cash flows.

In October 2021, the U.S. Environmental Protection Agency (“EPA”) released its PFAS Strategic Roadmap, identifying a comprehensive approach to addressing PFAS. The PFAS Strategic Roadmap sets timelines by which EPA plans to take specific actions through 2024, including establishing a national primary drinking water regulation ("NPDWR") for PFOA and perfluorooctanesulfonic acid (“PFOS”) and taking Effluent Limitations Guidelines actions to regulate PFAS discharges from industrial categories among other actions. As provided under its roadmap, EPA also released its National PFAS Testing Strategy, under which the agency will identify and select certain PFAS compounds for which it will require manufacturers to conduct testing pursuant to TSCA section 4. We have received various test orders and have formed consortia to jointly manage compliance with the test order requirements. We expect to receive future test orders, however the timing of the remaining TSCA orders is not determinable at this time. Additional costs could be incurred in connection with EPA's actions, which could be material. The draft Effluent Limitations Guidelines ("ELGs") for PFAS manufacturers as announced in the PFAS Strategic Roadmap were not proposed in the fourth quarter of 2024 and we continue to monitor EPA actions related to PFAS under the new administration. In April 2025, EPA outlined actions that it will be taking to address PFAS across its program offices, including with respect to the implementation of the TSCA testing strategy and developing ELGs.

Also in October 2021, EPA published a final toxicity assessment for GenX compounds that decreased the draft reference dose for GenX compounds based on EPA’s review of new studies and analyses. On March 18, 2022, we filed a petition to EPA requesting to withdraw and correct its toxicity assessment for GenX compounds, and this petition was denied by EPA on June 14, 2022. The next day, on June 15, 2022, EPA released health advisories for four PFAS, including interim updated lifetime drinking water health advisories for PFOA and PFOS, and final health advisories for GenX compounds, including HFPO Dimer Acid and another PFAS compound (PFBS). On July 13, 2022, we filed a Petition for Review of the GenX compounds health advisory. In July 2024, the Third Circuit dismissed our petition for lack of subject matter jurisdiction, finding the health advisory was not a final agency action.

In March 2023, EPA proposed a NPDWR to establish Maximum Contaminant Levels ("MCL’s") for six PFAS, with PFOA and PFOS having MCLs as individual compounds (each proposed as 4 parts per trillion – (“ppt”)) and four other PFAS compounds, including HFPO Dimer Acid, having a hazard index approach limit on any mixture containing one or more of the compounds. The proposed PFAS NPDWR was subject to public comment through May 30, 2023, and on April 10, 2024 EPA issued its final rule, which included promulgating individual MCLs for PFOA and PFOS at 4ppt and individual MCLs for PFHxS, PFNA and HFPO Dimer Acid at 10ppt. In addition, EPA finalized a hazard index of 1 (unitless) as the MCL for any mixture of PFHxS, PFNA, HFPO Dimer Acid and PFBS. The final rule became effective 60 days from publication in the Federal Register and the compliance date for public water systems in the U.S. to meet the MCLs is five years from the publication date. In June 2024, we, as well as other organizations including the American Water Works Association and the American Chemistry Council, filed petitions for review of the final rule in the U.S. Court of Appeals for the D.C. Circuit. The appeal had been held in abeyance since February 2025 to allow EPA to review the underlying rule. In May 2025, EPA announced that it intends to retain the MCLs for PFOS and PFOA, with rulemaking for additional time for compliance, and to rescind the other MCLs and hazard index. In July 2025, EPA moved for the court to take the appeal out of abeyance in order for parties to complete briefing.

Also in April 2024, EPA issued a final rule designating PFOA and PFOS as hazardous substances under CERCLA, which has also been challenged in the same appeals court. EPA has moved to hold this appeal also in abeyance to allow review of the underlying rule and, as such, abeyance continues into August 2025. Depending on the ultimate outcome of EPA's actions, our estimated environmental remediation liabilities and accrued litigation could increase to meet any new drinking water standards, which could have a material adverse effect on our results of operations, financial condition, and cash flows.

## Item 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

### Issuer Purchases of Equity Securities

***2022 Share Repurchase Program***

On April 27, 2022, our board of directors approved a share repurchase program authorizing the purchase of shares of our issued and outstanding common stock in an aggregate amount not to exceed $750 million, plus any associated fees or costs in connection with our share repurchase activity (the "2022 Share Repurchase Program"). Under the 2022 Share Repurchase Program, shares of our common stock can be purchased in the open market from time to time, subject to management's discretion, as well as general business and market conditions. Our 2022 Share Repurchase Program became effective on April 27, 2022 and is scheduled to continue through the earlier of its expiration on December 31, 2025 or the completion of repurchases up to the approved amount. The program may be suspended or discontinued at any time.

Through June 30, 2025, we purchased a cumulative 10,342,722 shares of our issued and outstanding common stock under the 2022 Share Repurchase Program, which amounted to $309 million at an average share price of $29.90 per share. There were no share repurchases under the 2022 Share Repurchase Program for the three months ended June 30, 2025. The aggregate amount of our common stock that remained available for purchase under the 2022 Share Repurchase Program at June 30, 2025 was $441 million.

## Item 3. DEFAULTS UPON SENIOR SECURITIES

None.

## Item 4. MINE SAFETY DISCLOSURES

Information regarding mine safety and other regulatory actions at our surface mines and/or mineral sands separation facilities in Starke, Florida, Jesup, Georgia, Nahunta, Georgia, and Offerman, Georgia, are included in *Exhibit 95* to this Quarterly Report on Form 10-Q.

## Item 5. OTHER INFORMATION

### Insider Trading Arrangements.

None of the Company's directors or officers adopted, modified, or terminated a Rule 10b5-1 trading arrangement or a non-Rule 10b5-1 trading arrangement during the Company's fiscal quarter ended June 30, 2025.

## Item 6. EXHIBITS

| Exhibit Number | Description |
|---|---|
| 3.1 | Company's Amended and Restated Certificate of Incorporation (incorporated by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on July 1, 2015). |
| 3.2 | Company's Amended and Restated Bylaws (incorporated by reference to Exhibit 3.2 to the Company's Current Report on Form 8-K, as filed with the U.S. Securities and Exchange Commission on July 1, 2015). |
| 22 | List of Guarantor Subsidiaries. |
| 31.1 | Rule 13a-14(a)/15d-14(a) Certification of the Company's Principal Executive Officer. |
| 31.2 | Rule 13a-14(a)/15d-14(a) Certification of the Company's Principal Financial Officer. |
| 32.1 | Section 1350 Certification of the Company's Principal Executive Officer. The information contained in this Exhibit shall not be deemed filed with the Securities and Exchange Commission nor incorporated by reference in any registration statement filed by the registrant under the Securities Act of 1933, as amended. |
| 32.2 | Section 1350 Certification of the Company's Principal Financial Officer. The information contained in this Exhibit shall not be deemed filed with the Securities and Exchange Commission nor incorporated by reference in any registration statement filed by the registrant under the Securities Act of 1933, as amended. |
| 95 | Mine Safety Disclosures. |
| 101 | The following financial statements from the Company's Quarterly Report on Form 10-Q for the period ended June 30, 2025 have been formatted in Inline XBRL: (i) the Interim Consolidated Statements of Operations (Unaudited); (ii) the Interim Consolidated Statements of Comprehensive Income (Unaudited); (iii) the Interim Consolidated Balance Sheets (Unaudited); (iv) the Interim Consolidated Statements of Stockholders' Equity (Unaudited); (v) the Interim Consolidated Statements of Cash Flows (Unaudited); and, (vi) the Notes to the Interim Consolidated Financial Statements (Unaudited). These financial statements have been tagged as blocks of text and include detailed tags. |
| 104 | The cover page from the Company's Quarterly Report on Form 10-Q for the period ended June 30, 2025, which has been formatted in Inline XBRL and included within Exhibit 101. |

## SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

THE CHEMOURS COMPANY
(Registrant)

Date: August 5, 2025

By: /s/ Shane Hostetter

Shane Hostetter
Senior Vice President, Chief Financial Officer
(As Duly Authorized Officer and Principal Financial Officer)