

**HALLIBURTON COMPANY  
BOARD OF DIRECTORS**

**COMPENSATION COMMITTEE CHARTER**

**General**

The Compensation Committee (the “Committee”) of the Board of Directors (the “Board”) of Halliburton Company (the “Company”) shall consist of at least three directors, all of whom shall be independent. Members of the Committee shall be considered independent if they (i) satisfy the independence requirements of the New York Stock Exchange (“NYSE”); and (ii) satisfy the independence requirements of the Company’s Corporate Governance Guidelines. No member of the Committee shall have any relationship to the Company that could materially interfere with the exercise of such member’s independence from management and the Company in connection with his or her duties as a member of the Committee, and the Board must consider all factors specifically relevant to determining whether such a relationship exists, including (i) the source of any compensation of the potential member, including any consulting, advisory, or other compensatory fee paid by the Company to the potential member; and (ii) whether the potential member is affiliated with the Company, a subsidiary of the Company, or an affiliate of a subsidiary of the Company. In addition, each Committee member must qualify as a “Non-employee Director” for purposes of Rule 16b-3 under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), and as an “outside director” for purposes of Section 162(m) of the Internal Revenue Code. Committee members, including the Chair, shall be appointed by the Board annually. At the discretion of the Board, any member may be removed from the Committee for any reason, including loss of member independence or other requisite status. The composition of the Committee shall be reviewed annually to ensure that each of its members meets the criteria set forth in the Company’s Corporate Governance Guidelines and applicable Securities and Exchange Commission (“SEC”), NYSE, and Internal Revenue Code rules and regulations. The Committee may establish subcommittees consisting of one or more members to carry out such duties as the Committee may assign. The Committee will have three regularly scheduled meetings each year and teleconference meetings as necessary to fulfill its responsibilities. For the transaction of business at any meeting of the Committee, a majority of the members shall constitute a quorum. The Committee may invite any members of management or other consultants or advisors to its meetings as it deems appropriate.

**Role**

The Committee’s role is to:

1. oversee the Company’s compensation philosophy and objectives for the total executive compensation program to include administration of all cash-based components of the total executive compensation program impacting Section 16 Officers, and all stock-based compensation plans;
2. ensure that the Company’s total executive compensation program is effective in attracting, retaining, and motivating Section 16 Officers, aligns with the Company’s goals and

objectives, is administered in a fair and equitable manner consistent with established policies and guidelines, and complies with regulatory requirements; and

3. review and approve all compensation actions for Section 16 Officers.

### **Responsibilities**

The Committee's role is one of oversight. The following functions shall be the key responsibilities of the Committee in carrying out its oversight function.

1. Develop and approve an overall executive compensation philosophy, strategy, and framework consistent with corporate goals and objectives and shareholder interests.
2. Review, in executive session, the evaluation by the independent Directors of the CEO's performance with respect to the Company's goals and objectives and then, based upon such evaluation, make a recommendation to the independent Directors regarding the CEO's compensation for the next year.
3. Review and approve all actions relating to compensation, promotion, and employment-related arrangements, including severance arrangements, for Section 16 Officers.
4. Take actions as required under Company policies relating to adjustments to equity awards, adjustments to performance pay plan measures and targets, prohibition of discretionary payments, stock ownership requirements, and recoupment or forfeiture of incentive-based compensation.
5. Establish annual performance criteria and reward schedules under the Company's Annual Performance Pay Plan, or any other similar or successor plans, and approve the performance level achieved and reward payments at the end of each plan year.
6. Establish performance criteria and award schedules under the Company's Performance Unit Program, or any other similar or successor plans, and approve the performance level achieved and reward payments at the end of each performance cycle.
7. Instruct the Committee's independent compensation consultant to review the merits of requiring performance-vesting features for any equity awards granted pursuant to the Company's long-term incentive plans and consider any recommendations made by the independent compensation consultant.
8. Approve any other incentive or bonus plans outside the Company's Annual Performance Pay Plan and the Company's Performance Unit Program, applicable to Section 16 Officers.
9. Approve awards under the Company's Stock and Incentive Plan and Supplemental Executive Retirement Plan, or any similar or successor plans, to Section 16 Officers.
10. Select an appropriate peer group or peer groups against which the Company's executive compensation program is measured.

11. Review and approve or recommend to the Board, as appropriate, major changes to any other forms of non-salary compensation under the Committee's purview.
12. Review and approve the stock allocation budget of the Company, its subsidiaries, and affiliates.
13. Monitor and review overall compensation program design and practice to assess risk and ensure continued competitiveness, appropriateness, and alignment with established philosophies, strategies, and guidelines.
14. Review and discuss with management compensation-related disclosures and produce an annual report on executive compensation for inclusion in the Company's proxy statement.
15. Review and approve appointments to the Administrative Committee which oversees the day-to-day administration of certain non-qualified executive compensation plans.
16. Retain and obtain the advice and assistance of outside advisors, as appropriate, including compensation consultants, legal counsel, and other experts, in addition to obtaining advice from the Company's internal counsel. The Committee may select or receive advice from a compensation consultant, legal counsel, or other advisor only after taking into consideration all factors relevant to the advisor's independence from management, including those specified in Section 303A.05(c) of the NYSE Listed Company Manual. The Company will provide funding as determined by the Committee to compensate the advisors retained by the Committee.
17. Review and reassess the adequacy of the Committee's charter annually. If any revisions are deemed necessary or appropriate, submit the same to the Board for its consideration and approval.
18. Participate in an annual performance evaluation of the Committee and discuss the results with the Board.
19. Report regularly to the Board on the Committee's proceedings. On an annual basis, the Chair of the Committee will report to the Board whether the Committee has performed all items required to be performed by the Committee's charter.

Approved as revised:  
Board of Directors of Halliburton Company  
September 10, 2025

Supersedes previous version dated:  
December 9, 2021