

Subject Company: Hess Corporation
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April 3, 2024

The following are excerpts of the statements made by Mike Wirth, the CEO of Chevron Corporation (“Chevron”), during a “C.O.B. Tuesday” podcast episode entitled “The Laws of Physics And Thermodynamics And Economics Are Stubborn”. The excerpts relate only to the pending acquisition of Hess Corporation by Chevron. The podcast was made available by Chevron, on April 3, 2024, on both Chevron’s internal social media platform and LinkedIn.

Mike Wirth: And so, we’re working on the Hess deal right now. Hess has had a lot of great exploration success. One of the things that I'm very excited about is to bring together talented people from their exploration team with the talented people in our exploration team and say, "How do we become better, not because we have a new portfolio," which I think will help, "but because we’ve got new ideas? We’ve got different ways of thinking about doing things."

...

Maynard Holt: Well, one thing at CERA that has, of course, come up is, people are asking about the Hess situation. And I guess, please, anything you would share on that. I've seen you answer it with Dan, but I don't know. I think the question, a lot of us look at it and ask is, gosh, how did we get here? We’ve got two of the leading companies in this kind of public discussion. What would you share with us about that?

Mike Wirth: Well, I'd say what I think I said earlier today, which is, we think it's a transaction that's good for the shareholders of both companies. We think it's good for the country of Guyana, strengthens the development and partnership there. We think it's good for the US and, frankly, good for the industry.

We have been engaged in private and constructive conversations with the partners in the Stabroek Block for months in an effort to understand what their concerns were, understand their views on the contract, which, in some instances, are different than our views, and to try to help them achieve the objectives that they had articulated to us.

And as we were in that process, then we were surprised when, a couple of weeks ago, we learned that they intended to terminate or they had terminated those discussions and had filed for arbitration.

So we did extensive diligence on the contract before we signed the agreement. We're very confident in our understanding of the contract language, and we look forward to seeing it affirmed in the arbitration.

Maynard Holt: Is there a way that those of us on the outside should think about where it goes from here or how, how it plays out or what the structure of the future of it looks like?

Mike Wirth: Well, we still fully expect to close the transaction. It looks like it'll take a little bit more time now, because the arbitration may become the rate-defining factor. We're working closely with the FTC to satisfy their concerns. There's no real overlap in the two portfolios. So there are no antitrust issues of any substance. So I think this is just, international arbitration will take some time. We're prepared for it. We look forward to affirming our interpretation of the contract and closing the transaction.

Maynard Holt: And just one last question. It's probably hard to answer, but I just find it interesting. If you're Washington, D.C. or the government of Guyana or players that have an interest, is there a way for them to weigh in on it, or are they commenting on it, or how do you manage those constituents like that that are not a part of it but view it as very relevant to them?

Mike Wirth: Yeah, there's certainly -- there's interest in Washington D.C., and Guyana. You've got this border issue between Venezuela and Guyana. And so there's a lot of interest. I can't really comment on any of the conversations but I'll just say, I think many of the stakeholders would prefer to see issues like this resolved so that, what they view as the bigger issues, are the ones that can be focused on.

Maynard Holt: Well, I'm sure, I mean, I think to have two leading companies kind of in a public discussion, this is probably not good for industry at some level. We're all on the same team.

Mike Wirth: Yeah. I would rather not be in this position.

Maynard Holt: Sure.

Mike Wirth: But look, we believe in the transaction, and we find ourselves where we find ourselves.

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