UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

(Mark One)

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

For the quarterly period ended September 30, 2022

OR

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

For the transition period from _______ to ________

Commission file number: 001-36062

SISECAM RESOURCES LP

(Exact name of registrant as specified in its charter)

Delaware	**46-2613366**
(State or other jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification No.)

Five Concourse Parkway
Suite 2500
Atlanta, Georgia 30328
(Address of Principal Executive Offices) (Zip Code)
Registrant's telephone number, including area code: **(770) 375-2300**
Former name, former address and former fiscal year, if changed since last report: **N/A**

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common units representing limited partnership interests	SIRE	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	x	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 19,799,791 common units and 399,000 general partner units outstanding at October 25, 2022, the most recent practicable date.

SISECAM RESOURCES LP
QUARTERLY REPORT ON FORM 10-Q
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References in this Quarterly Report on Form 10-Q (“Report”) to the “Partnership,” “SIRE,” “we,” “our,” “us,” or like terms refer to Sisecam Resources LP and its subsidiary, Sisecam Wyoming LLC, which is the consolidated subsidiary of the Partnership and referred to herein as “Sisecam Wyoming.” Sisecam Chemicals Resources LLC ("Sisecam Chemicals") is 60% owned by Sisecam Chemicals USA Inc. ("Sisecam USA") and 40% owned by Ciner Enterprises Inc. (“Ciner Enterprises”). References to “our general partner” or “Sisecam GP” refer to Sisecam Resource Partners LLC, the general partner of Sisecam Resources LP and a direct wholly-owned subsidiary of Sisecam Chemicals Wyoming LLC ("SCW LLC"), which is a direct wholly-owned subsidiary of Sisecam Chemicals. Sisecam USA is a direct wholly-owned subsidiary of Türkiye Şişe ve Cam Fabrikalari A.Ş, a Turkish corporation ("Şişecam Parent") which is an approximately 51%-owned subsidiary of Turkiye Is Bankasi Turkiye Is Bankasi ("Isbank"). Şişecam Parent is a global company operating in soda ash, chromium chemicals, flat glass, auto glass, glassware glass packaging and glass fiber sectors. Şişecam Parent was founded in 1935, is based in Turkey and is one of the largest industrial publicly-listed companies on the Istanbul exchange. With production facilities in four continents and in 14 countries, Sisecam Parent is one of the largest glass and chemicals producers in the world. Ciner Enterprises Inc. is a direct wholly-owned subsidiary of WE Soda Ltd., a U.K. Corporation (“WE Soda”). WE Soda is a direct wholly-owned subsidiary of KEW Soda Ltd., a U.K. corporation (“KEW Soda”), which is a direct wholly-owned subsidiary of Akkan Enerji ve Madencilik Anonim Şirketi (“Akkan”). Akkan is directly and wholly owned by Turgay Ciner, the Chairman of the Ciner Group (“Ciner Group”), a Turkish conglomerate of companies engaged in energy and mining (including soda ash mining), media and shipping markets. All of our soda ash processed is sold to various domestic and international customers.

We include cross references to captions elsewhere in this Report where you can find related additional information. The following table of contents tells you where to find these captions.

PART I. FINANCIAL INFORMATION

Item 1. ***Financial Statements***

SISECAM RESOURCES LP
CONDENSED CONSOLIDATED BALANCE SHEETS
(Unaudited)

(In millions)	As of September 30, 2022	As of December 31, 2021
ASSETS		
Current assets:		
Cash and cash equivalents	$ 14.9	$ 2.7
Accounts receivable—affiliates	52.9	49.3
Accounts receivable, net of allowance for credit losses	159.2	116.9
Inventory	35.4	30.1
Other current assets	12.5	9.0
Total current assets	274.9	208.0
Property, plant and equipment, net	298.6	304.2
Other non-current assets	32.7	31.1
Total assets	$ 606.2	$ 543.3
LIABILITIES AND EQUITY		
Current liabilities:		
Current portion of long-term debt	$ 8.7	$ 8.6
Accounts payable	22.8	21.9
Due to affiliates	3.9	2.3
Accrued expenses	53.7	41.0
Total current liabilities	89.1	73.8
Long-term debt	133.4	115.0
Other non-current liabilities	14.9	9.8
Total liabilities	237.4	198.6
Commitments and contingencies (See Note 9)		
Equity:		
Common unitholders - Public and Sisecam Chemicals Wyoming LLC (19.8 units issued and outstanding at September 30, 2022 and December 31, 2021)	200.4	187.4
General partner unitholders - Sisecam Resource Partners LLC (0.4 units issued and outstanding at September 30, 2022 and December 31, 2021)	4.5	4.6
Accumulated other comprehensive income	1.8	3.0
Partners' capital attributable to Sisecam Resources LP	206.7	195.0
Noncontrolling interest	162.1	149.7
Total equity	368.8	344.7
Total liabilities and equity	$ 606.2	$ 543.3

See accompanying notes.

SISECAM RESOURCES LP
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME
(Unaudited)

(In millions, except per unit data)	Three Months Ended September 30, 2022	Three Months Ended September 30, 2021	Nine Months Ended September 30, 2022	Nine Months Ended September 30, 2021
Net sales	$ 190.5	$ 135.6	$ 543.0	$ 384.1
Operating costs and expenses:				
Cost of products sold including freight costs (excludes depreciation, depletion and amortization expense set forth separately below)	138.6	104.0	391.4	307.5
Cost of products sold - affiliates	4.7	0.8	10.9	3.0
Depreciation, depletion and amortization expense	7.8	7.4	21.5	23.8
Selling, general and administrative expenses—affiliates	5.2	5.2	14.7	13.0
Selling, general and administrative expenses—others	1.4	1.5	6.2	4.9
Total operating costs and expenses	157.7	118.9	444.7	352.2
Operating income	32.8	16.7	98.3	31.9
Other (expenses) income:				
Interest expense	(1.7)	(1.3)	(4.2)	(4.1)
Total other expense, net	(1.7)	(1.3)	(4.2)	(4.1)
Net income	31.1	15.4	94.1	27.8
Net income attributable to noncontrolling interest	15.7	8.0	47.6	15.1
Net income attributable to Sisecam Resources LP	15.4	7.4	46.5	12.7
Other comprehensive income:				
Income/(loss) on derivative financial instruments	0.6	8.6	(2.4)	15.2
Comprehensive income	31.7	24.0	91.7	43.0
Comprehensive income attributable to noncontrolling interest	16.0	12.2	46.4	22.5
Comprehensive income attributable to Sisecam Resources LP	$ 15.7	$ 11.8	$ 45.3	$ 20.5
Net income per limited partner unit:				
Net income per limited partner unit (basic)	$ 0.76	$ 0.36	$ 2.30	$ 0.63
Net income per limited partner unit (diluted)	$ 0.76	$ 0.36	$ 2.30	$ 0.63
Limited partner units outstanding:				
Weighted average limited partner units outstanding (basic)	19.8	19.8	19.8	19.8
Weighted average limited partner units outstanding (diluted)	19.8	19.8	19.8	19.8

See accompanying notes.

SISECAM RESOURCES LP
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

(In millions)	Nine Months Ended September 30, 2022	2021
Cash flows from operating activities:		
Net income	$ 94.1	$ 27.8
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation, depletion and amortization expense	21.7	24.2
Loss on disposal of assets, net	3.4	—
Equity-based compensation expenses	0.3	0.4
Other non-cash items	0.5	0.3
Changes in operating assets and liabilities:		
Accounts receivable - affiliates	(3.6)	(3.5)
Accounts receivable, net of allowance for credit losses	(42.3)	(26.8)
Inventory	(6.7)	2.9
Other current and non-current assets	(0.8)	(1.2)
Accounts payable	1.1	2.7
Due to affiliates	1.6	(0.9)
Accrued expenses and other liabilities	12.4	2.4
Net cash provided by operating activities	81.7	28.3
Cash flows from investing activities:		
Capital expenditures	(20.2)	(20.7)
Net cash used in investing activities	(20.2)	(20.7)
Cash flows from financing activities:		
Borrowings on Sisecam Wyoming Credit Facility	125.5	67.5
Borrowings on Sisecam Resources Credit Facility	—	1.0
Repayments on Sisecam Wyoming Credit Facility	(100.5)	(65.0)
Repayments on Sisecam Resources Credit Facility	—	(2.0)
Repayments of Sisecam Wyoming Equipment Financing Arrangement	(6.5)	(2.3)
Distributions to common unitholders, general partner and non-controlling interest	(67.7)	(3.9)
Other	(0.1)	(0.4)
Net cash (used in) provided by financing activities	(49.3)	(5.1)
Net increase in cash and cash equivalents	12.2	2.5
Cash and cash equivalents at beginning of period	2.7	0.5
Cash and cash equivalents at end of period	$ 14.9	$ 3.0
Supplemental disclosure of cash flow information:		
Interest paid during the period	$ 3.7	$ 3.5
Supplemental disclosure of non-cash investing activities:		
Capital expenditures on account	$ 2.7	$ 2.7

See accompanying notes.

SISECAM RESOURCES LP
CONDENSED CONSOLIDATED STATEMENTS OF EQUITY
(Unaudited)

(In millions)	Common Unitholders	General Partner	Accumulated Other Comprehensive Income (Loss)	Partners' Capital Attributable to Sisecam Resources LP Equity	Non-controlling Interests	Total Equity
Balance at December 31, 2020	$ 170.0	$ 4.2	$ —	$ 174.2	$ 131.1	$ 305.3
Net income	2.4	—	—	2.4	3.2	5.6
Other comprehensive income	—	—	0.8	0.8	0.7	1.5
Distributions	—	—	—	—	(3.9)	(3.9)
Balance at March 31, 2021	$ 172.4	$ 4.2	$ 0.8	$ 177.4	$ 131.1	$ 308.5
Net income	2.8	0.1	—	2.9	3.9	6.8
Other comprehensive income	—	—	2.6	2.6	2.6	5.2
Equity-based compensation plan activity	0.3	—	—	0.3	—	0.3
Balance at June 30, 2021	$ 175.5	$ 4.3	$ 3.4	$ 183.2	$ 137.6	$ 320.8
Net income	7.2	0.2	—	7.4	8.0	15.4
Other comprehensive income	—	—	4.4	4.4	4.2	8.6
Balance at September 30, 2021	$ 182.7	$ 4.5	$ 7.8	$ 195.0	$ 149.8	$ 344.8
Balance at December 31, 2021	187.4	4.6	3.0	195.0	149.7	344.7
Net income	15.4	0.3	—	15.7	16.1	31.8
Other comprehensive income	—	—	2.7	2.7	2.5	5.2
Equity-based compensation plan activity	(0.2)	—	—	(0.2)	—	(0.2)
Distributions	(12.8)	(0.6)	—	(13.4)	(13.2)	(26.6)
Balance at March 31, 2022	$ 189.8	$ 4.3	$ 5.7	$ 199.8	$ 155.1	$ 354.9
Net income	15.1	0.3	—	15.4	15.8	31.2
Other comprehensive loss	—	—	(4.2)	(4.2)	(4.0)	(8.2)
Equity-based compensation plan activity	0.3	—	—	0.3	—	0.3
Distributions	(9.9)	(0.2)	—	(10.1)	(10.5)	(20.6)
Balance at June 30, 2022	$ 195.3	$ 4.4	$ 1.5	$ 201.2	$ 156.4	$ 357.6
Net income	15.1	0.3	—	15.4	15.7	31.1
Other comprehensive income	—	—	0.3	0.3	0.3	0.6
Distributions	(10.0)	(0.2)		(10.2)	(10.3)	(20.5)
Balance at September 30, 2022	$ 200.4	$ 4.5	$ 1.8	$ 206.7	$ 162.1	$ 368.8

SISECAM RESOURCES LP
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

1. CORPORATE STRUCTURE AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations

As used in this Report, the terms “Sisecam Resources LP,” “the Partnership,” “SIRE,” “we,” “us,” or “our” may refer to Sisecam Resources LP, a publicly traded Delaware limited partnership formed in April 2013 by both Sisecam Chemicals Wyoming LLC (“SCW LLC”), a wholly-owned subsidiary of Sisecam Chemicals Resources LLC (“Sisecam Chemicals”) and Sisecam Resource Partners LLC (our “general partner” or “Sisecam GP”), a wholly-owned subsidiary of SCW LLC. Sisecam Chemicals is 60% owned by Sisecam Chemicals USA Inc. (“Sisecam USA”) and 40% owned by Ciner Enterprises Inc. (“Ciner Enterprises”). Sisecam USA is a direct subsidiary of Türkiye Sise ve Cam Fabrikalari A.S (“Şişecam Parent”) which is an approximately 51%-owned subsidiary of Turkiye Is Bankasi Turkiye Is Bankasi ("Isbank").

Şişecam Parent is a global company operating in soda ash, chromium chemicals, flat glass, auto glass, glassware glass packaging and glass fiber sectors and is based in Turkey and is listed on the Istanbul exchange. Ciner Enterprises is a direct wholly-owned subsidiary of WE Soda Ltd., a U.K. Corporation (“WE Soda”). WE Soda is a direct wholly-owned subsidiary of KEW Soda Ltd., a U.K. corporation (“KEW Soda”), which is a direct wholly-owned subsidiary of Akkan Enerji ve Madencilik Anonim Şirketi (“Akkan”). Akkan is directly and wholly owned by Turgay Ciner, the Chairman of the Ciner Group (“Ciner Group”), a Turkish conglomerate of companies engaged in energy and mining (including soda ash mining), media and shipping markets.

Sisecam Wyoming LLC (“Sisecam Wyoming”) is in the business of mining trona ore to produce soda ash and is a 51.0% majority-owned subsidiary of the Partnership. The Partnership’s operations consist solely of its investment in Sisecam Wyoming. NRP Trona LLC, a wholly owned subsidiary of Natural Resource Partners L.P. (“NRP”), currently owns a 49.0% membership interest in Sisecam Wyoming. NRP’s membership interest in Sisecam Wyoming is reflected as the noncontrolling interest in the Partnership’s financial results.

All of our soda ash processed is currently sold to various domestic and international customers. Sisecam Chemicals is the exclusive sales agent for the Partnership. Sisecam Chemicals has leveraged the distributor network established by Ciner Group while independently reviewing current and potential distribution partners to optimize the Partnership’s reach into each market.

Completed Change in Control Transaction

On December 21, 2021, Ciner Enterprises (which was the indirect owner of approximately 74% of the common units in the Partnership) completed the following transactions pursuant to the definitive agreement which Ciner Enterprises entered into with Sisecam USA, a direct subsidiary of Şişecam Parent on November 20, 2021:

- Ciner Enterprises converted Ciner Resources Corporation into Sisecam Chemicals Resources LLC, a Delaware limited liability company ("Sisecam Chemicals"), and Ciner Wyoming Holding Co., a direct wholly-owned subsidiary of Sisecam Chemicals, into Sisecam Chemicals Wyoming LLC (“SCW LLC”), with SCW LLC in turn then directly owning approximately 74% of the common units in the Partnership and 100% of the general partner, and Sisecam USA purchased 60% of the outstanding units of Sisecam Chemicals owned by Ciner Enterprises for a purchase price of $300 million (the “Sisecam Chemicals Sale”); and
- at the closing of the Sisecam Chemicals Sale, Sisecam Chemicals, Ciner Enterprises, and Sisecam USA entered into a unitholders and operating agreement (the “Sisecam Chemicals Operating Agreement”) (collectively such transactions, the “CoC Transaction”).

Pursuant to the terms of the Sisecam Chemicals Operating Agreement, Sisecam USA and Ciner Enterprises have a right to designate six directors and four directors, respectively, to the board of directors of Sisecam Chemicals. In addition, the Sisecam Chemicals Operating Agreement provides that (i) the board of directors of the general partner (the “MLP Board”) shall consist of six designees from Sisecam USA, two designees from Ciner Enterprises and three independent directors for as long as the general partner is legally required to appoint such independent directors and (ii) the Partnership’s right to appoint four managers to the board of managers of Sisecam Wyoming (the “Wyoming Board”) shall be comprised of three designees from Sisecam USA and one designee from Ciner Enterprises. Each of Sisecam USA and Ciner Enterprises shall vote all units over which such unitholder has voting control in Sisecam Chemicals to elect to the board of directors any individual designated by Sisecam USA and Ciner Enterprises. The Sisecam Chemicals Operating Agreement also requires the board of directors of Sisecam Chemicals to unanimously approve certain actions and commitments, including without limitation taking any action that would have an adverse effect on the master limited partnership status of the Partnership or any of its subsidiaries. As a result of Sisecam USA’s and Ciner Enterprise’s respective interests in Sisecam Chemicals and their respective rights under the Sisecam Chemicals Operating Agreement, each of Ciner Enterprises and

Sisecam USA and their respective beneficial owners may be deemed to share beneficial ownership of the approximate 2% general partner interest in the Partnership and approximately 74% of the common units in the Partnership owned directly by SCW LLC and indirectly by Sisecam Chemicals as parent entity of SCW LLC.

Take Private Proposal

On July 6, 2022, the board of directors of Sisecam GP received a non-binding offer letter from Sisecam Chemicals to acquire all of our issued and outstanding common units not already owned by Sisecam Chemicals or its affiliates in exchange for $17.90 in cash per issued and outstanding publicly held common unit, which represents the thirty-day volume weighted average price per common unit as of July 5, 2022 (the "Proposal"). The board of directors of Sisecam GP has delegated authority to review, evaluate and negotiate the Proposal to its conflicts committee. The conflicts committee continues to evaluate the Proposal. The proposed transaction is subject to a number of contingencies, including the approval of the conflicts committee of the board of directors of Sisecam GP, and the satisfaction of any conditions to the consummation of a transaction set forth in any definitive agreement concerning the transaction. There can be no assurance that such definitive documentation will be executed or that any transaction will materialize on the terms described above or at all.

Basis of Presentation and Significant Accounting Policies

The accompanying unaudited condensed consolidated financial statements have been prepared in conformity with U.S. generally accepted accounting principles (“GAAP”) applicable to interim period financial statements and reflect all adjustments, consisting of normal recurring accruals, which are necessary for fair presentation of the results of operations, financial position and cash flows for the periods presented. All intercompany transactions, balances, revenue and expenses have been eliminated in consolidation. The results of operations for the three month and nine month periods ended September 30, 2022 and 2021 are not necessarily indicative of the operating results for the full year.

These unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and notes to audited consolidated financial statements included in our Annual Report on Form 10-K for the year ended December 31, 2021 (the “2021 Annual Report”) filed with the United States Securities and Exchange Commission (“SEC”) on March 15, 2022. There have been no material changes in the significant accounting policies followed by us during the three months and nine months ended September 30, 2022 from those disclosed in the 2021 Annual Report.

Noncontrolling Interest

NRP Trona LLC, a wholly-owned subsidiary of Natural Resource Partners L.P. ("NRP"), currently owns a 49.0% membership interest in Sisecam Wyoming. NRP’s membership interest in Sisecam Wyoming is reflected as the noncontrolling interest in the Partnership’s financial results.

Segment Reporting

As the Partnership earns substantially all of its revenues through the sale of soda ash mined at a single location, we have concluded that we have one operating segment for reporting purposes.

Use of Estimates

The preparation of these unaudited condensed consolidated financial statements, in accordance with GAAP, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the dates of the unaudited condensed consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Furthermore, we considered the impact of the COVID-19 and related variants (collectively “COVID-19”) pandemic on the use of estimates and assumptions used for financial reporting. While our production and demand for our product appears to have recovered from the COVID-19 pandemic’s negative impact, given we still cannot predict any future COVID-19 pandemic impact on our operations, the potential negative financial impact to our results cannot be reasonably estimated. As a result of these uncertainties, actual results could differ from those estimates and assumptions and our business, financial condition and results of operations may be further materially and adversely impacted.

Subsequent Events

We have evaluated subsequent events through the filing date of this Quarterly Report on Form 10-Q.

2. NET INCOME PER UNIT AND CASH DISTRIBUTION

Allocation of Net Income

Net income per unit applicable to limited partners is computed by dividing limited partners' interest in net income attributable to Sisecam Resources LP, after deducting the general partner's interest and any incentive distributions, by the weighted average number of outstanding common units. Our net income is allocated to the general partner and limited partners in accordance with their respective partnership percentages, after giving effect to priority income allocations for incentive distributions, if any, to our general partner, pursuant to our partnership agreement. Earnings in excess of distributions are allocated to the general partner and limited partners based on their respective ownership interests. Payments made to our unitholders are determined in relation to actual distributions declared and are not based on the net income allocations used in the calculation of net income per unit. There were no anti-dilutive units outstanding for the three months and nine months ended September 30, 2022, and an immaterial amount for the three months and nine months ended September 30, 2021.

The net income attributable to common unitholders and the weighted average units for calculating basic and diluted net income per common units were as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In millions)	2022	2021	2022	2021
Net income attributable to Sisecam Resources LP	$ 15.4	$ 7.4	$ 46.5	$ 12.7
Less: General partner's distribution declared	0.2	0.1	0.6	0.1
Less: Limited partners' distribution declared	9.9	6.7	29.7	6.7
Income in excess of distribution	$ 5.3	$ 0.6	$ 16.2	$ 5.9

	Three Months Ended September 30, 2022			Three Months Ended September 30, 2021		
(In millions, except per unit data)	General Partner	Limited Partners' common units	Total	General Partner	Limited Partners' common units	Total
Distribution declared	$ 0.2	$ 9.9	$ 10.1	$ 0.1	$ 6.7	$ 6.8
Income in excess of distribution	0.1	5.2	5.3	—	0.6	0.6
Net income attributable to partners	$ 0.3	$ 15.1	$ 15.4	$ 0.1	$ 7.3	$ 7.4
Weighted average limited partner units outstanding:						
Basic		19.8			19.8	
Diluted		19.8			19.8	
Net income per limited partner unit:						
Basic		$0.76			$0.36	
Diluted		$0.76			$0.36	

	Nine Months Ended September 30, 2022			Nine Months Ended September 30, 2021		
(In millions, except per unit data)	General Partner	Limited Partners' common units	Total	General Partner	Limited Partners' common units	Total
Distribution declared	$ 0.6	$ 29.7	$ 30.3	$ 0.1	$ 6.7	$ 6.8
Income in excess of distribution	0.3	15.8	16.2	0.1	5.8	5.9
Net income attributable to partners	$ 0.9	$ 45.5	$ 46.5	$ 0.2	$ 12.5	$ 12.7
Weighted average limited partner units outstanding:						
Basic		19.8			19.8	
Diluted		19.8			19.8	
Net income per limited partner unit:						
Basic		$2.30			$0.63	
Diluted		$2.30			$0.63	

Quarterly Distribution

On October 28, 2022, the Partnership declared its quarterly distribution for the quarter ended September 30, 2022. The cash distribution for the quarter ended September 30, 2022 of $0.50 per unit will be paid on November 17, 2022 to unitholders of record on November 8, 2022.

Our general partner has considerable discretion in determining the amount of available cash, the amount of distributions and whether to make any distribution. Although our partnership agreement requires that we distribute all of our available cash quarterly, there is no guarantee that we will make quarterly cash distributions to our unitholders at our current quarterly distribution level or at any other rate, and we have no legal obligation to do so.

General Partner Interest and Incentive Distribution Rights

Our partnership agreement provides that our general partner initially will be entitled to 2.0% of all distributions that we make prior to our liquidation. Our general partner has the right, but not the obligation, to contribute up to a proportionate amount of capital to us in order to maintain its 2.0% general partner interest if we issue additional units. Our general partner's approximate 2.0% interest, and the percentage of our cash distributions to which our general partner is entitled from such approximate 2.0% interest, will be proportionately reduced if we issue additional units in the future (other than the issuance of common units upon a reset of the Incentive Distribution Rights ("IDRs")), and our general partner does not contribute a proportionate amount of capital to us in order to maintain its approximate 2.0% general partner interest. Our partnership agreement does not require that our general partner fund its capital contribution with cash. It may, instead, fund its capital contribution by contributing to us common units or other property.

IDRs represent the right to receive increasing percentages (13.0%, 23.0% and 48.0%) of quarterly distributions from operating surplus after we have achieved certain distribution levels as set forth in our partnership agreement. Our general partner currently holds the IDRs, but may transfer these rights separately from its general partner interest, subject to certain restrictions in our partnership agreement.

Percentage Allocations of Distributions from Operating Surplus

The following table illustrates the percentage allocations of distributions from operating surplus between the unitholders and our general partner based on the specified target distribution levels. The amounts set forth under the column heading "Marginal Percentage Interest in Distributions" are the percentage interests of our general partner and the unitholders in any distributions from operating surplus we distribute up to and including the corresponding amount in the column "Total Quarterly Distribution per Unit Target Amount." Under our partnership agreement, our general partner has considerable discretion to determine the amount of available cash (as defined therein) for distribution each quarter to the Partnership's unitholders, including discretion to establish cash reserves that would limit the amount of available cash eligible for distribution to the Partnership's unitholders for any quarter. The Partnership does not guarantee that it will pay any distribution on its units in any quarter. The percentage interests set forth below for our general partner (1) include a 2.0% general partner interest, (2) assume that our general partner has contributed any additional capital necessary to maintain its 2.0% general partner interest, (3) assume that our general partner has not transferred its IDRs, and (4) assume that we do not issue additional classes of equity securities.

	Marginal Percentage Interest in Distributions		
Total Quarterly Distribution per Unit Target Amount	**Unitholders**	**General Partner**	**Incentive Distributions Rights**
$0.5000 or lower	98.0 %	2.0 %	— %
above $0.5000 up to $0.5750	98.0 %	2.0 %	— %
above $0.5750 up to $0.6250	85.0 %	15.0 %	13.0 %
above $0.6250 up to $0.7500	75.0 %	25.0 %	23.0 %
above $0.7500	50.0 %	50.0 %	48.0 %

3. INVENTORY

Inventory consisted of the following:

(In millions)	As of September 30, 2022		As of December 31, 2021	
Raw materials	$	13.9	$	10.5
Finished goods		11.6		9.3
Stores inventory - current portion		9.9		10.3
Total	$	35.4	$	30.1

4. DEBT

Long-term debt, net of debt issuance costs, consisted of the following:

(In millions)	As of September 30, 2022		As of December 31, 2021	
Sisecam Wyoming Equipment Financing Arrangement Security Note Number 001 with maturity date of March 26, 2028, fixed interest rate of 2.479%	$	22.2	$	24.6
Sisecam Wyoming Equipment Financing Arrangement Security Note Number 002 with maturity date of December 17, 2026, fixed interest rate of 2.4207%		24.9		29.0
Sisecam Wyoming Credit Facility, secured principal expiring on October 28, 2026, variable interest rate as a weighted average rate of 4.27% and 1.82% at September 30, 2022 and December 31, 2021		95.0	$	70.0
Total debt	$	142.1	$	123.6
Less: Current portion of long-term debt		8.7		8.6
Total long-term debt	$	133.4	$	115.0

Aggregate maturities required on long-term debt at September 30, 2022 are due in future years as follows:

(In millions)	Amount	
2022	$	2.2
2023		8.8
2024		9.1
2025		9.3
2026		104.5
Thereafter		8.4
Total	$	142.3

Sisecam Wyoming Equipment Financing Arrangement

Master Loan and Security Agreement:

On March 26, 2020, Sisecam Wyoming and Banc of America Leasing & Capital, LLC, as lender (the “Equipment Financing Lender”), entered into an equipment financing arrangement (“Sisecam Wyoming Equipment Financing Arrangement”), including a Master Loan and Security Agreement, dated as of March 25, 2020 (as amended, the “Master Agreement”) and an Equipment Security Note Number 001, dated as of March 25, 2020 (the “Sisecam Wyoming Equipment Financing Arrangement Security Note Number 001,” or the “Initial Secured Note”), which provides the terms and conditions for the debt financing of certain equipment related to Sisecam Wyoming’s natural gas-fired turbine co-generation facility that became operational in March 2020. Each equipment financing entered into under the Sisecam Wyoming Equipment Financing Arrangement will be evidenced by the execution of one or more equipment notes (including the Initial Secured Note) that incorporate the terms and conditions of the Master Agreement (each, an “Equipment Note”). In order to secure the payment and performance of Sisecam Wyoming’s obligations under the Sisecam Wyoming Equipment Financing Arrangement, Sisecam Wyoming granted to the Equipment Financing Lender a continuing security interest in all of Sisecam Wyoming’s right, title and interest in and to the Equipment (as defined in the Master Agreement) and certain related collateral.

On October 28, 2021, in connection with the entry into the Sisecam Wyoming Credit Facility (which replaced the Prior Sisecam Wyoming Credit Facility), Sisecam Wyoming and the Equipment Financing Lender entered into an amendment to the Master Agreement, in order to amend and restate all covenants that are based upon a specified level or ratio relating to assets, liabilities, indebtedness, rentals, net worth, cash flow, earnings, profitability, or any other accounting-based measurement or test to conform with the Sisecam Wyoming Credit Facility.

On December 17, 2021, Sisecam Wyoming and the Equipment Financing Lender entered into Amendment Number 001 to the Initial Secured Note ("First Amendment to the Initial Secured Note"). The First Amendment to the Initial Secured Note, provides among other things: (i) upon the occurrence of an early full payoff of the Second Secured Note (as defined below), Sisecam Wyoming shall simultaneously pay, in full, the outstanding amount of the Initial Secured Note and (ii) Sisecam Wyoming grants to Equipment Financing Lender a security interest in all collateral securing the Second Secured Note to secure Sisecam Wyoming's obligations under the Initial Secured Note.

At September 30, 2022, Sisecam Wyoming was in compliance with all financial covenants of the Sisecam Wyoming Equipment Financing Arrangement.

The Sisecam Wyoming Equipment Financing Arrangement:

(1) incorporates all covenants in the Sisecam Wyoming Credit Facility (as defined below), now or hereinafter existing, or in any applicable replacement credit facility accepted in writing by the Equipment Financing Lender, that are based upon a specified level or ratio relating to assets, liabilities, indebtedness, rentals, net worth, cash flow, earnings, profitability, or any other accounting-based measurement or test, and (2) includes customary events of default subject to applicable grace periods, including, among others, (i) payment defaults, (ii) certain mergers or changes in control of Sisecam Wyoming, (iii) cross defaults with certain other indebtedness (a) to which the Equipment Financing Lender is a party or (b) to third parties in excess of $10 million, and (iv) the commencement of certain insolvency proceedings or related events identified in the Master Agreement. Upon the occurrence of an event of default, in its discretion, the Equipment Financing Lender may exercise certain remedies, including, among others, the ability to accelerate the maturity of any Equipment Note such that all amounts thereunder will become immediately due and payable, to take possession of the Equipment identified in any Equipment Note, and to charge Sisecam Wyoming a default rate of interest on all then outstanding or thereafter incurred obligations under the Sisecam Wyoming Equipment Financing Arrangement.

Security Note Number 001:

- was executed on March 25, 2020;
- has an original principal amount of $30,000,000;
- has a maturity date of March 26, 2028;
- shall be payable by Sisecam Wyoming to the Equipment Financing Lender in 96 consecutive monthly installments of principal and interest commencing on April 26, 2020 and continuing thereafter until the maturity date of the Initial Secured Note, which shall be in the amount of approximately $307,000 for the first 95 monthly installments and approximately $4,307,000 for the final monthly installment; and
- entitles Sisecam Wyoming to prepay all (but not less than all) of the outstanding principal balance of the Initial Secured Note (together with all accrued interest and other charges and amounts owed thereunder) at any time after one (1) year from the date of the Initial Secured Note, subject to Sisecam Wyoming paying to the Equipment Financing Lender an additional prepayment amount determined by the amount of principal balance prepaid and the date such prepayment is made.

In connection with the Second Sisecam Wyoming Amendment (as defined below), the Master Agreement was amended to incorporate, among other things, the modified covenants set forth in the Second Sisecam Wyoming Amendment related to consolidated leverage ratios of Sisecam Wyoming.

In December 2021, a waiver was obtained to accommodate the CoC Transaction.

First Amendment to Security Note Number 001:

On December 17, 2021, Sisecam Wyoming and the Equipment Financing Lender entered into Amendment Number 001 to the Initial Secured Note ("First Amendment to the Initial Secured Note"). The First Amendment to the Initial Secured Note, provides among other things: (i) upon the occurrence of an early full payoff of the Second Secured Note, Sisecam Wyoming shall simultaneously pay, in full the outstanding amount of the Initial Secured Note and (ii) Sisecam Wyoming grants to Equipment Financing Lender a security interest in all collateral securing the Second Secured Note to secure Sisecam Wyoming's obligations under the Initial Secured Note.

Sisecam Wyoming's balance under the Sisecam Wyoming Equipment Financing Arrangement at September 30, 2022 was $22.4 million ($22.2 million net of financing costs).

Security Note Number 002:

- was executed on December 17, 2021;
- has an original principal amount of $29,000,000;
- has a maturity date of December 17, 2026;
- shall be payable by Sisecam Wyoming to the Equipment Financing Lender in 60 consecutive monthly installments of principal and interest commencing on January 17, 2022 and continuing thereafter until the maturity date of the Second Secured Note, which shall be in the amount of approximately $513,660 for each monthly installment;
- entitles Sisecam Wyoming to prepay all (but not less than all) of the outstanding principal balance of the Second Secured Note (together with all accrued interest and other charges and amounts owed thereunder) at any time after one (1) year from the date of the Second Secured Note, subject to Sisecam Wyoming paying to the Equipment Financing Lender an additional prepayment amount determined by the amount of principal balance prepaid and the date such prepayment is made and subject to Sisecam Wyoming simultaneously paying, in full, the outstanding amount of the Initial Secured Note as discussed above; and
- upon the occurrence of full payoff of Initial Secured Note dated as of March 25, 2020 under the Master Agreement, Sisecam Wyoming shall simultaneously pay, in full, the outstanding amount of this Second Secured Note.

Sisecam Wyoming Credit Facility

On October 28, 2021, Sisecam Wyoming entered into a new $225.0 million senior secured revolving credit facility (the "Sisecam Wyoming Credit Facility") with each of the lenders listed on the respective signature pages thereof and Bank of America, N.A., as administrative agent, swing line lender and letter of credit issuer. The Sisecam Wyoming Credit Facility matures on October 28, 2026. On closing, the amount drawn under this new Sisecam Wyoming Credit Facility approximated the amount outstanding under the Prior Sisecam Wyoming Credit Facility at September 30, 2021.

The Sisecam Wyoming Credit Facility provides, among other things:

- a sublimit up to $40.0 million for the issuance of standby letters of credit and a sublimit up to $20.0 million for swingline loans;
- an accordion feature that enables Sisecam Wyoming to increase the revolving borrowings under the Sisecam Wyoming Credit Facility by up to an additional $250.0 million (subject to certain conditions);
- in addition to the aforementioned revolving borrowings, an ability to incur up to $225.0 million of additional term loan facility indebtedness to finance Sisecam Wyoming's capacity expansion capital expenditures (subject to certain conditions);
- a pledge by Sisecam Wyoming of substantially all of Sisecam Wyoming's assets (subject to certain exceptions), including: (i) all present and future shares of any subsidiaries of Sisecam Wyoming (whether now existing or hereafter created) and (ii) all personal property of Sisecam Wyoming (subject to certain conditions);
- contains various covenants and restrictive provisions that limit (subject to certain exceptions) Sisecam Wyoming's ability to: (i) incur certain liens or permit them to exist; (ii) incur or guarantee additional indebtedness; (iii) make certain investments and acquisitions related to Sisecam Wyoming's operations in Wyoming); (iv) merge or consolidate with another company; (v) transfer, sell or otherwise dispose of assets, (vi) make distributions; (vii) change the nature of Sisecam Wyoming's business; and (viii) enter into certain transactions with affiliates;
- a requirement to maintain a quarterly consolidated leverage ratio of not more than 3.25:1:00; provided, however, subject to certain conditions, Sisecam Wyoming shall have the ability to increase the maximum consolidated leverage ratio to 3.75:1.00 for a year while Sisecam Wyoming is undertaking capacity expansion capital expenditures;
- a requirement to maintain a quarterly consolidated interest coverage ratio of not less than 3.00:1.00; and

- customary events of default including (i) failure to make payments required under the Sisecam Wyoming Credit Facility, (ii) events of default resulting from failure to comply with covenants and financial ratios, (iii) the occurrence of a voluntary change of control, as a result of which Sisecam Wyoming is directly or indirectly controlled by persons or entities not currently directly or indirectly controlling Sisecam Wyoming, (iv) the institution of insolvency or similar proceedings against Sisecam Wyoming, and (v) the occurrence of a cross default under any other material indebtedness Sisecam Wyoming may have. Upon the occurrence of an event of default, in their discretion, the Sisecam Wyoming Credit Facility lenders may exercise certain remedies, including, among others, accelerating the maturity of any outstanding loans, accrued and unpaid interest and all other amounts owing and payable such that all amounts thereunder will become immediately due and payable, and if not timely paid upon such acceleration, to charge Sisecam Wyoming a default rate of interest on all amounts outstanding under the Sisecam Wyoming Credit Facility. However, upon the occurrence of an involuntary change of control of Sisecam Wyoming, and after the passage of time as specified in the Sisecam Wyoming Credit Facility, Sisecam Wyoming's debt thereunder would be accelerated.

In addition, loans under the Sisecam Wyoming Credit Facility (other than any swingline loans) will bear interest at Sisecam Wyoming's option at either:

- a base rate, which equals the highest of (i) Bank of America's prime rate, (ii) the federal funds rate then in effect on such day, plus 0.50%; (iii) one-month Bloomberg Short-Term Bank Yield Index ("BSBY") adjusted daily rate, plus 1.0%; and (iv) 1.0%, plus, in each case, an applicable margin range from 0.50% to 1.75% based on the consolidated leverage ratio of Sisecam Wyoming; or

- a BSBY rate for interest periods of one, three or six months, plus, in each case, an applicable margin range from 1.50% to 2.75% based on the consolidated leverage ratio of Sisecam Wyoming.

In addition, if a BSBY rate ceases to exist for any period, loans under the Sisecam Wyoming Credit Facility will bear interest based on alternative indexes (including the secured overnight financing rate), plus an applicable margin.

The unused portion of the Sisecam Wyoming Credit Facility is subject to a per annum commitment fee and the applicable margin of the interest rate under the Sisecam Wyoming Credit Facility will be determined as follows:

Pricing Tier	Leverage Ratio	BSBY Rate Loans	Base Rate Loans	Commitment Fee
1	< 1.25:1.0	1.500%	0.500%	0.225%
2	≥ 1.25:1.0 but < 1.75:1.0	1.750%	0.750%	0.250%
3	≥ 1.75:1.0 but < 2.25:1.0	2.000%	1.000%	0.275%
4	≥ 2.25:1.0 but < 3.00:1.0	2.250%	1.250%	0.300%
5	≥ 3.00:1.0 but < 3.50:1.0	2.500%	1.500%	0.325%
6	≥ 3.50:1.0	2.750%	1.750%	0.350%

The Sisecam Wyoming Credit Facility permits the consolidated leverage ratio as of the end of each fiscal quarter of Sisecam Wyoming, commencing with the fiscal quarter ending December 31, 2021, to be greater than 3.25:1.00; provided, however, during the Specified Capital Expansion Holiday, the lenders shall not permit the consolidated leverage ratio as of the end of each fiscal quarter of Sisecam Wyoming to be greater than 3.75:1.00. "Specified Capital Expansion Holiday" means the period consisting of four (4) full fiscal quarters after the Sisecam Wyoming has (i) made capital expenditures related to the Specified Capital Expansion (or other capital expansion project approved by the board of directors, board of managers or equivalent governing body of Sisecam Wyoming) of at least $200.0 million and (ii) provided written notice to the administrative agent that Sisecam Wyoming is electing to initiate such Specified Capital Expansion Holiday. "Specified Capital Expansion" means expansion activities related to the lenders' soda ash operations in Wyoming which have been approved in writing by the Sisecam Wyoming's board of directors, board of managers or equivalent governing body. The Sisecam Wyoming Credit Facility permits the consolidated interest coverage ratio as of the end of any fiscal quarter of Sisecam Wyoming, commencing with the fiscal quarter ending December 31, 2021, to be less than 3.00:1.00.

In connection with the CoC Transaction (as defined in Note 1 above), on December 17, 2021, Sisecam Wyoming entered into the First Amendment ("First Amendment") to its $225.0 million senior secured revolving credit facility, dated as of October 28, 2021 (as amended, the "Sisecam Wyoming Credit Facility"), with each of the lenders listed on the respective signature pages thereof and Bank of America, N.A., as administrative agent, swing line lender and letter of credit issuer. Pursuant to the First Amendment, the definition of "Change of Control" under the Credit Facility was revised to reflect that the updated indirect ownership of Sisecam Resources LP and Sisecam GP as contemplated by the CoC Transaction would not cause a Change of Control under the Sisecam

Wyoming Credit Facility so long as the CoC Transaction occurred prior to March 31, 2022. The CoC Transaction did not cause a change in control event under the Credit Facility.

At September 30, 2022, Sisecam Wyoming was in compliance with all financial covenants of the Sisecam Wyoming Credit Facility.

Prior Sisecam Wyoming Credit Facility

On August 1, 2017, Sisecam Wyoming entered into a credit agreement (as amended, the "Prior Sisecam Wyoming Credit Facility" and together with the Sisecam Wyoming Equipment Financing Arrangement, the "Prior Sisecam Wyoming Debt Agreements") with each of the lenders listed on the respective signature pages thereof and PNC Bank, National Association ("PNC Bank"), as administrative agent, swing line lender and a Letter of Credit ("L/C") issuer. The Prior Sisecam Wyoming Credit Facility was a $225.0 million senior revolving credit facility with a syndicate of lenders, which matured on the fifth anniversary of the closing date of such credit facility. The Prior Sisecam Wyoming Credit Facility provided for revolving loans to fund working capital requirements, and capital expenditures, to consummate permitted acquisitions and for all other lawful partnership purposes.

On July 27, 2020, the Prior Sisecam Wyoming Credit Facility was further amended (the "July 2020 Sisecam Wyoming Amendment") to increase Sisecam Wyoming's financial and liquidity flexibility due to COVID-19. The July 2020 Sisecam Wyoming Amendment, among other things, (i) increased, for a limited period, certain restrictive debt covenants that require Sisecam Wyoming and its subsidiaries to maintain certain leverage ratios and interest coverage ratios at the end of each period, (ii) provided a tiered interest rate structure based on applicable covenant ratios and established a 0.5% interest floor, (iii) effectuated changes to collateral restricted disbursements and covenanted to give security if covenant ratios are equal to or above certain levels. The July 2020 Sisecam Wyoming Amendment also provided for covenants to restrict certain payments and to give security in certain personal property of Ciner Wyoming following a fiscal quarter in which the leverage ratio is equal to or higher than 3.50:1.0, so long as the applicable leverage ratio limit is otherwise adhered to. Any such security would be released upon achievement of a leverage ratio less than 2.00:1.0 at the end of any quarter. The July 2020 Sisecam Wyoming Amendment also required quarterly maintenance of a certain leverage ratio and an interest coverage ratio of not less than 3.00:1.0. On October 28, 2021, Sisecam Wyoming terminated the Prior Sisecam Wyoming Credit Facility and entered into the Sisecam Wyoming Credit Facility as described above.

Ciner Resources Credit Facility

On August 1, 2017, the Partnership entered into a Credit Agreement (as amended, the "Ciner Resources Credit Facility") with each of the lenders listed on the respective signature pages thereof and PNC Bank, as administrative agent, swing line lender and an L/C issuer. The Ciner Resources Credit Facility was a $10.0 million senior secured revolving credit facility with a syndicate of lenders, that would have matured on the fifth anniversary of the closing date of such credit facility. The Ciner Resources Credit Facility provided for revolving loans to be available to fund distributions on the Partnership's units and working capital requirements and capital expenditures, to consummate permitted acquisitions and for all other lawful partnership purposes. The Ciner Resources Credit Facility included a sublimit up to $5.0 million for same-day swing line advances and a sublimit up to $5.0 million for letters of credit. The Partnership's obligations under the Ciner Resources Credit Facility were guaranteed by each of the Partnership's material domestic subsidiaries other than Sisecam Wyoming. In addition, the Partnership's obligations under the Ciner Resources Credit Facility were secured by a pledge of substantially all of the Partnership's assets (subject to certain exceptions), including the membership interests held in Sisecam Wyoming by the Partnership.

On March 8, 2021, the Partnership terminated the Ciner Resources Credit Facility and the Partnership repaid in full its obligations thereunder.

WE Soda and Ciner Enterprises Facilities Agreement

On August 1, 2018, Ciner Enterprises, the entity that, prior to the CoC Transaction, indirectly owned and controlled the Partnership, refinanced its existing credit agreement and entered into a new facilities agreement, to which WE Soda and Ciner Enterprises (as borrowers), and KEW Soda, WE Soda, WE Soda Kimya Yatırımları Anonim Şirketi, Ciner Kimya Yatırımları Sanayi ve Ticaret Anonim Şirketi, Ciner Enterprises, SCW LLC, and Sisecam Chemicals (as original guarantors and together with the borrowers, the "Ciner Obligors"), were parties (as amended and restated or otherwise modified, the "Facilities Agreement"), and certain related finance documents.

On February 20, 2022, the Facilities Agreement was refinanced and Ciner Enterprises, SCW LLC, and Sisecam Chemicals were released from being Obligors of the Facilities Agreement and are not a party to the WE Soda refinanced agreement.

5. OTHER NON-CURRENT LIABILITIES

Other non-current liabilities consisted of the following:

(In millions)	As of September 30, 2022		As of December 31, 2021	
Reclamation reserve	$	8.3	$	8.0
Accrued other taxes		6.4		—
Other		0.2		1.8
Total	$	14.9	$	9.8

A reconciliation of the Partnership's reclamation reserve liability is as follows:

(In millions)	For the period ended September 30, 2022		For the period ended December 31, 2021	
Beginning reclamation reserve balance	$	8.0	$	7.3
Accretion expense		0.3		0.4
Reclamation adjustments (1)		—		0.3
Ending reclamation reserve balance	$	8.3	$	8.0

(1) The reclamation costs are periodically evaluated for adjustments by the Wyoming Department of Environmental Quality. See Note 9 "Commitments and Contingencies, "*Mine Permit Bonding Commitment*" for additional information on our reclamation reserve, including changes to the underlying reclamation obligation that resulted in the asset retirement obligation reclamation adjustment.

6. EMPLOYEE COMPENSATION

The Partnership participates in various benefit plans offered and administered by Sisecam Chemicals and is allocated its portions of the annual costs related thereto. The specific plans are as follows:

Retirement Plans - Benefits provided under the retirement plans for salaried employees and hourly employees (the "Retirement Plans") are based upon years of service and average compensation for the highest 60 consecutive months of the employee's last 120 months of service, as defined. The Retirement Plans cover substantially all full-time employees hired before May 1, 2001. Sisecam Chemicals' Retirement Plans had a net liability balance of $30.0 million and $32.8 million as of September 30, 2022 and December 31, 2021, respectively. Sisecam Chemicals' current funding policy is to contribute an amount within the range of the minimum required and the maximum tax-deductible contribution. The Partnership's allocated portions of the Retirement Plans' net periodic pension benefit were $1.0 million and $0.6 million for the three months ended September 30, 2022 and 2021, respectively, and were $2.8 million and $2.0 million for the nine months ended September 30, 2022 and 2021, respectively.

Savings Plan - The 401(k) retirement plan (the "401(k) Plan") covers all eligible hourly and salaried employees. Eligibility is limited to all domestic residents and any foreign expatriates who are in the United States indefinitely. The 401(k) Plan permits employees to contribute specified percentages of their compensation, while the Partnership makes contributions based upon specified percentages of employee contributions. Participants hired on or subsequent to May 1, 2001, will receive an additional contribution from the Partnership based on a percentage of the participant's base pay. Contributions made to the 401(k) Plan were $0.6 million and $0.5 million for the three months ended September 30, 2022 and 2021, respectively, and were $3.0 million and $2.8 million for the nine months ended September 30, 2022 and 2021, respectively.

Postretirement Benefits - Most of the Partnership's employees hired before January 2, 2017 are eligible for postretirement benefits other than pensions if they reach age 58 while still employed with at least 10 years of service.

The postretirement benefits are accounted for by Sisecam Chemicals on an accrual basis over an employee's period of service. The postretirement plan, excluding pensions, are not funded, and Sisecam Chemicals has the right to modify or terminate the plan. The Sisecam Chemicals post-retirement plan had a net unfunded liability of $10.1 million and $10.7 million as of September 30, 2022 and December 31, 2021, respectively.

The Partnership's allocated portions of postretirement costs were $0.2 million and $0.2 million for the three months ended September 30, 2022 and 2021, respectively, and were $0.6 million and $0.7 for the nine months ended September 30, 2022 and 2021, respectively.

7. EQUITY - BASED COMPENSATION

In July 2013, our general partner established the Sisecam Resource Partners LLC 2013 Long-Term Incentive Plan (as amended to date, the "Plan" or "LTIP"). Historically, the Plan was intended to provide incentives that will attract and retain valued employees, officers, consultants and non-employee directors by offering them a greater stake in our success and a closer identity with us, and to encourage ownership of our common units by such individuals. The Plan provides for awards in the form of common units, phantom units, distribution equivalent rights ("DERs"), cash awards and other unit-based awards.

All employees, officers, consultants and non-employee directors of us and our parents and subsidiaries are eligible to be selected to participate in the Plan; provided, that as previously disclosed in 2020, the MLP Board approved an updated compensation policy for the general partner's executive officers and other employees whereby the Partnership provides additional cash consideration as compensation to such executive officers and other employees of the general partner or its affiliates that provide services to the Partnership in lieu of participation in the Plan. As of September 30, 2022, a total of 0.6 million common units were available for awards under the Plan. Any common units tendered by a participant in payment of the tax liability with respect to an award, including common units withheld from any such award, will not be available for future awards under the Plan. Common units awarded under the Plan may be reserved or made available from our authorized and unissued common units or from common units reacquired (through open market transactions or otherwise). Any common units issued under the Plan through the assumption or substitution of outstanding grants from an acquired company will not reduce the number of common units available for awards under the Plan. If any common units subject to an award under the Plan are forfeited, any common units counted against the number of common units available for issuance pursuant to the Plan with respect to such award will again be available for awards under the Plan. The Partnership has made a policy election to recognize forfeitures as they occur in lieu of estimating future forfeiture activity under the Plan.

Non-employee Director Awards

During the nine months ended September 30, 2022, a total of 11,583 common units were granted and fully vested to non-employee directors. The grant date average fair value per unit of these awards was $19.43 for the nine months ended September 30, 2022. The total fair value of these awards was approximately $0.2 million during the nine months ended September 30, 2022. During the nine months ended September 30, 2021, a total of 17,511 common units were granted and fully vested to non-employee directors. The grant date average fair value per unit of these awards was $13.20 for the nine months ended September 30, 2021. The total fair value of these awards was approximately $0.2 million during the nine months ended September 30, 2021.

Time Restricted Unit Awards

We may grant restricted unit awards in the form of common units to certain employees that vest over a specified period of time, usually between one to three years, with vesting based on continued employment as of each applicable vesting date. Award recipients are entitled to distributions subject to the same restrictions as the underlying common unit. The awards are classified as equity awards and are accounted for at fair value at grant date.

As of September 30, 2022, there are no unvested time restricted unit awards and no unrecognized related compensation expense.

The following table presents a summary of activity on the Time Restricted Unit Awards for the nine months ended September 30, 2022 and 2021:

	Nine Months Ended September 30, 2022		Nine Months Ended September 30, 2021	
(Units in whole numbers)	**Number of Common Units**	**Grant-Date Average Fair Value per Unit (1)**	**Number of Common Units**	**Grant-Date Average Fair Value per Unit (1)**
Unvested at the beginning of period	—	—	21,937	$ 17.57
Vested	—	—	(12,247)	$ 18.46
Forfeited	—	—	(1,332)	$ 16.45
Unvested at the end of the period	—	—	8,358	$ 16.45

(1) Determined by dividing the aggregate grant date fair value of awards by the number of common units.

Total Return Performance Unit Awards

Historically, we have granted Total Returns ("TR") Performance Unit Awards to certain employees. The TR Performance Unit Awards represent the right to receive a number of common units at a future date based on the achievement of market-based performance requirements in accordance with the TR Unit Performance Award agreement, and also include DERs. DERs are the right to receive an amount equal to the accumulated cash distributions made during the period with respect to each common unit issued upon vesting. The TR Performance Unit Awards vest at the end of the performance period, usually between two to three years from the date of the grant. Performance is measured on the achievement of a specified level of total return, or TR, relative to the TR of a peer group comprised of other limited partnerships. The potential payout ranges from 0-200% of the grant target quantity and is adjusted based on our total return performance relative to the peer group. For purposes of the table below the number of units are included at target quantity.

We utilized a Monte Carlo simulation model to estimate the grant date fair value of TR Performance Unit Awards granted to employees, adjusted for market conditions. This type of award requires the input of highly subjective assumptions, including expected volatility and expected distribution yield. Historical and implied volatilities were used in estimating the fair value of these awards.

The following table presents a summary of activity on the TR Performance Unit Awards for the nine months ended September 30, 2022 and 2021:

	Nine Months Ended September 30, 2022		Nine Months Ended September 30, 2021	
(Units in whole numbers)	**Number of Units**	**Grant-Date Average Fair Value per Unit** [1]	**Number of Units**	**Grant-Date Average Fair Value per Unit** [1]
Unvested at the beginning of period	—	—	7,678	$ 41.53
Vested	—	—	(7,678)	$ 41.53
Unvested at the end of the period	—	—	—	—

[1] Determined by dividing the aggregate grant date fair value of awards by the number of common units.

2019 Performance Unit Awards

On September 23, 2019, the board of directors of our general partner approved a new form of performance unit award to be granted based upon the achievement of certain financial, operating and safety-related performance metrics ("2019 Performance Unit Awards") pursuant to our LTIP, and the vesting of the 2019 Performance Unit Awards is linked to a weighted average consisting of internal performance metrics defined in the 2019 Performance Unit Award agreement (the "Performance Metrics") during a three-year performance period (the "Measurement Period"). The vesting of the 2019 Performance Unit Awards, and number of common units of the Partnership distributable pursuant to such vesting, was dependent on our performance relative to a pre-established budget over the Measurement Period; provided, that the awardee remains continuously employed with our general partner or its affiliates or satisfies other service-related criteria through the end of the Measurement Period, except in certain cases of Changes in Control (as defined in our LTIP) or the awardee's death or disability.

Vested 2019 Performance Unit Awards were settled in our common units, with the number of such common units payable under the award calculated by multiplying the target number provided in the corresponding 2019 Performance Unit Award agreement by a payout multiplier, which may range from 0%-200% in each case, as determined by aggregating the corresponding weighted average assigned to the Performance Metrics. The 2019 Performance Unit Awards also contained DERs and granted the recipient the right to receive an amount equal to the accumulated cash distributions made during the period with respect to each common unit issued. Upon vesting of the 2019 Performance Unit Awards, the award recipient was entitled to receive a cash payment equal to the sum of the distribution equivalents accumulated with respect to vested 2019 Performance Unit Awards during the period beginning on January 1, 2019 and ending on the applicable vesting date. The 2019 Performance Unit Awards granted to award recipients during 2019 had a performance cycle that began on January 1, 2019 and ended on December 31, 2021.

As of September 30, 2022, there are no unvested 2019 Performance Unit Awards and no unrecognized awards related compensation expense.

The following table presents a summary of activity on the 2019 Performance Unit Awards for the nine months ended September 30, 2022 and 2021:

(Units in whole numbers)	Nine Months Ended September 30, 2022		Nine Months Ended September 30, 2021	
	Number of Common Units	Grant-Date Average Fair Value per Unit(1)	Number of Common Units	Grant-Date Average Fair Value per Unit(1)
Unvested at the beginning of period	25,062	$ 16.45	29,057	$ 16.45
Vested [2]	(21,171)	$ 16.45	—	—
Performance adjustments [2]	(3,891)	$ 16.45	—	—
Forfeited	—	—	(3,995)	$ 16.45
Unvested at the end of the period	—	—	25,062	$ 16.45

[1] Determined by dividing the weighted average price per common unit on the date of grant.
[2] The actual number of shares awarded based on achievement of the Performance Metrics was approximately 84% of the grant target quantity, as approved by the Partnership's Board of Directors in the nine months ended September 30, 2022, and was adjusted accordingly.

8. ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)

Accumulated Other Comprehensive Income (Loss)

Accumulated other comprehensive income attributable to Sisecam Resources LP includes unrealized gains and losses on derivative financial instruments. Amounts recorded in accumulated other comprehensive income as of September 30, 2022 and December 31, 2021, and changes within the period, consisted of the following:

(In millions)	Income and (Losses) on Cash Flow Hedges	
Balance at December 31, 2021	$	3.0
Other comprehensive income before reclassification		4.7
Amounts reclassified from accumulated other comprehensive loss		(5.9)
Net current period other comprehensive income (loss)		(1.2)
Balance at September 30, 2022	$	1.8

Other Comprehensive Income (Loss)

Other comprehensive income (loss), including the portion attributable to noncontrolling interest, is derived from adjustments to reflect the unrealized income (loss) on derivative financial instruments and the impact of discontinuation of any hedge accounting. The components of other comprehensive income (loss) consisted of the following:

	Three Months Ended September 30,				Nine Months Ended September 30,			
(In millions)	2022		2021		2022		2021	
Unrealized income/(loss) on derivatives:								
Mark to market and other adjustment on interest rate swap contracts	$	0.4	$	0.1	$	1.5	$	0.5
Mark to market adjustment on natural gas forward contracts		0.2		8.5		(3.9)		14.7
Income (Loss) on derivative financial instruments	$	0.6	$	8.6	$	(2.4)	$	15.2

Reclassifications for the Period

The components of other comprehensive (loss) income attributable to Sisecam Resources LP that have been reclassified consisted of the following:

	Three Months Ended September 30,				Nine Months Ended September 30,				Affected Line Items on the Unaudited Condensed Consolidated Statements of Operations and Comprehensive (Loss) income
(In millions)	2022		2021		2022		2021		
Details about other comprehensive (loss) income components:									
Income and losses on cash flow hedges:									
Interest rate swap contracts	$	(0.1)	$	—	$	0.1	$	0.2	Interest expense
Natural gas forward contracts		(1.2)		(1.4)		(5.9)		(1.9)	Cost of products sold
Total reclassifications for the period	$	(1.3)	$	(1.4)	$	(5.9)	$	(1.7)	

9. COMMITMENTS AND CONTINGENCIES

From time to time we are party to various claims and legal proceedings related to our business. Although the outcome of these proceedings cannot be predicted with certainty, management does not currently expect any of the legal proceedings we are involved in to have a material effect on our business, financial condition and results of operations. We cannot predict the nature of any future claims or proceedings, nor the ultimate size or outcome of such proceedings and whether any damages resulting from them will be covered by insurance.

Sisecam Chemicals enters into contracts with one railroad company for the majority of the domestic rail freight services that the Partnership receives and the related freight and logistics costs are allocated to the Partnership. For the nine months ended September 30, 2022 and 2021, the Partnership shipped over 90% of our soda ash to our customers initially via a single rail line owned and controlled by the railroad company. If Sisecam Chemicals does not ship at least a significant portion of our soda ash production on the railroad company's rail line during a twelve-month period, it must pay the railroad company a shortfall payment under the terms of our transportation agreement. The Partnership assists the majority of its domestic customers in arranging their freight services. During 2021 and the nine months ended September 30, 2022, Sisecam Chemicals had no shortfall payments and does not expect to make any such payments in the future. Sisecam Chemicals renewed its agreement with the railroad company in October 2021, which expires on December 31, 2025.

In the nine months ended September 30, 2022, the Partnership extended its gas transportation contract through 2031 with annual minimum requirements ranging from $1.5 million to $2.8 million over the life of the contract.

During the nine months ended September 30, 2022, we entered into certain logistic services commitments with various third parties that expire during 2024 and have annual minimum contractual obligations by Sisecam Wyoming of approximately $20.4 million and $6.8 million in 2023 and 2024, respectively.

Mine Permit Bonding Commitment

Our operations are subject to oversight by the Land Quality Division of Wyoming Department of Environmental Quality ("WDEQ"). Our principal mine permit issued by the Land Quality Division, requires the Partnership to provide financial assurances for our reclamation obligations for the estimated future cost to reclaim the area of our processing facility, surface pond complex and on-site sanitary landfill. The Partnership provides such assurances through a third-party surety bond (the "Surety Bond"). According to the annual recalculation and submittal, the Surety Bond amount was $41.8 million at September 30, 2022 and December 31, 2021. The amount of such assurances that we are required to provide is subject to change upon annual recalculation according to Department of Environmental Quality's Guideline 12, annual site inspection and subsequent evaluation/approval by the WDEQ's Land Quality Division.

10. AGREEMENTS AND TRANSACTIONS WITH AFFILIATES

Agreements and transactions with affiliates have a significant impact on the Partnership's financial statements because the Partnership is a subsidiary and investee within two different global group structures. Agreements directly between the Partnership and other affiliates, or indirectly between affiliates that the Partnership does not control, can have a significant impact on recorded amounts or disclosures in the Partnership's financial statements, including any commitments and contingencies between the Partnership and affiliates, or potentially, third parties.

Sisecam Chemicals was the exclusive sales agent for the Partnership and has responsibility for promoting and increasing the use and sale of soda ash and other refined or processed sodium products produced. As previously disclosed, Sisecam Chemicals, an affiliate of the Partnership, terminated its membership in ANSAC effective December 31, 2020. As of January 1, 2021, Sisecam Chemicals began managing the Partnership's export sales and marketing efforts. In 2021, Sisecam Chemicals leveraged the distributor network established by the Ciner Group and continues to evaluate the distribution network and independent third-party distribution partners to optimize our reach into each market. For the three months ended September 30, 2022 and 2021, total logistic services from affiliates were approximately $4.7 million and $0.8 million, respectively, and for the nine months ended September 30, 2022 and 2021, were approximately $10.9 million and $3.0 million, respectively, which are included in cost of products sold, including freight costs.

Selling, general and administrative expenses also include amounts charged to the Partnership by its affiliates principally consisting of salaries, benefits, office supplies, professional fees, travel, rent and other costs of certain assets used by the Partnership. On October 23, 2015, the Partnership entered into a Services Agreement (the "Services Agreement") with our general partner and Sisecam Chemicals. Pursuant to the Services Agreement, Sisecam Chemicals has agreed to provide the Partnership with certain corporate, selling, marketing, and general and administrative services, in return for which the Partnership has agreed to pay Sisecam Chemicals an annual management fee and reimburse Sisecam Chemicals for certain third-party costs incurred in connection with providing such services. In addition, under the limited liability company agreement governing Sisecam Wyoming, Sisecam Wyoming reimburses us for employees who operate our assets and for support provided to Sisecam Wyoming. These transactions do not necessarily represent arm's length transactions and may not represent all costs if Sisecam Wyoming operated on a standalone basis.

The total selling, general and administrative costs charged to the Partnership by affiliates were as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In millions)	2022	2021	2022	2021
Sisecam Chemicals	$ 5.2	$ 5.2	$ 14.7	$ 13.0
Total selling, general and administrative expenses - affiliates	$ 5.2	$ 5.2	$ 14.7	$ 13.0

The Partnership had accounts receivable from affiliates and due to affiliates as follows:

	As of			
	September 30, 2022	December 31, 2021	September 30, 2022	December 31, 2021
(In millions)	Accounts receivable from affiliates		Due to affiliates	
Sisecam Chemicals	$ 52.9	$ 49.3	$ 3.4	$ 2.2
Other	—	—	0.5	0.1
Total	$ 52.9	$ 49.3	$ 3.9	$ 2.3

The amounts due from Sisecam Chemicals are primarily related to the funding, that the Partnership provides for pension and postretirement plans as contributions on behalf of Sisecam Chemicals, in excess of the amounts that have been allocated to the Partnership related to its participation in the plans.

11. REVENUE

We have two major international customers which individually account for over 10% of total net sales for the three and nine months ended September 30, 2022. We had one major international customer for the three and nine months ended September 30, 2021. Revenues from these major customers were approximately $49.6 million and $153.8 million for the three and nine months ended September 30, 2022, respectively, and $27.7 million and $82.3 million for the three and nine months ended September 30, 2021, respectively. The net sales by geographic area are as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In millions)	**2022**	**2021**	**2022**	**2021**
Domestic	$ 80.4	$ 71.1	$ 228.9	$ 207.9
International	110.1	64.5	314.1	176.2
Total net sales	$ 190.5	$ 135.6	$ 543.0	$ 384.1

12. FAIR VALUE MEASUREMENTS

Financial instruments consist primarily of cash and cash equivalents, accounts receivable, accounts payable, accrued expenses, derivative financial instruments and long-term debt. The carrying amounts of cash and cash equivalents, accounts receivable, accounts payable and accrued expenses approximate their fair values because of the nature of such instruments. Our long-term debt and derivative financial instruments are measured at their fair value based on quoted market values for similar but not identical financial instruments.

Financial Assets and Liabilities Measured at Fair Value on a Recurring Basis

Derivative Financial Instruments

We have interest rate swap contracts designated as cash flow hedges to mitigate our exposure to possible increases in interest rates. The swap contracts had an aggregate notional value of $25.0 million at September 30, 2022 and $37.5 million at December 31, 2021. The swaps have various maturities through 2024.

We enter into natural gas forward contracts, designated as cash flow hedges, to mitigate volatility in the price of natural gas related to a portion of the natural gas we consume. These contracts generally have various maturities through 2024. These contracts had an aggregate notional value of $53.8 million and $24.1 million at September 30, 2022 and December 31, 2021, respectively.

The following table presents the fair value of derivative assets and derivative liabilities and the respective locations as of September 30, 2022 and December 31, 2021:

(In millions)	Balance Sheet Location	Assets: September 30, 2022 Fair Value	Assets: December 31, 2021 Fair Value	Balance Sheet Location	Liabilities: September 30, 2022 Fair Value	Liabilities: December 31, 2021 Fair Value
Derivatives designated as hedges:						
Interest rate swap contracts - current	Other current assets	$ 0.2	$ —	Accrued Expenses	$ —	$ 0.2
Natural gas forward contracts - current	Other current assets	8.3	5.9	Accrued Expenses	8.5	0.6
Interest rate swap contracts - non-current	Other non-current assets	0.8	0.1	Other non-current liabilities	—	0.2
Natural gas forward contracts - non-current	Other non-current assets	2.7	2.5	Other non-current liabilities	0.1	1.4
Total fair value of derivatives designated as hedging instruments		$ 12.0	$ 8.5		$ 8.6	$ 2.4

Financial Assets and Liabilities Not Measured at Fair Value

The carrying value of our long-term debt materially reflects the fair value of our long-term debt as its key terms are similar to indebtedness with similar amounts, durations and credit risks. See Note 4 “Debt” for additional information on our debt arrangements.

13. SUBSEQUENT EVENTS

Q3 2022 Distribution

Effective as of October 26, 2022, the members of the Board of Managers of Sisecam Wyoming, approved a cash distribution to the members of Sisecam Wyoming in the aggregate amount of $22.0 million. This distribution is payable on November 16, 2022.

On October 28, 2022, the Partnership declared a cash distribution approved by the board of directors of our general partner. The cash distribution for the quarter ended September 30, 2022 of $0.50 per unit will be paid on November 17, 2022 to unitholders of record on November 8, 2022.

Item 2. ***Management's Discussion and Analysis of Financial Condition and Results of Operations***

You should read the following management's discussion and analysis of financial condition and results of operations in conjunction with the historical unaudited condensed consolidated financial statements, and notes thereto, included elsewhere in this Report.

Cautionary Statements Regarding Forward-Looking Statements

This Report contains, and our other public filings and oral and written statements by us and our management may include statements that constitute "forward-looking statements" within the meaning of the United States securities laws. Forward-looking statements include the information concerning our possible or assumed future results of operations, reserve estimates, business strategies, financing plans, competitive position, potential growth opportunities, potential operating performance, the effects of competition and the effects of future legislation or regulations. Forward-looking statements include all statements that are not historical facts and may be identified by the use of forward-looking terminology such as the words "believe," "expect," "plan," "intend," "anticipate," "estimate," "predict," "forecast," "project," "potential," "continue," "may," "will," "could," "should" or the negative of these terms or similar expressions. Examples of forward-looking statements include, but are not limited to, statements concerning cash available for distribution and future distributions, if any, and such distributions are subject to the approval of the board of directors of our general partner and will be based upon circumstances then existing. We have based our forward-looking statements on management's beliefs and assumptions and on information currently available to us.

Forward-looking statements involve risks, uncertainties and assumptions. You are cautioned not to place undue reliance on any forward-looking statements. Actual results may vary materially. You should also understand that it is not possible to predict or identify all such factors and should not consider the following list to be a complete statement of all potential risks and uncertainties. Factors that could cause our actual results to differ materially from the results contemplated by such forward-looking statements and, therefore, affect our ability to distribute cash to unitholders, include:

- the market prices for soda ash in the markets in which we sell;
- the volume of natural and synthetic soda ash produced worldwide;
- domestic and international demand for soda ash in the flat glass, container glass, detergent, chemical and paper industries in which our customers operate or serve;
- the freight costs we pay to transport our soda ash to customers or various delivery points and recent disruptions in the global supply chain and overall port congestion;
- the cost of electricity and natural gas used to power our operations;
- the amount of royalty payments we are required to pay to our lessors and licensor and the duration of our leases and license;
- political disruptions in the markets we or our customers serve, including any changes in trade barriers;
- our relationships with our customers and our sales agent's ability to renew contracts on favorable terms to us;
- the creditworthiness of our customers;
- a cybersecurity event;
- the impact of war on the global economy, energy supplies and raw materials;
- the impact of growing inflation or higher interest rates on international and domestic economic conditions;
- the short and long term impact of the COVID-19 pandemic, including the impact of mandated quarantines in the U.S. and abroad and other COVID-19 related government orders pertaining to or otherwise affecting our employees, suppliers, customers, supply chains and operations and the ultimate effectiveness of vaccines and related programs on new variants of the virus;
- the impact of the CoC Transaction and the ANSAC exit and our transition to the utilization of our global distribution network;
- regulatory action affecting the supply of, or demand for, soda ash, our ability to mine trona ore, our transportation logistics, our operating costs or our operating flexibility;
- new or modified statutes, regulations, governmental policies and taxes or their interpretations; and
- prevailing U.S. and international economic conditions and foreign exchange rates.

- the outcome of the non-binding proposal made by Sisecam Chemicals to acquire all of our issued and outstanding common units not already owned by Sisecam Chemicals or its affiliates.

In addition, the actual amount of cash we will have available for distribution will depend on other factors, some of which are beyond our control, including, among other things:

- the level and timing of capital expenditures we make;
- the level of our operating, maintenance and general and administrative expenses, including reimbursements to our general partner for services provided to us;
- the cost of acquisitions, if any;
- our debt service requirements and other liabilities;
- fluctuations in our working capital needs;
- our ability to borrow funds and access capital markets;
- restrictions on distributions contained in debt agreements to which Sisecam Wyoming is a party;
- the amount of cash reserves established by our general partner; and
- other business risks affecting our cash levels.

These factors should not be construed as exhaustive and we urge you to carefully consider the risks described in this Report, our most recent Annual Report on Form 10-K for the year ended December 31, 2021 filed with the SEC on March 15, 2022 (the "2021 Annual Report") and subsequent reports filed with the United States Securities and Exchange Commission (the "SEC"). You may obtain these reports from the SEC's website at www.sec.gov. All forward-looking statements included in this Report are expressly qualified in their entirety by these cautionary statements. Unless required by law, we undertake no obligation to publicly update or review any forward-looking statement, whether as a result of new information, future developments or otherwise.

References

References in this Quarterly Report on Form 10-Q ("Report") to the "Partnership," "SIRE," "we," "our," "us," or like terms refer to Sisecam Resources LP and its subsidiary, Sisecam Wyoming LLC, which is the consolidated subsidiary of the Partnership and referred to herein as "Sisecam Wyoming." Sisecam Chemicals Resources LLC ("Sisecam Chemicals") is 60% owned by Sisecam Chemicals USA Inc. ("Sisecam USA") and 40% owned by Ciner Enterprises Inc. ("Ciner Enterprises"). References to "our general partner" or "Sisecam GP" refer to Sisecam Resource Partners LLC, the general partner of Sisecam Resources LP and a direct wholly-owned subsidiary of Sisecam Chemicals Wyoming LLC ("SCW LLC"), which is a direct wholly-owned subsidiary of Sisecam Chemicals. Sisecam USA is a direct wholly-owned subsidiary of Türkiye Şişe ve Cam Fabrikalari A.Ş, a Turkish corporation ("Şişecam Parent"), which is an approximately 51%-owned subsidiary of Turkiye Is Bankasi Turkiye Is Bankasi ("Isbank"). Şişecam Parent is a global company operating in soda ash, chromium chemicals, flat glass, auto glass, glassware glass packaging and glass fiber sectors. Şişecam Parent was founded in 1935, is based in Turkey and is one of the largest industrial publicly-listed companies on the Istanbul exchange. With production facilities in four continents and in 14 countries, Sisecam Parent is one of the largest glass and chemicals producers in the world. Ciner Enterprises Inc. is a direct wholly-owned subsidiary of WE Soda Ltd., a U.K. Corporation ("WE Soda"). WE Soda is a direct wholly-owned subsidiary of KEW Soda Ltd., a U.K. corporation ("KEW Soda"), which is a direct wholly-owned subsidiary of Akkan Enerji ve Madencilik Anonim Şirketi ("Akkan"). Akkan is directly and wholly owned by Turgay Ciner, the Chairman of the Ciner Group ("Ciner Group"), a Turkish conglomerate of companies engaged in energy and mining (including soda ash mining), media and shipping markets. All of our soda ash processed is sold to various domestic and international customers.

Overview

We are a Delaware limited partnership formed by SCW LLC to own a 51.0% membership interest in, and to operate the trona ore mining and soda ash production business of Sisecam Wyoming. Sisecam Wyoming is currently one of the world's largest producers of soda ash, serving a global market from its facility in the Green River Basin of Wyoming. Our facility has been in operation for more than 50 years.

NRP Trona LLC, a wholly-owned subsidiary of Natural Resource Partners L.P. ("NRP") currently owns an indirect 49.0% membership interest in Sisecam Wyoming.

Recent Developments

Take Private Proposal

On July 6, 2022, the board of directors of our general partner received a non-binding offer letter from Sisecam Chemicals to acquire all of our issued and outstanding common units not already owned by Sisecam Chemicals or its affiliates in exchange for $17.90 in cash per issued and outstanding publicly held common unit of the Partnership, which represents the thirty day volume weighted average price per common unit, as of July 5, 2022 (the "Proposal"). The board of directors of our general partner has delegated authority to review, evaluate and negotiate the Proposal to its conflicts committee. The conflicts committee continues to evaluate the Proposal. The proposed transaction is subject to a number of contingencies, including the approval of the conflicts committee of the board of directors of our general partner, and the satisfaction of any conditions to the consummation of a transaction set forth in any definitive agreement concerning the transaction. There can be no assurance that such definitive documentation will be executed or that any transaction will materialize on the terms described above or at all.

Quarterly Distribution

Our general partner has considerable discretion in determining the amount of available cash, the amount of distributions and the decision to make any distribution. Although our partnership agreement requires that we distribute all of our available cash quarterly, there is no guarantee that we will make quarterly cash distributions to our unitholders, and we have no legal obligation to do so.

In connection with the CoC Transaction, the new controlling ownership of our general partner continues to refine the financial, liquidity, capital expenditures and distribution strategy for the Partnership. The new controlling ownership is committed to maintaining a disciplined financial policy with a conservative capital structure that considers amongst other things current and anticipated investments and economic uncertainties. On October 28, 2022, the Partnership declared a cash distribution approved by the board of directors of its general partner. The cash distribution for the third quarter of 2022 of $0.50 per unit will be paid on November 17, 2022 to unitholders of record on November 8, 2022. See Part I, Item 1, Financial Statements - Note 13, “Subsequent Events”, for more information

We intend to pay a sustainable quarterly distribution to unitholders of record over time, to the extent we have sufficient cash from our operations after establishment of cash reserves and payment of fees and expenses, including payments to our general partner and its affiliates. There is no guarantee that we will make quarterly cash distributions to our unitholders, however, and other than as set forth in our partnership agreement, we do not have a legal obligation to do so.

Factors Affecting Our Results of Operations

Soda Ash Supply and Demand

Our net sales, earnings and cash flow from operations are primarily affected by the global supply of, and demand for, soda ash, which, in turn, directly impacts the prices that we and other producers charge for our products.

Historically, long-term demand for soda ash in the United States has been driven in large part by general economic growth and activity levels in the end-markets that the glass-making industry serves, such as the automotive and construction industries. Long-term soda ash demand in international markets has grown in conjunction with Gross Domestic Product. We expect that over the long-term, future global economic growth will positively influence global demand, which will likely result in increased exports, primarily from the United States, Turkey and to a limited extent, from China, the largest suppliers of soda ash to international markets. Supply chain disruptions we experienced, which impacted the business in the recent past, have eased. Recent higher interest rates and inflationary pressures may have an impact on certain near term customers’ soda ash demand

Sales Mix

We will adjust our sales mix based upon what is the best margin opportunity for the business between domestic and international. Our operations have been and continue to be sensitive to fluctuations in freight and shipping costs and changes in international prices, which have historically been more volatile than domestic prices. Our operating income will be impacted by the mix of domestic and international sales as a result of changes in logistics costs and our average selling prices.

International Export Capabilities

As previously disclosed, Sisecam Chemicals, an affiliate of the Partnership, terminated its membership in ANSAC effective December 31, 2020. As of January 1, 2021, Sisecam Chemicals began managing the Partnership’s export sales and marketing efforts. In connection with the settlement agreement with ANSAC, Sisecam Chemicals continued to sell, at substantially lower volumes, product to ANSAC for export sales purposes in 2021 and the nine months ended September 30, 2022, with a fixed rate per ton selling, general and administrative expense. In connection with the settlement agreement with ANSAC, there remains minor sales commitments to ANSAC in 2022 where Sisecam Chemicals will continue to sell, at substantially lower volumes than 2021, product to ANSAC for export sales purposes, with a fixed rate per ton selling, general and administrative expense. The ANSAC exit allowed Sisecam Chemicals to improve access to customers and gain control over placement of its sales in the international marketplace beginning in 2021. This enhanced view of the global market allows Sisecam Chemicals to better understand supply/demand fundamentals thus allowing better decision making for its business. Sisecam Chemicals continues to optimize its distribution network leveraging strengths of existing distribution partners while expanding as our business requires in certain target areas.

Although ANSAC has historically been our largest customer, the impact of Sisecam Chemicals' exit from ANSAC on our net sales, net income and liquidity was limited. With a low-cost position and improved access to international customers and control over placement of its sales in the international marketplace and logistics, we have adequately replaced these net sales made under the former agreement with ANSAC.

Energy Costs

One of the primary impacts to our profitability is our energy costs. Because we depend upon natural gas and electricity to power our trona ore mining and soda ash processing operations, our net sales, earnings and cash flow from operations are sensitive to changes in the prices we pay for these energy sources. Due to the historic volatility of natural gas prices, we expect to continue to hedge a portion of our forecasted natural gas purchases to mitigate volatility. The Partnership has a natural gas-fired turbine co-generation facility that is capable of providing roughly one-third of our electricity and steam demands at our mine in the Green River Basin and that mitigates the Partnership's exposure to volatile energy costs. In a normal production environment, the facility is expected to provide us over 180.0 million kWh of electricity annually.

How We Evaluate Our Business

Productivity of Operations

Our soda ash production volume is primarily dependent on the following three factors: (1) operating rate, (2) quality of our mined trona ore and (3) recovery rates. Operating rate is a measure of utilization of the effective production capacity of our facility and is determined in large part by productivity rates and mechanical on-stream times, which is the percentage of actual run times over the total time scheduled. We implement two planned outages of our mining and surface operations each year, typically in the second and third quarters. During these outages, which are scheduled to last approximately one week each, we repair and replace equipment and parts. Periodically, we may experience minor unplanned outages or unplanned extensions to planned outages caused by various factors, including equipment failures, power outages or service interruptions. The quality of our mine ore, which we refer to as our "ore grade," is determined by measuring the trona ore recovered as a percentage of the deposit, which includes both trona ore and insolubles. Plant recovery rates are generally determined by calculating the soda ash produced divided by the sum of the soda ash produced plus soda ash that is not recovered from the process. All of these factors determine the amount of trona ore we require to produce one short ton of soda ash and liquor, which we refer to as our "ore to ash ratio." Our ore to ash ratio was 1.60:1.0 and 1.59:1.0 for the three and nine months ended September 30, 2022, respectively, and 1.55:1.0 and 1.57:1.0 for the three and nine months ended September 30, 2021, respectively.

Freight and Logistics

The soda ash industry is logistics intensive and involves careful management of freight and logistics costs. These freight costs make up a large portion of the total delivered cost to the customer. Delivery costs to most domestic customers and ANSAC primarily relate to rail freight services. Some domestic customers may elect to arrange their own freight and logistic services. Delivered costs to non-ANSAC international customers primarily consists of both rail freight services to the port of embarkation and the additional ocean freight to the port of disembarkation.

Sisecam Chemicals enters into contracts with one railroad company for the majority of the domestic rail freight services that the Partnership receives and the related freight and logistics costs are allocated to the Partnership. For the nine months ended September 30, 2022 and 2021, the Partnership shipped over 90% of our soda ash to our customers initially via a single rail line owned and controlled by the railroad company. This rail company is currently in negotiations with rail labor unions and there is no guarantee that an agreement will be reached or reached without impacting services and the Partnership's ability to move product. The Partnership's plant receives rail service exclusively from the railroad company and shipments by rail accounted for over 50% and over 70% of our total freight costs for three months ended September 30, 2022 and 2021, respectively, and over 50% and over 70% of our total freight costs for nine months ended September 30, 2022 and 2021, respectively. The decrease in the percentage of freight that is related to the railroad company is due primarily to the increased ocean freight in the nine months ended September 30, 2022 of direct international sales and their respective delivery locations.

If Sisecam Chemicals does not ship at least a significant portion of our soda ash production on the railroad company's rail line during a twelve-month period, it must pay the railroad company a shortfall payment under the terms of our transportation agreement. The Partnership assists the majority of its domestic customers in arranging their freight services. During 2021 and the nine months ended September 30, 2022, Sisecam Chemicals had no shortfall payments and does not expect to make any such payments in the future. Sisecam Chemicals renewed its agreement with the railroad company in October 2021, which expires on December 31, 2025.

Net Sales

Net sales include the amounts we earn on sales of soda ash. We recognize revenue from our sales when we satisfy the performance obligation defined in the contract with the customer. The performance obligation is typically met when goods are delivered to the carrier for shipment, which is the point at which the customer has the ability to direct the use of and obtain substantially all remaining benefits from the asset. The time at which delivery and transfer of title occurs is the point when the product leaves our facilities for domestic customers, the point when the product reaches the port of loading for ANSAC sales, and the point when the product is placed on a vessel for other international customers, thereby rendering our performance obligation fulfilled. Substantially all of our sales are derived from sales of soda ash, which we sell through our exclusive sales agent, Sisecam Chemicals. A small amount of our sales is derived from sales of production purge, which is a by-product liquor solution containing soda ash that is produced during the processing of trona ore. For the purposes of our discussion below, we include these transactions in domestic sales of soda ash and in the volume of domestic soda ash sold.

Sales prices for international sales may include the cost of rail freight to the port of embarkation and the cost of ocean freight to the port of disembarkation for import by the customer.

Cost of Products Sold

Expenses relating to employee compensation, energy, including natural gas and electricity, royalties and maintenance materials constitute the greatest components of cost of products sold. These costs generally increase in line with increases in sales volume.

Energy. A major item in our cost of products sold is energy, comprised primarily of natural gas and electricity. We primarily use natural gas to fuel our above-ground processing operations, including the heating of calciners, and we use electricity to power our underground mining operations, including our continuous mining machines, or continuous miners, and shuttle cars. The monthly Northwest Pipeline Rocky Mountain Index natural gas settlement prices, over the past five years, have ranged between $1.29 and $8.80. The average monthly Northwest Pipeline Rocky Mountain Index natural gas settlement prices for the three months ended September 30, 2022 and 2021 were $7.79 and $3.97 MMBtu, respectively and for the nine months ended September 30, 2022 and 2021 were $6.75 and $3.23 MMBtu, respectively. The Partnership has a natural gas-fired turbine co-generation facility that provides roughly one-third of our electricity and steam demands at our mine in the Green River Basin. In order to mitigate the risk of gas price fluctuations, the Partnership expects to continue to hedge a portion of its forecasted natural gas purchases by entering into physical or financial gas hedges generally ranging between 20% and 80% of our expected monthly gas requirements, on a sliding scale, for approximately the next three years.

Employee Compensation. See Part I, Item 1. Financial Statements - Note 6, “Employee Compensation” for information on the various benefit plans offered and administered by Sisecam Chemicals.

Royalties. The Partnership pays royalties to the State of Wyoming, the U.S. Bureau of Land Management and Sweetwater Royalties LLC. The royalties are calculated based upon a percentage of the value of soda ash and related products sold at a certain stage in the mining process. These royalty payments may be subject to a minimum domestic production volume from our Green River Basin facility. We are also obligated to pay annual rentals to our lessors and licensor regardless of actual sales. In addition, we pay a production tax to Sweetwater County, and trona severance tax to the State of Wyoming that is calculated based on a formula that utilizes the volume of trona ore mined and the value of the soda ash produced.

The royalty rates we pay to our lessors and licensor may change upon our renewal or renegotiation of such leases and license. On June 28, 2018, Sisecam Wyoming amended its License Agreement, dated July 18, 1961 (the “License Agreement”), with a predecessor in interest to Sweetwater Royalties LLC, to, among other things, (i) extend the term of the License Agreement to July 18, 2061 and for so long thereafter as Sisecam Wyoming continuously conducts operations to mine and remove sodium minerals from the licensed premises in commercial quantities; and (ii) set the production royalty rate for each sale of sodium mineral products produced from ore extracted from the licensed premises at eight percent (8%) of the net sales of such sodium mineral products. Any increase in the royalty rates we are required to pay to our lessors and licensor, or any failure by us to renew any of our leases and license, could have a material adverse impact on our results of operations, financial condition or liquidity, and, therefore, may affect our ability to distribute cash to unitholders. On December 11, 2020, the Secretary of the Interior authorized an industry-wide royalty reduction from currently set rates by establishing a 2% federal royalty rate for a period of ten years for all existing and future federal soda ash or sodium bicarbonate leases. This change by the Secretary of the Interior reduced the rates on our mineral leases with the U.S. Government from 6% to 2% as of January 1, 2021 and for the following ten years. Our estimated proven and probable trona reserve includes a significant amount from leases with the U.S. Government. See the sections entitled “Leases and License” and “Trona Resources and Trona Reserves” set forth under Item 1. Business in our 2021 Annual Report for additional information on leases.

Selling, General and Administrative Expenses

Selling, general and administrative expenses incurred by our affiliates on our behalf are allocated to us based on the time the employees of those companies spend on our business and the actual direct costs they incur on our behalf. The Partnership has a Services Agreement (the “Services Agreement”), with our general partner and Sisecam Chemicals. Pursuant to the Services Agreement, Sisecam Chemicals has agreed to provide the Partnership with certain corporate, selling, marketing, and general and administrative services, in return for which the Partnership has agreed to pay Sisecam Chemicals an annual management fee, subject to quarterly adjustments, and reimburse Sisecam Chemicals for certain third-party costs incurred in connection with providing such services. In addition, under the agreement governing Sisecam Wyoming, Sisecam Wyoming reimburses us for employees who operate our assets and for support provided to Sisecam Wyoming.

Effective as of the end of day on December 31, 2020, Sisecam Chemicals exited ANSAC. As of January 1, 2021, Sisecam Chemicals began managing the Partnership’s sales and marketing efforts for exports. In connection with the settlement agreement with ANSAC, Sisecam Chemicals continued to sell, at substantially lower volumes, product to ANSAC for export sales purposes in 2021 and the nine months ended September 30, 2022, with a fixed rate per ton selling, general and administrative expense. In connection with the settlement agreement with ANSAC, there remains minor sales commitments to ANSAC in 2022 where Sisecam Chemicals will continue to sell, at substantially lower volumes than 2021, product to ANSAC for export sales purposes, with a fixed rate per ton selling, general and administrative expense. Through in part the Partnership’s affiliates, the Partnership has amongst other things: (i) obtained its own international customer sales arrangements, (ii) obtained third-party export port services, and (iii) chartered and executed its own international product delivery.

Third Quarter 2022 Financial Highlights:

- Net sales of $190.5 million increased 40.5% from the prior-year third quarter; year-to-date net sales of $543.0 million increased 41.4% over the prior year for the same period. This increase in net sales in the current quarter from the prior year third quarter is primarily attributable to a sales price increase of 42.6% even though the sales volume slightly decreased by 1.5% for the three months ended September 30, 2022 compared to the three months ended September 30, 2021. The increase for the nine months ended September 30, 2022 from the nine months ended September 30, 2021, primarily driven by an increase in the average sales price by 44.3% due to both international and domestic higher demand. The higher sales prices were due to strong demand in the domestic and international markets.
- Soda ash volume produced decreased 4.6% from the prior-year third quarter, and soda ash volume sold decreased 1.5% from the prior-year third quarter; year-to-date soda ash volume produced increased 0.4% from the prior-year, and soda ash volume sold decreased 2.0% from the prior-year for the same period.
- Net income of $31.1 million increased $15.7 million from the prior-year third quarter; year-to-date net income of $94.1 million increased $66.3 million over the prior year for the same period. The increases are primarily due to higher average sales price partly offset by inflationary impact on operating costs.
- Adjusted EBITDA of $40.6 million increased 68.5% from the prior-year third quarter; year-to-date Adjusted EBITDA of $120.1 million increased 114.1% over the prior year for the same period. This increase is primarily attributable to the operating income increase.
- Basic earnings per unit of $0.76 for the quarter increased 111.1% over the prior-year third quarter of $0.36; year-to-date basic earnings per unit of $2.30 increased 265.1% over the prior year for the same period.
- Net cash provided by operating activities of $49.3 million increased $39.4 million over prior-year third quarter; year-to-date net cash provided by operating activities of $81.7 million increased $53.4 million over the prior year in the same period.
- Distributable cash flow of $16.8 million increased 104.9% compared to the prior-year third quarter; year-to-date distributable cash flow of $48.1 million increased 204.4% over the prior year for the same period.

Results of Operations

A discussion and analysis of the factors contributing to our results of operations is presented below for the periods and as of the dates indicated. The financial statements, together with the following information, are intended to provide investors with a reasonable basis for assessing our historical operations, but should not serve as the only criteria for predicting our future performance.

The following table sets forth our results of operations for the three and nine months ended September 30, 2022 and 2021:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In millions, except for operating and other data section)	2022	2021	2022	2021
Net sales	$ 190.5	$ 135.6	$ 543.0	$ 384.1
Operating costs and expenses:				
Cost of products sold including freight costs (excludes depreciation, depletion and amortization expense set forth separately below)	138.6	104.0	391.4	307.5
Cost of products sold - affiliates	4.7	0.8	10.9	3.0
Depreciation, depletion and amortization expense	7.8	7.4	21.5	23.8
Selling, general and administrative expenses—affiliates	5.2	5.2	14.7	13.0
Selling, general and administrative expenses—others	1.4	1.5	6.2	4.9
Total operating costs and expenses	157.7	118.9	444.7	352.2
Operating income	32.8	16.7	98.3	31.9
Interest expense	(1.7)	(1.3)	(4.2)	(4.1)
Total other expense, net	(1.7)	(1.3)	(4.2)	(4.1)
Net income	31.1	15.4	94.1	27.8
Net income attributable to noncontrolling interest	15.7	8.0	47.6	15.1
Net income attributable to Sisecam Resources LP	$ 15.4	$ 7.4	$ 46.5	$ 12.7
Operating and Other Data:				
Trona ore consumed (thousands of short tons)	1,099.2	1,115.0	3,232.5	3,180.4
Ore to ash ratio[1]	1.60:1.0	1.55:1.0	1.59:1.0	1.57:1.0
Ore grade[2]	86.6 %	87.3 %	86.7 %	86.0 %
Soda ash volume produced (thousands of short tons)	685.9	719.2	2,032.2	2,023.9
Soda ash volume sold (thousands of short tons)	690.1	700.5	2,028.9	2,070.6
Adjusted EBITDA[3]	$ 40.6	$ 24.1	$ 120.1	$ 56.1

(1) Ore to ash ratio expresses the number of short tons of trona ore needed to produce one short ton of soda ash and liquor and includes our deca rehydration recovery process. In general, a lower ore to ash ratio results in lower costs and improved efficiency.

(2) Ore grade is the percentage of raw trona ore that is recoverable as soda ash free of impurities. A higher ore grade will produce more soda ash than a lower ore grade.

(3) For a discussion of the non-GAAP financial measure Adjusted EBITDA, please read "Non-GAAP Financial Measures" of this Management's Discussion and Analysis.

Analysis of Results of Operations

The following table sets forth a summary of net sales, sales volumes and average sales price, and the percentage change between the periods.

(Dollars in millions, except for average sales price data)	Three Months Ended September 30, 2022	Three Months Ended September 30, 2021	Nine Months Ended September 30, 2022	Nine Months Ended September 30, 2021	Percent Increase/ (Decrease) QTD	Percent Increase/ (Decrease) YTD
Net sales:						
Domestic	$ 80.4	$ 71.1	$ 228.9	$ 207.9	13.1 %	10.1 %
International	110.1	64.5	314.1	176.2	70.7 %	78.3 %
Total net sales	$ 190.5	$ 135.6	$ 543.0	$ 384.1	40.5 %	41.4 %
Sales volumes (thousands of short tons):						
Domestic	354.0	336.7	1,012.0	981.6	5.1 %	3.1 %
International	336.1	363.8	1,016.9	1,089.0	(7.6)%	(6.6)%
Total soda ash volume sold	690.1	700.5	2,028.9	2,070.6	(1.5)%	(2.0)%
Average sales price (per short ton) (1)						
Domestic	$227.11	$211.17	$226.19	$211.80	7.5 %	6.8 %
International	$327.55	$177.30	$308.88	$161.80	84.7 %	90.9 %
Average	$276.04	$193.58	$267.63	$185.50	42.6 %	44.3 %
Percent of net sales:						
Domestic net sales	42.2 %	52.4 %	42.2 %	54.1 %	(19.5)%	(22.0)%
International net sales	57.8 %	47.6 %	57.8 %	45.9 %	21.4 %	25.9 %
Total percent of net sales	100.0 %	100.0 %	100.0 %	100.0 %		
Percent of sales volumes:						
Domestic volume	51.3 %	48.1 %	49.9 %	47.4 %	6.7 %	5.3 %
International volume	48.7 %	51.9 %	50.1 %	52.6 %	(6.2)%	(4.8)%
Total percent of volume sold	100.0 %	100.0 %	100.0 %	100.0 %		

(1) Average sales price per short ton is computed as net sales divided by volumes sold.

Three Months Ended September 30, 2022 compared to Three Months Ended September 30, 2021

Consolidated Results

Net sales. Net sales increased by 40.5% to $190.5 million for the three months ended September 30, 2022 from $135.6 million for the three months ended September 30, 2021, primarily driven by an increase in international average sales price of 84.7% because the prices are generally negotiated on a quarterly basis with improving supply and demand fundamentals recognized for soda ash in the global market and particularly in Asia. Domestic average price also increased by 7.5% due to customer mix while also factoring in the overall annual market price increase as the market has experienced fundamental improvements. The higher sales prices were due to strong demand in the domestic and international markets. See "How We Evaluate Our Business - *Net Sales"* section for further information.

Cost of products sold, including depreciation, depletion and amortization expense, freight costs and affiliates. Cost of products sold, including depreciation, depletion and amortization expense, freight costs and affiliates increased by 34.7% to $151.1million for the three months ended September 30, 2022 from $112.2 million for the three months ended September 30, 2021, which was primarily due to increases in freight cost, more specifically due to significant ocean freight cost increases impacted by recent global supply chain constraints as well as price increases in fuel.

*Selling, general and administrative expen*ses. Our selling, general and administrative expenses decreased 1.5% to $6.6 million for the three months ended September 30, 2022, compared to $6.7 million for the three months ended September 30, 2021. The decrease was primarily due to the decline in sales volume to ANSAC and therefore lower related charge per ton (See "How We Evaluate our Business - *Selling, General and Administrative Expenses*") which was mostly offset by loss on disposal of assets for the three months ended September 30, 2022, compared to three months ended September 30, 2021.

Operating income. As a result of the foregoing, operating income increased by approximately 96.4% to $32.8 million for the three months ended September 30, 2021, from $16.7 million operating income for the three months ended September 30, 2021. The increase was primarily due to higher net sales resulting from higher average sales price.

Net income. As a result of the foregoing, net income increased by approximately 101.9% to $31.1 million for the three months ended September 30, 2022, from $15.4 million for the three months ended September 30, 2021

Nine Months Ended September 30, 2022 compared to Nine Months Ended September 30, 2021

Consolidated Results

Net sales. Net sales increased by 41.4% to $543.0 million for the nine months ended September 30, 2022 from $384.1 million for the nine months ended September 30, 2021, primarily driven by an increase in the average sales price by 44.3% due to both international and domestic higher demand. Additionally, the sales volume in the nine months ended September 30, 2021, includes significant international sales volumes in the first quarter of 2021 associated with the initial impact of direct sales to international customers subsequent to the Partnership's December 31,2020 ANSAC exit. See How "We Evaluate Our Business - *Net Sales"* section for further information.

Cost of products sold, including depreciation, depletion and amortization expense, freight costs and affiliates. Cost of products sold, including depreciation, depletion and amortization expense, freight costs and affiliates, increased by 26.8% to $423.8 million for the nine months ended September 30, 2022 from $334.3 million for the nine months ended September 30, 2021, which was primarily due to inflationary costs including increased ocean freight costs and energy costs.

Selling, general and administrative expenses. Our selling, general and administrative expenses increased by 16.8% to $20.9 million for the nine months ended September 30, 2022, compared to $17.9 million for the nine months ended September 30, 2021. The increase was primarily due to loss on disposal of assets partly offset by the decline in sales volume to ANSAC and therefore lower related charge per ton (See " How We Evaluate our Business - *Selling, General and Administrative Expenses*") for the nine months ended September 30, 2022, compared to nine months ended September 30, 2021.

Operating income. As a result of the foregoing, operating income increased by 208.2% to $98.3 million for the nine months ended September 30, 2022 from $31.9 million for the nine months ended September 30, 2021. During the nine months ended September 30, 2022, sales price has increased significantly due to the strong demand in the international and domestic markets.

Net income. As a result of the foregoing, net income increased by 238.5% to $94.1 million for the nine months ended September 30, 2022, from $27.8 million for the nine months ended September 30, 2021. During the nine months ended September 30, 2022, sales price has increased significantly due to the strong demand in the international and domestic markets.

Liquidity and Capital Resources

Sources of liquidity include cash generated from operations and borrowings under credit facilities and capital calls from partners. We use cash and require liquidity primarily to finance and maintain our operations, fund capital expenditures for our property, plant and equipment, make cash distributions to holders of our partnership interests, pay the expenses of our general partner and satisfy obligations arising from our indebtedness. Our ability to meet these liquidity requirements will depend primarily on our ability to generate cash flow from operations.

Our sources of liquidity include:

- cash generated from our operations of which we had cash on hand of $14.9 million at September 30, 2022; and
- approximately $130.0 million ($225.0 million, less $95.0 million outstanding), was available for borrowing and undrawn under the Sisecam Wyoming Credit Facility (as defined herein) as of September 30, 2022 (during the nine months ended September 30, 2022, we made repayments on the Sisecam Wyoming Credit Facility of $100.5 million, offset by borrowings of $125.5 million).

We continue to analyze all aspects of our spending in order to maintain liquidity at levels we believe are necessary in order to satisfy cash requirements over the next twelve months and beyond. We are closely reviewing maintenance capital expenditures at our Wyoming facility to adequately maintain the physical assets. In addition, we are subject to business and operational risks that could adversely affect our cash flow, access to borrowings under the Sisecam Wyoming Credit Facility, and ability to make monthly installment payments under the Sisecam Wyoming Equipment Financing Arrangement. Our ability to satisfy debt service obligations, to fund planned capital expenditures, to make acquisitions and to make distributions will depend upon our future operating performance, which, in turn, will be affected by prevailing economic conditions, our business and other factors, some of which are beyond our control.

We expect our ongoing working capital and capital expenditures to be funded by cash generated from operations and borrowings under the Sisecam Wyoming Credit Facility. The amount, timing and classification of any such capital expenditures could affect the amount of cash that is available to be distributed to our unitholders.

We intend to pay a quarterly distribution to unitholders of record, to the extent we have sufficient cash from our operations after establishment of cash reserves, funding of any acquisitions and expansion capital expenditures, paying debt obligations and payment of fees and expenses, including payments to our general partner and its affiliates. See Part I, Item 2, Overview, "Recent Developments," for more information.

Working Capital Requirements

Working capital is the amount by which current assets exceed current liabilities. Our working capital requirements have been, and will continue to be, primarily driven by changes in accounts receivable and accounts payable, which generally fluctuate with changes in volumes, contract terms and market prices of soda ash in the normal course of our business. Other factors impacting changes in accounts receivable and accounts payable could include the timing of collections from customers and payments to suppliers and supplier cost inflation, as well as the level of spending for maintenance and growth capital expenditures. A material adverse change in operations or available financing under the Sisecam Wyoming Credit Facility could impact our ability to fund our requirements for liquidity and capital resources. Historically, we have not made working capital borrowings to finance our operations. As of September 30, 2022, we had a working capital balance of $185.8 million as compared to a working capital balance of $134.2 million as of December 31, 2021. The primary driver for the increase in our working capital balance was due to a higher accounts receivable balance as of September 30, 2022 and as of December 31, 2021, primarily as a result of 78.3% higher international net sales in the nine months ended September 30, 2022 compared to the nine months ended September 30, 2021.

Financial Assurance Regulatory Updates by the Wyoming Department of Environmental Quality

Our operations are subject to oversight by the Land Quality Division of Wyoming Department of Environmental Quality ("WDEQ"). Our principal mine permit issued by the Land Quality Division, requires the Partnership to provide financial assurances for our reclamation obligations for the estimated future cost to reclaim the area of our processing facility, surface pond complex and on-site sanitary landfill. The Partnership provides such assurances through a third-party surety bond (the "Surety Bond"). According to the annual recalculation and submittal, the Surety Bond amount was $41.8 million at September 30, 2022 and December 31, 2021. The amount of such assurances that we are required to provide is subject to change upon annual recalculation according to Department of Environmental Quality's Guideline 12, annual site inspection and subsequent evaluation/approval by the WDEQ's Land Quality Division.

For a discussion of risks in connection with future legislation relating to such financial assurances that could affect our business, financial condition and liquidity, see Part I, Item 1A, "*Risk Factors - Risks Inherent in our Business and Industry - Our inability to acquire, maintain or renew financial assurances related to the reclamation and restoration of mining property could have a material adverse effect on our business, financial condition and results of operations.*" in our 2021 Annual Report.

Capital Expenditures

Our operations require investments to expand, upgrade or enhance existing operations and to meet evolving environmental and safety regulations. We distinguish between maintenance and expansion capital expenditures. Maintenance capital expenditures (including expenditures for the replacement, improvement or expansion of existing capital assets) are made to maintain, over the long-term, our operating income or operating capacity. Examples of maintenance capital expenditures are expenditures to upgrade and replace mining equipment and to address equipment integrity, safety and environmental laws and regulations. Our maintenance capital expenditures do not include actual or estimated capital expenditures for replacement of our trona reserves. Expansion capital expenditures are incurred for acquisitions or capital improvements made to increase, over the long-term, our operating income or operating capacity. Examples of expansion capital expenditures include the acquisition and/or construction of complementary assets to grow our business and to expand existing facilities, such as projects that increase production from existing facilities or reduce costs, to the extent such capital expenditures are expected to increase our long-term operating capacity or operating income.

The table below summarizes our capital expenditures, on an accrual basis:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In millions)	**2022**	**2021**	**2022**	**2021**
Capital Expenditures:				
Maintenance	$ 4.3	$ 4.8	$ 18.6	$ 20.8
Expansion	0.1	0.1	0.2	0.6
Total	$ 4.4	$ 4.9	$ 18.8	$ 21.4

In connection with the acquisition by Sisecam Chemicals USA Inc. ("Sisecam USA") of 60% of Sisecam Chemicals Resources LLC, Sisecam USA, the new controlling owner, is evaluating all the expansion plans for the Partnership. As we evaluate investment opportunities, we intend to maintain our disciplined financial policy with a conservative capital structure.

Impact from Inflation

The impact of inflation has become significant in recent months and in the U.S. economy and may increase our cost to acquire or replace properties, plant and equipment. Inflation may also increase our costs of labor and supplies. To the extent permitted by competition, regulation and existing agreements, we pass along increased costs to our customers in the form of higher selling prices, and we expect to continue this practice. While we continue to navigate through an inflationary cost environment, we remain confident in the initiatives we are taking to enhance the sales pricing structures, manage the cost efficiencies and secure critical supplies.

Cash Flows Discussion

The following is a summary of cash provided by or used in each of the indicated types of activities:

(In millions)	Nine Months Ended September 30, 2022		Nine Months Ended September 30, 2021		Percent Increase/ (Decrease)
Cash provided by (used in):					
Operating activities	$	81.7	$	28.3	188.7 %
Investing activities	$	(20.2)	$	(20.7)	(2.4)%
Financing activities	$	(49.3)	$	(5.1)	866.7 %

Operating Activities

Our operating activities during the nine months ended September 30, 2022 provided cash of $81.7 million, an increase of 188.7% from the $28.3 million cash provided during the nine months ended September 30, 2021, primarily as a result of the following:

- an increase of 238.5% as a result of net income of $94.1 million during the nine months ended September 30, 2022, compared to $27.8 million for the prior-year period; and
- a partial offset by $13.9 million more cash used in working capital during the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021.   The increase of the cash used in working capital period over period was primarily due to a higher accounts receivable balance at September 30, 2022, primarily due to higher international sales during nine months ended September 30, 2022, as compared to the nine months ended September 30, 2021.

Investing Activities

We used cash flows of $20.2 million in investing activities during the nine months ended September 30, 2022, compared to $20.7 million used during the nine months ended September 30, 2021, for capital projects as described in "Capital Expenditures" above.

Financing Activities

Cash used in financing activities of $49.3 million during the nine months ended September 30, 2022, increased as compared to $5.1 million of cash used in financing activities in the prior-year same period, largely due to larger distributions to common unitholders, general partner and noncontrolling interest during the nine months ended September 30, 2022, compared to the nine months ended September 30, 2021.

Borrowings under the Sisecam Wyoming Credit Facility were at variable interest rates.

(Dollars in millions)	As of and for the three months ended September 30, 2022	
Short-term borrowings from banks:		
Outstanding amount at period end	$	95.0
Weighted average interest rate at period end[1]		3.79 %
Average daily amount outstanding for the period	$	121.4
Weighted average daily interest rate for the period[1]		3.44 %
Maximum month-end amount outstanding during the period	$	150.5

[1] Weighted average interest rates set forth in the table above include the impacts of our interest rate swap contracts designated as cash flow hedges. As of September 30, 2022, the interest rate swap contracts had an aggregate notional value of $25.0 million.

Debt

See Part I, Item 1, Financial Statements - Note 4, "Debt" for more information regarding the Partnership's debt obligations and related disclosures.

Material Cash Requirements

During the nine months ended September 30, 2022, there were no material changes with respect to the material cash requirements disclosed under the Section “Material Cash Requirements” in our 2021 Annual Report other than as described below.

- In nine months ended September 30, 2022, the Partnership extended its gas transportation contract through 2031 with annual minimum requirements ranging from $1.5 million to $2.8 million over the life of the contract.
- In the nine months ended September 30, 2022, the Partnership executed ocean freight contracts with annual minimum commitments of $20.4 million and $6.8 million in 2023 and 2024, respectively.

Critical Accounting Policies and Estimates

During the three months ended September 30, 2022, there were no material changes with respect to the critical accounting policies and estimates disclosed in our 2021 Annual Report.

Recently Issued Accounting Standards

There are no issued but not yet effective accounting standards with a material impact to the Partnership.

Non-GAAP Financial Measures

We report our financial results in accordance with generally accepted accounting principles in the United States (“GAAP”). We also present the non-GAAP financial measures of:

- Adjusted EBITDA;
- Distributable cash flow; and
- Distribution coverage ratio.

We define Adjusted EBITDA as net income (loss) plus net interest expense, income tax, depreciation, depletion and amortization, equity-based compensation expense and certain other expenses that are non-cash charges or that we consider not to be indicative of ongoing operations. Distributable cash flow is defined as Adjusted EBITDA less net cash paid for interest, maintenance capital expenditures and income taxes, each as attributable to Sisecam Resources LP. The Partnership may fund expansion-related capital expenditures with borrowings under existing credit facilities such that expansion-related capital expenditures will have no impact on cash on hand or the calculation of cash available for distribution. In certain instances, the timing of the Partnership's borrowings and/or its cash management practices will result in a mismatch between the period of the borrowing and the period of the capital expenditure. In those instances, the Partnership adjusts designated reserves (as provided in the partnership agreement) to take account of the timing difference. Accordingly, expansion-related capital expenditures have been excluded from the presentation of cash available for distribution. Distributable cash flow will not reflect changes in working capital balances. We define distribution coverage ratio as the ratio of distributable cash flow as of the end of the period to cash distributions payable with respect to such period.

Adjusted EBITDA is a non-GAAP supplemental financial measure that management and external users of our consolidated financial statements, such as industry analysts, investors, lenders and rating agencies, may use to assess the Partnership's operating performance and liquidity. Adjusted EBITDA may provide an operating performance comparison to other publicly traded partnerships in our industry, without regard to historical cost basis or financing methods. Adjusted EBITDA may also be used to assess the Partnership's liquidity including such things as the ability of our assets to generate sufficient cash flows to make distributions to our unitholders and our ability to incur and service debt and fund capital expenditures.

Distributable cash flow and distribution coverage ratio are non-GAAP supplemental financial measures that management and external users of our consolidated financial statements, such as industry analysts, investors, lenders and rating agencies, may use to assess the Partnership's liquidity, including:

- the ability of our assets to generate sufficient cash flow to make distributions to our unitholders; and
- our ability to incur and service debt and fund capital expenditures.

We believe that the presentation of Adjusted EBITDA provides useful information to our investors in assessing our financial conditions, results of operations and liquidity. Distributable cash flow and distribution coverage ratio provide useful information to investors in assessing our liquidity. The GAAP measures most directly comparable to Adjusted EBITDA is net income and net cash provided by operating activities. The GAAP measure most directly comparable to distributable cash flow and distribution coverage ratio is net cash provided by operating activities. Our non-GAAP financial measures of Adjusted EBITDA, distributable cash flow and distribution coverage ratio should not be considered as alternatives to GAAP net income, operating income, net cash provided by operating activities, or any other measure of financial performance or liquidity presented in accordance with GAAP. Adjusted EBITDA and distributable cash flow have important limitations as analytical tools because they exclude some, but not all items that affect net income and net cash provided by operating activities. Investors should not consider Adjusted EBITDA, distributable cash flow and distribution coverage ratio in isolation or as a substitute for analysis of our results as reported under GAAP. Because Adjusted EBITDA, distributable cash flow and distribution coverage ratio may be defined differently by other companies, including those in our industry, our definition of Adjusted EBITDA, distributable cash flow and distribution coverage ratio may not be comparable to similarly titled measures of other companies, thereby diminishing its utility.

The table below presents a reconciliation of the GAAP financial measures of net income and net cash provided by operating activities to the non-GAAP financial measures of Adjusted EBITDA and distributable cash flow:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In millions, except per unit data)	**2022**	**2021**	**2022**	**2021**
Reconciliation of net income to Adjusted EBITDA attributable to Sisecam Resources LP:				
Net income	$ 31.1	$ 15.4	$ 94.1	$ 27.8
Add backs:				
Depreciation, depletion and amortization expense	7.8	7.4	21.5	23.8
Interest expense, net	1.7	1.3	4.2	4.1
Equity-based compensation expense, net of forfeitures	—	—	0.3	0.4
Adjusted EBITDA	40.6	24.1	120.1	56.1
Less: Adjusted EBITDA attributable to noncontrolling interest	20.3	12.1	59.9	28.4
Adjusted EBITDA attributable to Sisecam Resources LP	$ 20.3	$ 12.0	$ 60.2	$ 27.7
Reconciliation of net cash from operating activities to Adjusted EBITDA and distributable cash flow attributable to Sisecam Resources LP:				
Net cash provided by operating activities	$ 49.3	$ 9.9	$ 81.7	$ 28.3
Add/(less):				
Amortization of long-term loan financing	(0.1)	(0.1)	(0.3)	(0.4)
Net change in working capital	(8.5)	13.1	38.3	24.4
Interest expense, net	1.7	1.3	4.2	4.1
Other non-cash items and loss on disposal of assets, net	(1.8)	(0.1)	(3.8)	(0.3)
Adjusted EBITDA	40.6	24.1	120.1	56.1
Less: Adjusted EBITDA attributable to noncontrolling interest	20.3	12.1	59.9	28.4
Adjusted EBITDA attributable to Sisecam Resources LP	20.3	12.0	60.2	27.7
Less: Cash interest expense, net attributable to Sisecam Resources LP	0.8	0.6	1.9	1.8
Less: Maintenance capital expenditures attributable to Sisecam Resources LP	2.7	3.2	10.2	10.1
Distributable cash flow attributable to Sisecam Resources LP	$ 16.8	$ 8.2	$ 48.1	$ 15.8
Cash distribution declared per unit	$ 0.50	$ 0.34	$ 1.50	$ 0.34
Total distributions to unitholders and general partner	$ 10.1	$ 6.9	$ 30.3	$ 6.9
Distribution coverage ratio	1.67	1.19	1.59	2.29

Item 3. ***Quantitative and Qualitative Disclosures about Market Risk***

Our exposure to the financial markets consists of changes in interest rates relative to the balance of our outstanding debt obligations and derivatives that we have employed from time to time to manage our exposure to changes in market interest rates, and commodity prices. We do not use financial instruments or derivatives for trading or other speculative purposes. Our exposure to interest rate risks and commodity price risks is discussed in Part II, Item 7A of our 2021 Annual Report. The uncertainty that exists with respect to the economic impacts of the global COVID-19 pandemic have introduced significant volatility in the financial markets. The impacts of such volatility on the Partnership cannot be predicted with confidence or reasonably estimated at this time.

Item 4. ***Controls and Procedures***

Evaluation of Disclosure Controls and Procedures

Based on an evaluation of the effectiveness of the design and operation of disclosure controls and procedures, under the supervision and with the participation of the Partnership's management, the Partnership's principal executive officer and principal financial officer have concluded that the Partnership's disclosure controls and procedures as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act were effective as of September 30, 2022 to ensure that information required to be disclosed by the Partnership in reports that it files or submits under the Exchange Act is (i) recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission rules and forms and (ii) accumulated and communicated to the Partnership's management, including its principal executive officer and principal financial officer, as appropriate to allow timely decisions regarding required disclosure.

Changes in Internal Control over Financial Reporting

There have not been any changes in the Partnership's internal control over financial reporting during the three months ended September 30, 2022, that have materially affected, or are reasonably likely to materially affect, the Partnership's internal control over financial reporting.

PART II. OTHER INFORMATION

Item 1. ***Legal Proceedings***

From time to time we are party to various claims and legal proceedings related to our business. Although the outcome of these proceedings cannot be predicted with certainty, management does not currently expect any of the legal proceedings we are involved in to have a material effect on our business, financial condition and results of operations. We cannot predict the nature of any future claims or proceedings, nor the ultimate size or outcome of existing claims and legal proceedings and whether any damages resulting from them will be covered by insurance. Our legal proceedings are discussed in Part I, Item 3 of our 2021 Annual Report. There have been no material changes in that information.

Item 1A. ***Risk Factors***

In addition to the information set forth in this Report, including under Item 2. "Management's Discussion and Analysis of Financial Condition and Results of Operations" and the risk factors provided below, you should carefully consider the factors discussed in Part I, Item 1A. "Risk Factors" in our 2021 Annual Report, which could materially affect our business, financial condition or future results. The risks described in this Report and our 2021 Annual Report are not our only risks. Additional risks and uncertainties not currently known to us or that we currently deem to be immaterial also may materially adversely affect our business, financial condition and/or operating results.

The impact of any current or future war on the global economy, energy supplies and raw materials is uncertain, but may prove to negatively impact our business and operations.

The short and long-term implications of any existing or future war are difficult to predict. We continue to monitor any adverse impact that any outbreak of war and any repercussions therefrom may have on the global economy in general, on our business and operations specifically and on the businesses and operations of our suppliers, customers and supply chains. For example, a prolonged conflict could result in increased inflation, escalating energy prices and constrained availability, and thus increasing costs of raw materials. To the extent any war may adversely affect our business, it may also have the effect of heightening many of the other risks described in our risk factors, such as those relating to data security, supply chain, volatility in prices of inputs, and market conditions, any of which could negatively affect our business and financial condition.

There can be no assurances that we will enter into a definitive agreement with Sisecam Chemicals related to Sisecam Chemicals' proposal to acquire all of our common units that it or its affiliates do not already own, or that we will complete any transactions contemplated by such an agreement.

On July 6, 2022, the board of directors of our general partner received a non-binding offer letter from Sisecam Chemicals to acquire all of our issued and outstanding common units not already owned by Sisecam Chemicals or its affiliates in exchange for $17.90 in cash per issued and outstanding publicly held common unit of the Partnership, which represents the thirty day volume weighted average price per Partnership common unit, as of July 5, 2022 (the "Proposal"). While the board of directors of our general partner has delegated authority to review, evaluate and negotiate the Proposal and any potential transaction with Sisecam Chemicals related to the Proposal (the "Potential Transaction") to its conflicts committee, there can be no assurances that we will enter into a definitive agreement with Sisecam Chemicals related to any Potential Transaction. Furthermore, should we enter into a definitive agreement with Sisecam Chemicals, we anticipate that the consummation of any Potential Transaction will be subject to a number of conditions, and there can be no assurances that such conditions will be satisfied or waived or that any Potential Transaction will be completed in a timely manner or at all.

Inflation could result in higher costs and current inflation and the U.S. Federal Reserve's interest rate increases in response, may decrease profitability.

Recent inflation, including increases in freight rates, prices for energy and other costs, has adversely impacted us. Sustained inflation could result in higher costs for transportation, energy, materials, supplies and labor. Our efforts to recover inflation-based cost increases from our customers and to mitigate inflation-based cost increases from our vendors and suppliers of goods and services may be hampered as a result of the structure of our contracts and the contract bidding process as well as the competitive industries, economic conditions and countries in which we operate. In addition, the U.S. Federal Reserve has already increased interest rates multiple times in 2022 and has indicated its intention to continue to raise benchmark interest rates throughout 2022 in an effort to curb the upward inflationary pressure on the cost of goods and services across the U.S. As the U.S. Federal Reserve begins to increase interest rates, the result could be a recession which would slow demand for our soda ash and hinder our sales growth, or cause sales to decline in future periods. Accordingly, substantial inflation and the U.S. Federal Reserve's interest rate increases in response may have a material adverse impact on our costs, profitability and financial results.

For the year ended December 31, 2021 and the nine months ended September 30, 2022, over 90% of our soda ash was shipped via rail, and we rely on one rail line to service our facility under a contract that expires in 2025. Interruptions of service on this rail

line, including due to worker strikes or work stoppages, could adversely affect our results of operations and our ability to make cash distributions to our unit holders.

For each of the year ended December 31, 2021 and the nine months ended September 30, 2022, we shipped over 90% of our soda ash from our facility on a single rail line owned and controlled by Union Pacific. Our current transportation contract with Union Pacific expires on December 31, 2025. For the year ended December 31, 2021 and 2020 and the nine months ended September 30, 2022, we assisted the majority of our domestic customers in arranging their freight services. Rail operations are subject to various risks that may result in a delay or lack of service at our facility, including mechanical problems, extreme weather conditions, work stoppages, labor strikes, terrorist attacks and operating hazards. For example, recent disputes by railroad workers regarding the terms of labor agreements have increased the likelihood of a potential strike or work stoppage by certain railroad workers. In response to these increased tensions, President Biden recently took an executive action to temporarily prevent approximately 115,000 U.S. railroad workers from going on strike for sixty days. It is uncertain at this time whether negotiations will be successful in preventing a strike or work stoppage by railroad workers. Moreover, if Union Pacific's financial condition were adversely affected, it could decide to cease or suspend service to our facility. If we are unable to ship soda ash by rail, it would be impracticable to ship all of our soda ash by truck and it would be cost-prohibitive to construct a rail connection to the closest alternative rail line that is approximately 135 miles from our facility. Any delay or failure in the rail services on which we rely could have a material adverse effect on our financial condition and results of operations and our ability to make distributions to our unitholders. Moreover, if we do not ship at least a significant portion of our soda ash production on the Union Pacific rail line during a twelve-month period, we must pay Union Pacific a shortfall payment under the terms of our transportation agreement. During the years ended December 31, 2021 and 2020, we had no shortfall payments under the transportation agreement.

Item 2. *Unregistered Sales of Equity Securities and Use of Proceeds*

Not applicable.

Item 3. *Defaults Upon Senior Securities*

Not applicable.

Item 4. *Mine Safety Disclosures*

Information regarding mine safety violations and other regulatory matters required by Section 1503(a) of the Dodd-Frank Wall Street Reform and Consumer Protection Act and Item 104 of Regulation S-K is included in Exhibit 95.1 to this Report.

Item 5. *Other Information*

Not applicable.

Item 6. ***Exhibits*** **Exhibit Index**

Exhibit Number	Description
3.1	Certificate of Limited Partnership of Sisecam Resources LP dated April 22, 2013 (incorporated by reference to Exhibit 3.1 to the Registrant's Registration Statement on Form S-1 (File No. 333-189838) filed with the SEC on July 8, 2013)
3.2	Certificate of Amendment of the Certificate of Limited Partnership of Sisecam Resources LP effective November 5, 2015 (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K, filed with the SEC on November 5, 2015)
3.3	Certificate of Amendment of the Certificate of Limited Partnership of Sisecam Resources LP dated as of February 18, 2022 (incorporated by reference to Exhibit 3.3 to the Registrant's Annual Report on Form 10-K, filed with the SEC on March 15, 2022)
3.4	First Amended and Restated Agreement of Limited Partnership of Sisecam Resources LP dated as of September 18, 2013 (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K, filed with the SEC on September 18, 2013)
3.5	Amendment No. 1 to the First Amended and Restated Agreement of Limited Partnership of Sisecam Resources LP dated as of May 2, 2014 (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K, filed with the SEC on May 7, 2014)
3.6	Amendment No. 2 to the First Amended and Restated Agreement of Limited Partnership of Sisecam Resources LP dated as of November 5, 2015 (incorporated by reference to Exhibit 3.2 to the Registrant's Current Report on Form 8-K, filed with the SEC on November 5, 2015)
3.7	Amendment No. 3 to the First Amended and Restated Agreement of Limited Partnership of Sisecam Resources LP, dated April 28, 2017 (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K, filed with the SEC on May 2, 2017)
3.8	Amendment No. 4 to the First Amended and Restated Agreement of Limited Partnership of Sisecam Resources LP, dated as of February 18, 2022 (incorporated by reference to Exhibit 3.8 to the Registrant's Annual Report on Form 10-K, filed with the SEC on March 15, 2022)
3.9	Certificate of Formation of Sisecam Resource Partners LLC, dated April 22, 2013 (incorporated by reference to Exhibit 3.3 to the Registrant's Registration Statement on Form S-1 (File No. 333-189838) filed with the SEC on July 8, 2013).
3.10	Certificate of Amendment to the Certificate of Formation of Sisecam Resource Partners LLC effective November 5, 2015 (incorporated by reference to Exhibit 3.3 to the Registrant's Current Report on Form 8-K, filed with the SEC on November 5, 2015)
3.11	Certificate of Amendment of the Certificate of Formation of Sisecam Resource Partners LLC dated as of February 18, 2022 (incorporated by reference to Exhibit 3.12 to the Registrant's Annual Report on Form 10-K, filed with the SEC on March 15, 2022)
3.12	Amended and Restated Limited Liability Company Agreement of Sisecam Resources Partners LLC dated as of September 18, 2013 (incorporated by reference to Exhibit 3.2 to the Registrant's Current Report on Form 8-K, filed with the SEC on September 18, 2013)
3.13	Amendment No. 1 to the Amended and Restated Limited Liability Company Agreement of Sisecam Resource Partners LLC dated November 5, 2015 (incorporated by reference to Exhibit 3.4 to the Registrant's Current Report on Form 8-K, filed with the SEC on November 5, 2015)
3.14	Amendment No. 2 to the Amended and Restated Limited Liability Company Agreement of Sisecam Resource Partners LLC, dated as of December 14, 2021 (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K, filed with the SEC on December 14, 2021).
3.15	Amendment No. 3 to the Amended and Restated Limited Liability Company Agreement of Sisecam Resource Partners LLC, dated as of February 18, 2022 (incorporated by reference to Exhibit 3.16 to the Registrant's Annual Report on Form 10-K, filed with the SEC on March 15, 2022).
31.1*	Chief Executive Officer Certification Pursuant to Exchange Act Rule 13a-14(a) or Rule 15d-14(a), as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
31.2*	Chief Financial Officer Certification Pursuant to Exchange Act Rule 13a-14(a) or Rule 15d-14(a), as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
32.1**	Chief Executive Officer Certification Pursuant to Exchange Act Rule 13a-14(b) or Rule 15d-14(b) and Section 1350 of Chapter 63 of Title 18 of the United States Code, as Adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
32.2**	Chief Financial Officer Certification Pursuant to Exchange Act Rule 13a-14(b) or Rule 15d-14(b) and Section 1350 of Chapter 63 of Title 18 of the United States Code, as Adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
95.1*	Mine Safety Disclosures

101.INS*	XBRL Instance Document – the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document
101.SCH*	Inline XBRL Taxonomy Extension Schema Document
101.CAL*	Inline XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF*	Inline XBRL Taxonomy Extension Definition Linkbase Document
101.LAB*	Inline XBRL Taxonomy Extension Label Linkbase Document
101.PRE*	Inline XBRL Taxonomy Extension Presentation Linkbase Document
104*	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)

* Filed herewith
** Furnished herewith. Not considered to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, and are not deemed incorporated by reference into any filing under the Securities Act of 1933, as amended

SIGNATURES

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.

SISECAM RESOURCES LP

By: Sisecam Resource Partners LLC, *its General Partner*

Date: October 28, 2022

By: /s/ Ertugrul Kaloglu

Ertugrul Kaloglu
President and Chief Executive Officer of Sisecam Resource Partners LLC, our General Partner
(Principal Executive Officer)

Date: October 28, 2022

By: /s/ Mehmet Nedim Kulaksizoglu

Mehmet Nedim Kulaksizoglu
Chief Financial Officer of Sisecam Resource Partners LLC, our General Partner
(Principal Financial Officer)

Date: October 28, 2022

By: /s/ Christopher L. DeBerry

Christopher L. DeBerry
Chief Accounting Officer of Sisecam Resource Partners LLC, our General Partner
(Principal Accounting Officer)