

**HALLIBURTON COMPANY  
BOARD OF DIRECTORS**

**NOMINATING AND CORPORATE GOVERNANCE COMMITTEE CHARTER**

**General**

The Nominating and Corporate Governance 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; and (ii) satisfy the independence requirements of the Company’s Corporate Governance Guidelines. 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 Committee may establish subcommittees consisting of one or more members to carry out such duties as the Committee may assign. The Committee will have four 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. provide oversight of environmental, social, and governance policies, procedures, and initiatives;
2. provide oversight of political expenditures, payments to trade associations, and lobbying activities;
3. develop, implement, and periodically review the Company’s Corporate Governance Guidelines;
4. develop and implement a process to assess Board and committee effectiveness;
5. identify individuals qualified to become Board members, consistent with Board-approved criteria;
6. recommend to the Board the composition of the Board and its committees, including selection of the Director nominees for the next annual meeting of shareholders; and
7. make recommendations on Board compensation.

## **Responsibilities**

1. Review periodically the Corporate Governance Guidelines adopted by the Board and recommend revisions to the guidelines as appropriate.
2. Develop, recommend to the Board for its approval, and oversee an annual self-evaluation process of the Board and its committees.
3. Conduct annual performance reviews of each non-management Director.
4. Review and periodically update the criteria for Board membership and evaluate the qualifications of each Director candidate against the criteria.
5. Identify and complete customary vetting procedures and background checks with respect to individuals suggested for potential Board membership.
6. Establish procedures for shareholders to recommend individuals for consideration by the Committee as possible candidates for election to the Board.
7. Review, at least annually, the overall composition profile of the Board to determine whether the non-management Directors represent an appropriate mix of skills, characteristics, experience, and expertise.
8. Review annually each Director's continuation on the Board and recommend to the Board a slate of Director nominees for election at the Annual Meeting of Shareholders.
9. Recommend candidates to fill vacancies on the Board.
10. Review periodically the status of each Director to assure compliance with the Board's policy that at least three-fourths of Directors are independent.
11. Review the Board's committee structure, and recommend to the Board, for its approval, Directors to serve as members and Chairs of each committee and recommend designation of audit committee financial experts.
12. Recommend to the Board, for its approval, a Lead Independent Director, if applicable.
13. Review periodically the management succession planning process and recommend changes to the Board.
14. Review annually any shareholder proposals submitted for inclusion in the Company's proxy statement and recommend to the Board any Company statements in response.
15. Review environmental, social, and governance trends and best practices and provide oversight of these issues.

16. Review and approve political expenditures, payments to trade associations, and lobbying activities of the Company.
17. Review, conduct studies, and recommend changes periodically to the Company's Director compensation practices to the Board.
18. Review and take appropriate action required under Company policies relating to prohibition of discretionary payments, stock ownership requirements, and termination of certain officers who breached fiduciary duties or recklessly disregarded duties of oversight.
19. Review and take appropriate action with respect to the acceptance or rejection of resignations of Directors tendered pursuant to the Company's By-laws.
20. Retain and obtain the advice and assistance of outside advisors, as appropriate, including legal and other advisors (such as search firms to identify Director candidates), in addition to obtaining advice from the Company's internal counsel. The Company will provide funding as determined by the Committee to compensate the advisors retained by the Committee.
21. 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.
22. Participate in an annual performance evaluation of the Committee and discuss the results with the Board.
23. 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  
February 11, 2025

Supersedes previous version dated:  
February 13, 2024