



DIVISION OF
CORPORATION FINANCE

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

January 23, 2023

Sarah Rubenfeld
Halliburton Company

Re: Halliburton Company (the "Company")
Incoming letter dated January 19, 2023

Dear Sarah Rubenfeld:

This letter is in regard to your correspondence concerning the shareholder proposal (the "Proposal") submitted to the Company by DTDB Investments LLC (the "Proponent") for inclusion in the Company's proxy materials for its upcoming annual meeting of security holders. Your letter indicates that the Proponent has withdrawn the Proposal and that the Company therefore withdraws its December 23, 2022, request for a no-action letter from the Division. Because the matter is now moot, we will have no further comment.

Copies of all of the correspondence related to this matter will be made available on our website at <https://www.sec.gov/corpfin/2022-2023-shareholder-proposals-no-action>.

Sincerely,

Rule 14a-8 Review Team

cc: Meredith Benton
Whistle Stop Capital

HALLIBURTON

3000 N Sam Houston Pkw E • Post Office Box 60087 (77205-0087) • Houston, TX 77032-3219
Tel: 713-839-4629 • Fax: 281-871-7010 • Sarah.Rubinfeld@halliburton.com

December 23, 2022

VIA ELECTRONIC MAIL
Office of the Chief Counsel
Division of Corporate Finance
Securities and Exchange Commission
100 F St., N.E.
Washington, DC 20549
shareholderproposals@sec.gov

RE: Halliburton Company Shareholder Proposal from DTDB Investments LLC (S)

Ladies and Gentlemen:

This letter is submitted pursuant to Rule 14a-8(j) under the Securities Exchange Act of 1934, as amended, by Halliburton Company, a Delaware corporation (“**Halliburton**” or the “**Company**”). The Company has received a shareholder proposal (the “**Proposal**”) and related supporting statement (the “**Supporting Statement**”) from As You Sow, on behalf of DTDB Investments LLC (S) (the “**Proponent**”) for inclusion in the Company’s proxy statement (the “**Proxy Materials**”) for the Company’s 2023 Annual Meeting of Shareholders. A copy of the Proposal and the Supporting Statement is attached hereto as Exhibit A.

The Company also received a shareholder proposal from As You Sow, on behalf on Debriana Berlin Rev Tr (S), at the same time as the Proposal and the Supporting Statement, which was withdrawn pursuant to an email of December 22, 2022 (the “**Withdrawn Proposal**,” attached hereto as part of Exhibit A).

The Company hereby advises the staff of the Division of Corporation Finance (the “**Staff**”) that the Company intends to exclude the Proposal from its Proxy Materials. The Company respectfully requests confirmation that the Staff will not recommend enforcement action to the Securities and Exchange Commission (the “**Commission**”) if the Company excludes the Proposal pursuant to Rule 14a-8(f)(1), as the Proponent has not provided the necessary proof in a timely manner of its eligibility to submit shareholder proposals.

By copy of this letter, the Company is advising the Proponent of the Company’s intention to exclude the Proposal as described above. In accordance with Rule 14a-8(j)(2) and Staff Legal Bulletin No. 14D (Nov. 7, 2008), the Company is submitting by electronic mail (i) this letter, which sets forth its reasons for excluding the Proposal and (ii) the Proponent’s letter submitting the Proposal.

Pursuant to Rule 14a-8(j), the Company is submitting this letter not less than 80 calendar days before the Company intends to file its definitive Proxy Materials and is sending a copy of this letter concurrently to the Proponent.

I. The Proposal

The Proposal requests that the Company's shareholders approve the following:

“RESOLVED: Shareholders request that Halliburton Co. (“Halliburton”) report to shareholders on the effectiveness of the Company's diversity, equity, and inclusion efforts. The report should be done at reasonable expense, exclude proprietary information, and provide transparency on outcomes, using quantitative metrics for hiring, retention, and promotion of employees, including data by gender, race, and ethnicity.”

II. The Proposal May Be Excluded Because the Proponent Failed to Cure Deficiencies in the Proposal in a Timely Manner

The Company received the Proposal and the Supporting Statement, as well as the Withdrawn Proposal, on December 5, 2022. The Proposal did not contain the required documentary evidence of the Proponent's continuous holding of (a) at least \$2,000 in market value of the company's securities entitled to vote on the proposal for at least three years, or (b) at least \$15,000 in market value of the company's securities entitled to vote on the proposal for at least two years, or (c) at least \$25,000 in market value of the company's securities entitled to vote on the proposal for at least one year, as is required to be eligible to submit a proposal under Rule 14a-8(b)(1).

The Company's stock records do not reflect the Proponent as a registered holder of the Company's shares. Therefore, the Company sent a notice of the deficiency to provide evidence of the Proponent's continuous holding of the requisite amount of the Company's securities on December 6, 2022 (within the fourteen calendar day time period required under Rule 14a-8(f)(1)), along with the notice of the deficiency of the Withdrawn Proposal (collectively, the “*Notice*”), attached hereto as Exhibit B, through electronic mail to benton@whistlestop.capital and shareholderengagement@asyousow.org, the email addresses specified by the Proponent. The Notice informed the Proponent of the procedural requirements under Rule 14a-8 (and provided a copy of the Rule), stated that the Proponent had not satisfied the requirements for eligibility under Rule 14a-8(b)(1), and informed the Proponent that they had 14 calendar days (until December 20, 2022) to provide the requisite proof of continuous stock ownership, in accordance with Rule 14a-8(f)(1).

The Company received a response by electronic mail at 1:55 AM Central time on December 22, 2022 (attached hereto as Exhibit C), which was past the deadline for providing the requisite proof of continuous stock ownership. In the response, As You Sow withdrew the Withdrawn Proposal from Debriana Berlin Rev Tr (S) and provided purported evidence of the Company stock holdings of DTDB Investments LLC in the form of a letter from Fidelity Institutional (attached hereto as part of Exhibit C).

The Proponent failed to provide the required evidence of their eligibility to submit a shareholder proposal under Rule 14a-8(b)(1) within 14 calendar days after receiving timely

and proper notice of the deficiency, as required under Rule 14a-8(f)(1). The Company therefore wishes to exclude the Proposal pursuant to Rule 14a-8(b)(1) and Rule 14a-8(f)(1).


III. Conclusion

For the reasons stated above, it is the Company's position that the Proposal may be excluded from the 2023 Proxy Materials pursuant to Rule 14-8(f)(1). We request that the Staff concur in our view, or, alternatively, confirm that the Staff will not recommend any enforcement action to the Commission if the Company so excludes the Proposal.

If the Staff is unable to concur with the Company's position, we would appreciate an opportunity to confer with the Staff concerning this matter prior to the determination of the Staff's final position. In addition, the Company requests that the Proponent copy the undersigned on any response they may choose to make to the Staff, pursuant to Rule 14a-8(k).

Please contact the undersigned at 713-839-4629 or by email at sarah.rubinfeld@halliburton.com to discuss any questions you may have regarding this matter.

Sincerely,



Sarah Rubinfeld

Enclosures

cc: Bruce Metzinger (Bruce.Metzinger@halliburton.com)
Meredith Benton (benton@whistlestop.capital)
As You Sow Shareholder Engagement (shareholderengagement@asyousow.org)
Gail Follansbee (gail@asyousow.org)
Rachel Lowy (rlowy@asyousow.org)

EXHIBIT A



2020 Milvia St. Suite 500
Berkeley, CA 94704

www.asyousow.org
BUILDING A SAFE, JUST, AND SUSTAINABLE WORLD SINCE 1992

VIA FEDEX & EMAIL

December 3, 2022

Van Beckwith
Executive Vice President, Secretary
and Chief Legal Officer
Halliburton Corporation
3000 N. Sam Houston Parkway East
Administration Building
Houston, Texas 77032
vbeckwith@halliburton.com

Dear Mr. Beckwith,

As You Sow is filing a shareholder proposal on behalf of Debriana Berlin Rev Tr (S) ("Proponent"), a shareholder of Halliburton Corporation for inclusion in Halliburton's 2023 proxy statement and for consideration by shareholders in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934.

A letter from the Proponent authorizing *As You Sow* to act on its behalf is enclosed. The Proponent is available for a meeting with the Company regarding this shareholder proposal at the following days/times: December 13, 2022 at 4:00pm Central or December 13, 2022 at 4:30pm Central.

The Proponent is designating *As You Sow* as a representative for all issues in this matter. Meredith Benton, Workplace Equity Program Manager at benton@whistlestop.capital is the contact person on behalf of *As You Sow*. Please also send all correspondence regarding this proposal to shareholderengagement@asyousow.org.

A representative of the Proponent will attend the stockholder meeting to move the resolution as required.

We are available to discuss this issue and are optimistic that such a discussion could result in resolution of the Proponent's concerns.

Sincerely,

Andrew Behar
CEO, *As You Sow*

Enclosures

- Shareholder Proposal
- Shareholder Authorization

cc: David Coleman, Sr., Director Investor Relations, investors@halliburton.com

RESOLVED: Shareholders request that Halliburton Co. (“Halliburton”) report to shareholders on the effectiveness of the Company's diversity, equity, and inclusion efforts. The report should be done at reasonable expense, exclude proprietary information, and provide transparency on outcomes, using quantitative metrics for hiring, retention, and promotion of employees, including data by gender, race, and ethnicity.

SUPPORTING STATEMENT: Quantitative data is sought so investors can assess and compare the effectiveness of companies’ diversity, equity, and inclusion programs.

WHEREAS: Halliburton has not shared sufficient quantitative hiring, retention, and promotion data to allow investors to determine the effectiveness of its human capital management programs. Best practice disclosure includes hiring, retention, and promotion rate data by gender, race, and ethnicity in line with Equal Employment Opportunity Commission (EEOC) defined categories.

Between September 2020 and September 2022, S&P 100 companies increased by 298 percent their release of hiring rate data by gender, race, and ethnicity; retention rate data by 481 percent; and promotion rate data by 300 percent.¹ Companies that release, or have committed to release, more inclusion data than Halliburton include ConocoPhillips, Eversource Energy, NextEra Energy, and Williams Companies. Halliburton is increasingly a laggard in its decision to continue to withhold these data sets.

Numerous studies have pointed to the benefits of a diverse workforce:

- There is a positive association between diversity in management and cash flow, net profit, revenue, and return on equity.²
- Companies in the top quartile for gender diversity are 21 percent more likely to outperform on profitability.³
- The 20 most diverse companies had an average annual five-year stock return that was 5.8 percentage points higher than the 20 least diverse companies.⁴

Hiring, promotion, and retention rate data show how well a company manages its workforce diversity. Without this data, investors are unable to assess the effectiveness of a company's human capital management program.

Companies should look to hire the best talent. However, Black and Latino applicants face hiring challenges. Results of a meta-analysis of 24 field experiments found that, with identical resumes, White applicants received an average of 36 percent more callbacks than Black applicants and 24 percent more callbacks than Latino applicants.⁵

Promotion rates show how well diverse talent is nurtured at a company. Unfortunately, women and employees of color experience “a broken rung” in their careers; for every 100 men who are promoted,

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only 86 women are. Women of color are particularly impacted, comprising 17 percent of the entry-level workforce and only four percent of executives.⁶

Retention rates show whether employees choose to remain at a company. Morgan Stanley has found that employee retention above industry average can indicate a competitive advantage and higher levels of future profitability.⁷ Companies with high employee satisfaction have also been linked to annualized outperformance of over two percent.⁸

Investors have reason to be concerned as Halliburton has faced allegations of race, age, and gender discrimination.

⁶ https://wiw-report.s3.amazonaws.com/Women_in_the_Workplace_2021.pdf

⁷ https://www.morganstanley.com/im/publication/insights/articles/article_culturequantframework_us.pdf

⁸ https://www.institutionalinvestor.com/article/b1tx0zzdhnf5x/Want-to-Pick-the-Best-Stocks-Pick-the-Happiest-Companies?utm_medium=email&utm_campaign=The%20Essential%20I%20100721&utm_content=The%20Essential%20I%20100721%20CID_eb103a9e15359075f72a85f7ff534c79&utm_source=CampaignMonitorEmail&utm_term=Want%20to%20Pick%20the%20Best%20Stocks%20Pick%20the%20Happiest%20Companies

10/31/2022 | 11:11:58 AM PDT

Andrew Behar
CEO
As You Sow
2020 Milvia St, Suite #500
Berkeley, CA 94704

Re: Authorization to File Shareholder Resolution

Dear Andrew Behar,

The undersigned (“Stockholder”) authorizes As You Sow to file a shareholder resolution on Stockholder’s behalf with the named Company for inclusion in the Company’s 2023 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. The resolution at issue relates to the below described subject.

Stockholder: Debriana Berlin Rev Tr (S)
Company: Halliburton Co
Subject: Greater disclosure of material corporate diversity, equity, and inclusion data

The Stockholder has continuously owned an amount of Company stock for a duration of time that enables the Stockholder to file a shareholder resolution for inclusion in the Company’s proxy statement. The Stockholder intends to hold the required amount of stock through the date of the Company’s annual meeting in 2023.

The Stockholder gives As You Sow the authority to address, on the Stockholder’s behalf, any and all aspects of the shareholder resolution, including drafting and editing the proposal, representing Stockholder in engagements with the Company, entering into any agreement with the Company, and designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder’s name and contact information will be disclosed in the proposal. The Securities and Exchange Commission has confirmed that they remove personally identifiable information from No-Action requests and related correspondence before making these materials publicly available on the Commission’s website. The Stockholder acknowledges that their name, however, may appear on the company’s proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder’s name in relation to the resolution. The Stockholder supports this proposal.

The Stockholder is available for a meeting with the Company regarding this shareholder proposal. The dates/times will be provided by As You Sow.

The Stockholder can be contacted at the following email address to schedule a dialogue during one of the above dates: austin.wilson@blackrock.com (the Stockholder's asset manager)

Any correspondence regarding meeting dates must **also be sent to my representative:**
shareholderengagement@asyousow.org

The Stockholder also authorizes As You Sow to send a letter of support of the resolution on
Stockholder's behalf.

Sincerely,

DocuSigned by:
Debriana Berlin
44EE2F93A5F0485..

Name: Debriana Berlin

Title:



2020 Milvia St. Suite 500
Berkeley, CA 94704

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VIA FEDEX & EMAIL

December 3, 2022

Van Beckwith

Executive Vice President, Secretary
and Chief Legal Officer
Halliburton Corporation
3000 N. Sam Houston Parkway East
Administration Building
Houston, Texas 77032
vbeckwith@halliburton.com

Dear Mr. Beckwith,

As You Sow is co-filing a shareholder proposal on behalf of the following Halliburton Corporation shareholder for action at the next annual meeting of Halliburton:

- DTDB Investments LLC (S)

Shareholder is a co-filer of the enclosed proposal with Debriana Berlin Rev Tr (S) who is the Proponent of the proposal. *As You Sow* has submitted the enclosed shareholder proposal on behalf of Proponent for inclusion in the 2023 proxy statement in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. Co-filer will either: (a) be available on the dates and times offered by the Proponent for an initial meeting, or (b) authorize *As You Sow* to engage with the Company on their behalf, within the meaning of Rule 14a-8(b)(iii)(B).

As You Sow is authorized to act on DTDB Investments LLC (S)'s behalf with regard to withdrawal of the proposal. A representative of the lead filer will attend the stockholders' meeting to move the resolution as required.

A letter authorizing *As You Sow* to act on co-filer's behalf is enclosed.

We are hopeful that the issue raised in this proposal can be resolved. To schedule a dialogue, please contact Meredith Benton, Workplace Equity Program Manager at benton@whistlestop.capital. Please send all correspondence with a copy to shareholderengagement@asyousow.org.

Sincerely,

Andrew Behar
CEO, *As You Sow*

Enclosures

- Shareholder Proposal
- Shareholder Authorization

cc: David Coleman, Sr., Director Investor Relations, investors@halliburton.com

RESOLVED: Shareholders request that Halliburton Co. (“Halliburton”) report to shareholders on the effectiveness of the Company's diversity, equity, and inclusion efforts. The report should be done at reasonable expense, exclude proprietary information, and provide transparency on outcomes, using quantitative metrics for hiring, retention, and promotion of employees, including data by gender, race, and ethnicity.

SUPPORTING STATEMENT: Quantitative data is sought so investors can assess and compare the effectiveness of companies’ diversity, equity, and inclusion programs.

WHEREAS: Halliburton has not shared sufficient quantitative hiring, retention, and promotion data to allow investors to determine the effectiveness of its human capital management programs. Best practice disclosure includes hiring, retention, and promotion rate data by gender, race, and ethnicity in line with Equal Employment Opportunity Commission (EEOC) defined categories.

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Companies should look to hire the best talent. However, Black and Latino applicants face hiring challenges. Results of a meta-analysis of 24 field experiments found that, with identical resumes, White applicants received an average of 36 percent more callbacks than Black applicants and 24 percent more callbacks than Latino applicants.⁵

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only 86 women are. Women of color are particularly impacted, comprising 17 percent of the entry-level workforce and only four percent of executives.⁶

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Investors have reason to be concerned as Halliburton has faced allegations of race, age, and gender discrimination.

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⁷ https://www.morganstanley.com/im/publication/insights/articles/article_culturequantframework_us.pdf

⁸ https://www.institutionalinvestor.com/article/b1tx0zzdhnf5x/Want-to-Pick-the-Best-Stocks-Pick-the-Happiest-Companies?utm_medium=email&utm_campaign=The%20Essential%20II%20100721&utm_content=The%20Essential%20II%20100721%20CID_eb103a9e15359075f72a85f7ff534c79&utm_source=CampaignMonitorEmail&utm_term=Want%20to%20Pick%20the%20Best%20Stocks%20Pick%20the%20Happiest%20Companies

11/16/2022 | 12:15:35 PM PST

Andrew Behar
CEO
As You Sow
2020 Milvia St, Suite #500
Berkeley, CA 94704

Re: Authorization to File Shareholder Resolution

Dear Andrew Behar,

The undersigned (“Stockholder”) authorizes As You Sow to file a shareholder resolution on Stockholder’s behalf with the named Company for inclusion in the Company’s 2023 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. The resolution at issue relates to the below described subject.

Stockholder: DTDB Investments LLC (S)
Company: Halliburton Co
Subject: Greater disclosure of material corporate diversity, equity, and inclusion data

The Stockholder has continuously owned an amount of Company stock for a duration of time that enables the Stockholder to file a shareholder resolution for inclusion in the Company’s proxy statement. The Stockholder intends to hold the required amount of stock through the date of the Company’s annual meeting in 2023.

The Stockholder gives As You Sow the authority to address, on the Stockholder’s behalf, any and all aspects of the shareholder resolution, including drafting and editing the proposal, representing Stockholder in engagements with the Company, entering into any agreement with the Company, and designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder’s name and contact information will be disclosed in the proposal. The Securities and Exchange Commission has confirmed that they remove personally identifiable information from No-Action requests and related correspondence before making these materials publicly available on the Commission’s website. The Stockholder acknowledges that their name, however, may appear on the company’s proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder’s name in relation to the resolution. The Stockholder supports this proposal.

The Stockholder is available for a meeting with the Company regarding this shareholder proposal. The dates/times will be provided by As You Sow.

The Stockholder can be contacted at the following email address to schedule a dialogue during one of the above dates: austin.wilson@blackrock.com (client's asset manager)

Any correspondence regarding meeting dates must **also be sent to my representative:**
shareholderengagement@asyousow.org

The Stockholder also authorizes As You Sow to send a letter of support of the resolution on
Stockholder's behalf.

Sincerely,

DocuSigned by:

E7547CA44BAC480...

Name: Drew Behnke

Title: Shareholder

EXHIBIT B

From: Sarah Rubenfeld
Sent: Tuesday, December 6, 2022 1:17 PM
To: benton@whistlestop.capital
Cc: Bruce Metzinger; shareholderengagement@asyousow.org
Subject: Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S) Shareholder Proposals to Halliburton Company
Attachments: Meredith Benton Letter 12.6.22.pdf; As You Sow on behalf of Debriana Berlin 12.03.2022.pdf; As You Sow on behalf of DTDB Investments LLC 12.03.2022.pdf; Rule 14a-8.docx

Ms. Benton:

Attached are:

1. A letter to you notifying you of the need to provide evidence to Halliburton Company of the shares owned by Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S)
2. A copy of the shareholder proposals submitted to Halliburton Company by Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S)
3. A copy of Rule 14a-8

Thank you.

Sarah

Sarah Rubenfeld

Senior Counsel

3000 N Sam Houston Pkwy E
Houston, TX 77032-3219

Email: sarah.rubenfeld@halliburton.com

Office: +1 713-839-4629

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HALLIBURTON

HALLIBURTON

3000 N Sam Houston Pkw E • Post Office Box 60087 (77205-0087) • Houston, TX 77032-3219
Tel: 713-839-4629 • Fax: 281-871-7010 • Sarah.Rubenfeld@halliburton.com

Sarah Rubenfeld
Senior Counsel
Public Law and Employee Benefits

December 6, 2022

Ms. Meredith Benton, Workplace Equity Program Manager
Whistle Stop Capital, LLC
benton@whistlestop.capital

RE: Halliburton Company; Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S) Shareholder Proposal

Dear Ms. Benton:

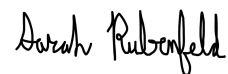
Halliburton Company has received the shareholder proposals As You Sow submitted on behalf of Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S) for inclusion in Halliburton Company's proxy statement for its 2023 annual meeting of shareholders. A copy of the As You Sow letters accompanies the email being sent to you transmitting this letter.

Rule 14a-8(b)(1) provides that in order to be eligible to submit a shareholder proposal for an annual meeting held after January 1, 2023, each of Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S) must have continuously held (a) at least \$2,000 in market value of the company's securities entitled to vote on the proposal for at least three years, or (b) at least \$15,000 in market value of the company's securities entitled to vote on the proposal for at least two years, or (c) at least \$25,000 in market value of the company's securities entitled to vote on the proposal for at least one year. Because Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S) are not record holders of Halliburton stock, the Rule further requires that these facts be proven at the time the proposal is submitted.

Please provide a written statement from the record holder(s) verifying that each of Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S) held the requisite amount of securities for the applicable time period at the time As You Sow submitted the proposal. Rule 14a-8(f)(1) provides that the company may exclude your proposal if you do not provide the information after receiving written notification from the company of any procedural or eligibility deficiencies. The Rule provides that your response must be postmarked or transmitted electronically no later than 14 days from the date you receive this notification. Therefore, you need to provide the information by December 20, 2022.

I have attached a copy of Rule 14a-8 for your reference.

Sincerely,



Sarah Rubenfeld



2020 Milvia St. Suite 500
Berkeley, CA 94704

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VIA FEDEX & EMAIL

December 3, 2022

Van Beckwith
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Administration Building
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Sincerely,

Andrew Behar
CEO, *As You Sow*

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Hiring, promotion, and retention rate data show how well a company manages its workforce diversity. Without this data, investors are unable to assess the effectiveness of a company's human capital management program.

Companies should look to hire the best talent. However, Black and Latino applicants face hiring challenges. Results of a meta-analysis of 24 field experiments found that, with identical resumes, White applicants received an average of 36 percent more callbacks than Black applicants and 24 percent more callbacks than Latino applicants.⁵

Promotion rates show how well diverse talent is nurtured at a company. Unfortunately, women and employees of color experience “a broken rung” in their careers; for every 100 men who are promoted,

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⁵ <https://hbr.org/2017/10/hiring-discrimination-against-black-americans-hasnt-declined-in-25-years>

only 86 women are. Women of color are particularly impacted, comprising 17 percent of the entry-level workforce and only four percent of executives.⁶

Retention rates show whether employees choose to remain at a company. Morgan Stanley has found that employee retention above industry average can indicate a competitive advantage and higher levels of future profitability.⁷ Companies with high employee satisfaction have also been linked to annualized outperformance of over two percent.⁸

Investors have reason to be concerned as Halliburton has faced allegations of race, age, and gender discrimination.

⁶ https://wiw-report.s3.amazonaws.com/Women_in_the_Workplace_2021.pdf

⁷ https://www.morganstanley.com/im/publication/insights/articles/article_culturequantframework_us.pdf

⁸ https://www.institutionalinvestor.com/article/b1tx0zzdhnf5x/Want-to-Pick-the-Best-Stocks-Pick-the-Happiest-Companies?utm_medium=email&utm_campaign=The%20Essential%20I%20100721&utm_content=The%20Essential%20I%20100721%20CID_eb103a9e15359075f72a85f7ff534c79&utm_source=CampaignMonitorEmail&utm_term=Want%20to%20Pick%20the%20Best%20Stocks%20Pick%20the%20Happiest%20Companies

10/31/2022 | 11:11:58 AM PDT

Andrew Behar
CEO
As You Sow
2020 Milvia St, Suite #500
Berkeley, CA 94704

Re: Authorization to File Shareholder Resolution

Dear Andrew Behar,

The undersigned (“Stockholder”) authorizes As You Sow to file a shareholder resolution on Stockholder’s behalf with the named Company for inclusion in the Company’s 2023 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. The resolution at issue relates to the below described subject.

Stockholder: Debriana Berlin Rev Tr (S)
Company: Halliburton Co
Subject: Greater disclosure of material corporate diversity, equity, and inclusion data

The Stockholder has continuously owned an amount of Company stock for a duration of time that enables the Stockholder to file a shareholder resolution for inclusion in the Company’s proxy statement. The Stockholder intends to hold the required amount of stock through the date of the Company’s annual meeting in 2023.

The Stockholder gives As You Sow the authority to address, on the Stockholder’s behalf, any and all aspects of the shareholder resolution, including drafting and editing the proposal, representing Stockholder in engagements with the Company, entering into any agreement with the Company, and designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder’s name and contact information will be disclosed in the proposal. The Securities and Exchange Commission has confirmed that they remove personally identifiable information from No-Action requests and related correspondence before making these materials publicly available on the Commission’s website. The Stockholder acknowledges that their name, however, may appear on the company’s proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder’s name in relation to the resolution. The Stockholder supports this proposal.

The Stockholder is available for a meeting with the Company regarding this shareholder proposal. The dates/times will be provided by As You Sow.

The Stockholder can be contacted at the following email address to schedule a dialogue during one of the above dates: austin.wilson@blackrock.com (the Stockholder's asset manager)

Any correspondence regarding meeting dates must **also be sent to my representative:**
shareholderengagement@asyousow.org

The Stockholder also authorizes As You Sow to send a letter of support of the resolution on
Stockholder's behalf.

Sincerely,

DocuSigned by:
Debriana Berlin
44EE2F93A5F0485..

Name: Debriana Berlin

Title:



2020 Milvia St. Suite 500
Berkeley, CA 94704

www.asyousow.org
BUILDING A SAFE, JUST, AND SUSTAINABLE WORLD SINCE 1992

VIA FEDEX & EMAIL

December 3, 2022

Van Beckwith

Executive Vice President, Secretary
and Chief Legal Officer
Halliburton Corporation
3000 N. Sam Houston Parkway East
Administration Building
Houston, Texas 77032
vbeckwith@halliburton.com

Dear Mr. Beckwith,

As You Sow is co-filing a shareholder proposal on behalf of the following Halliburton Corporation shareholder for action at the next annual meeting of Halliburton:

- DTDB Investments LLC (S)

Shareholder is a co-filer of the enclosed proposal with Debriana Berlin Rev Tr (S) who is the Proponent of the proposal. *As You Sow* has submitted the enclosed shareholder proposal on behalf of Proponent for inclusion in the 2023 proxy statement in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. Co-filer will either: (a) be available on the dates and times offered by the Proponent for an initial meeting, or (b) authorize *As You Sow* to engage with the Company on their behalf, within the meaning of Rule 14a-8(b)(iii)(B).

As You Sow is authorized to act on DTDB Investments LLC (S)'s behalf with regard to withdrawal of the proposal. A representative of the lead filer will attend the stockholders' meeting to move the resolution as required.

A letter authorizing *As You Sow* to act on co-filer's behalf is enclosed.

We are hopeful that the issue raised in this proposal can be resolved. To schedule a dialogue, please contact Meredith Benton, Workplace Equity Program Manager at benton@whistlestop.capital. Please send all correspondence with a copy to shareholderengagement@asyousow.org.

Sincerely,

Andrew Behar
CEO, *As You Sow*

Enclosures

- Shareholder Proposal
- Shareholder Authorization

cc: David Coleman, Sr., Director Investor Relations, investors@halliburton.com

RESOLVED: Shareholders request that Halliburton Co. (“Halliburton”) report to shareholders on the effectiveness of the Company's diversity, equity, and inclusion efforts. The report should be done at reasonable expense, exclude proprietary information, and provide transparency on outcomes, using quantitative metrics for hiring, retention, and promotion of employees, including data by gender, race, and ethnicity.

SUPPORTING STATEMENT: Quantitative data is sought so investors can assess and compare the effectiveness of companies' diversity, equity, and inclusion programs.

WHEREAS: Halliburton has not shared sufficient quantitative hiring, retention, and promotion data to allow investors to determine the effectiveness of its human capital management programs. Best practice disclosure includes hiring, retention, and promotion rate data by gender, race, and ethnicity in line with Equal Employment Opportunity Commission (EEOC) defined categories.

Between September 2020 and September 2022, S&P 100 companies increased by 298 percent their release of hiring rate data by gender, race, and ethnicity; retention rate data by 481 percent; and promotion rate data by 300 percent.¹ Companies that release, or have committed to release, more inclusion data than Halliburton include ConocoPhillips, Eversource Energy, NextEra Energy, and Williams Companies. Halliburton is increasingly a laggard in its decision to continue to withhold these data sets.

Numerous studies have pointed to the benefits of a diverse workforce:

- There is a positive association between diversity in management and cash flow, net profit, revenue, and return on equity.²
- Companies in the top quartile for gender diversity are 21 percent more likely to outperform on profitability.³
- The 20 most diverse companies had an average annual five-year stock return that was 5.8 percentage points higher than the 20 least diverse companies.⁴

Hiring, promotion, and retention rate data show how well a company manages its workforce diversity. Without this data, investors are unable to assess the effectiveness of a company's human capital management program.

Companies should look to hire the best talent. However, Black and Latino applicants face hiring challenges. Results of a meta-analysis of 24 field experiments found that, with identical resumes, White applicants received an average of 36 percent more callbacks than Black applicants and 24 percent more callbacks than Latino applicants.⁵

Promotion rates show how well diverse talent is nurtured at a company. Unfortunately, women and employees of color experience “a broken rung” in their careers; for every 100 men who are promoted,

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⁵ <https://hbr.org/2017/10/hiring-discrimination-against-black-americans-hasnt-declined-in-25-years>

only 86 women are. Women of color are particularly impacted, comprising 17 percent of the entry-level workforce and only four percent of executives.⁶

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Investors have reason to be concerned as Halliburton has faced allegations of race, age, and gender discrimination.

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⁷ https://www.morganstanley.com/im/publication/insights/articles/article_culturequantframework_us.pdf

⁸ https://www.institutionalinvestor.com/article/b1tx0zzdhnf5x/Want-to-Pick-the-Best-Stocks-Pick-the-Happiest-Companies?utm_medium=email&utm_campaign=The%20Essential%20II%20100721&utm_content=The%20Essential%20II%20100721%20CID_eb103a9e15359075f72a85f7ff534c79&utm_source=CampaignMonitorEmail&utm_term=Want%20to%20Pick%20the%20Best%20Stocks%20Pick%20the%20Happiest%20Companies

11/16/2022 | 12:15:35 PM PST

Andrew Behar
CEO
As You Sow
2020 Milvia St, Suite #500
Berkeley, CA 94704

Re: Authorization to File Shareholder Resolution

Dear Andrew Behar,

The undersigned (“Stockholder”) authorizes As You Sow to file a shareholder resolution on Stockholder’s behalf with the named Company for inclusion in the Company’s 2023 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. The resolution at issue relates to the below described subject.

Stockholder: DTDB Investments LLC (S)
Company: Halliburton Co
Subject: Greater disclosure of material corporate diversity, equity, and inclusion data

The Stockholder has continuously owned an amount of Company stock for a duration of time that enables the Stockholder to file a shareholder resolution for inclusion in the Company’s proxy statement. The Stockholder intends to hold the required amount of stock through the date of the Company’s annual meeting in 2023.

The Stockholder gives As You Sow the authority to address, on the Stockholder’s behalf, any and all aspects of the shareholder resolution, including drafting and editing the proposal, representing Stockholder in engagements with the Company, entering into any agreement with the Company, and designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder’s name and contact information will be disclosed in the proposal. The Securities and Exchange Commission has confirmed that they remove personally identifiable information from No-Action requests and related correspondence before making these materials publicly available on the Commission’s website. The Stockholder acknowledges that their name, however, may appear on the company’s proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder’s name in relation to the resolution. The Stockholder supports this proposal.

The Stockholder is available for a meeting with the Company regarding this shareholder proposal. The dates/times will be provided by As You Sow.

The Stockholder can be contacted at the following email address to schedule a dialogue during one of the above dates: austin.wilson@blackrock.com (client's asset manager)

Any correspondence regarding meeting dates must **also be sent to my representative:**
shareholderengagement@asyousow.org

The Stockholder also authorizes As You Sow to send a letter of support of the resolution on
Stockholder's behalf.

Sincerely,

DocuSigned by:

E7547CA44BAC480...

Name: Drew Behnke

Title: Shareholder

§ 240.14a-8 Shareholder proposals.

This [section](#) addresses when a company must include a shareholder's proposal in its [proxy statement](#) and identify the proposal in its form of [proxy](#) when the company holds an annual or special meeting of shareholders. In summary, in order to have your shareholder proposal included on a company's [proxy](#) card, and included along with any supporting statement in its [proxy statement](#), you must be eligible and follow certain procedures. Under a few specific circumstances, the company is permitted to exclude your proposal, but only after submitting its reasons to the Commission. We structured this [section](#) in a question-and-answer format so that it is easier to understand. The references to "you" are to a shareholder seeking to submit the proposal.

(a) Question 1: What is a proposal? A shareholder proposal is your recommendation or requirement that the company and/or its board of directors take [action](#), which you intend to present at a meeting of the company's shareholders. Your proposal should state as clearly as possible the course of [action](#) that you believe the company should follow. If your proposal is placed on the company's [proxy](#) card, the company must also provide in the form of [proxy](#) means for shareholders to specify by boxes a choice between approval or disapproval, or abstention. Unless otherwise indicated, the word "proposal" as used in this [section](#) refers both to your proposal, and to your corresponding statement in support of your proposal (if any).

(b) Question 2: Who is eligible to submit a proposal, and how do I demonstrate to the company that I am eligible? (1) To be eligible to submit a proposal, you must satisfy the following requirements:

(i) You must have continuously held:

(A) At least \$2,000 in market value of the company's securities entitled to vote on the proposal for at least three years; or

(B) At least \$15,000 in market value of the company's securities entitled to vote on the proposal for at least two years; or

(C) At least \$25,000 in market value of the company's securities entitled to vote on the proposal for at least one year; or

(D) The [amounts](#) specified in [paragraph \(b\)\(3\)](#) of this [section](#). This paragraph (b)(1)(i)(D) will expire on the same date that § 240.14a-8(b)(3) expires; and

(ii) You must provide the company with a written statement that you intend to continue to hold the requisite [amount](#) of securities, determined in accordance

with paragraph (b)(1)(i)(A) through (C) of this [section](#), through the date of the shareholders' meeting for which the proposal is submitted; and

(iii) You must provide the company with a written statement that you are able to meet with the company in person or via teleconference no less than 10 calendar days, nor more than 30 calendar days, after submission of the shareholder proposal. You must include your contact information as well as [business days](#) and specific times that you are available to discuss the proposal with the company. You must identify times that are within the regular business hours of the company's principal executive offices. If these hours are not disclosed in the company's [proxy statement](#) for the prior year's annual meeting, you must identify times that are between 9 a.m. and 5:30 p.m. in the time zone of the company's principal executive offices. If you elect to co-file a proposal, all co-filers must either:

(A) Agree to the same dates and times of availability, or

(B) Identify a single lead filer who will provide dates and times of the lead filer's availability to engage on behalf of all co-filers; and

(iv) If you use a representative to submit a shareholder proposal on your behalf, you must provide the company with written documentation that:

(A) Identifies the company to which the proposal is directed;

(B) Identifies the annual or special meeting for which the proposal is submitted;

(C) Identifies you as the proponent and identifies the person acting on your behalf as your representative;

(D) Includes your statement authorizing the designated representative to submit the proposal and otherwise act on your behalf;

(E) Identifies the specific topic of the proposal to be submitted;

(F) Includes your statement supporting the proposal; and

(G) Is signed and dated by you.

(v) The requirements of [paragraph \(b\)\(1\)\(iv\)](#) of this [section](#) shall not apply to shareholders that are entities so long as the representative's authority to act on the shareholder's behalf is apparent and self-evident such that a reasonable person would understand that the agent has authority to submit the proposal and otherwise act on the shareholder's behalf.

(vi) For purposes of [paragraph \(b\)\(1\)\(i\)](#) of this [section](#), you may not aggregate your holdings with those of another shareholder or group of shareholders to meet the requisite [amount](#) of securities necessary to be eligible to submit a proposal.

(2) One of the following methods must be used to demonstrate your eligibility to submit a proposal:

(i) If you are the registered holder of your securities, which means that your name appears in the company's records as a shareholder, the company can verify your eligibility on its own, although you will still have to provide the company with a written statement that you intend to continue to hold the requisite [amount](#) of securities, determined in accordance with [paragraph \(b\)\(1\)\(i\)\(A\) through \(C\)](#) of this [section](#), through the date of the meeting of shareholders.

(ii) If, like many shareholders, you are not a registered holder, the company likely does not know that you are a shareholder, or how many shares you own. In this case, at the time you submit your proposal, you must prove your eligibility to the company in one of two ways:

(A) The first way is to submit to the company a written statement from the "record" holder of your securities (usually a broker or bank) verifying that, at the time you submitted your proposal, you continuously held at least \$2,000, \$15,000, or \$25,000 in market value of the company's securities entitled to vote on the proposal for at least three years, two years, or one year, respectively. You must also include your own written statement that you intend to continue to hold the requisite [amount](#) of securities, determined in accordance with [paragraph \(b\)\(1\)\(i\)\(A\) through \(C\)](#) of this [section](#), through the date of the shareholders' meeting for which the proposal is submitted; or

(B) The second way to prove ownership applies only if you were required to [file](#), and filed, a Schedule 13D ([§ 240.13d-101](#)), Schedule 13G ([§ 240.13d-102](#)), Form 3 ([§ 249.103](#) of this chapter), Form 4 ([§ 249.104](#) of this chapter), and/or Form 5 ([§ 249.105](#) of this chapter), or amendments to those documents or updated forms, demonstrating that you meet at least one of the [share](#) ownership requirements under [paragraph \(b\)\(1\)\(i\)\(A\) through \(C\)](#) of this [section](#). If you have [filed](#) one or more of these documents with the SEC, you may demonstrate your eligibility to submit a proposal by submitting to the company:

(1) A copy of the schedule(s) and/or form(s), and any subsequent amendments reporting a change in your ownership level;

(2) Your written statement that you continuously held at least \$2,000, \$15,000, or \$25,000 in market value of the company's securities entitled to vote on the proposal for at least three years, two years, or one year, respectively; and

(3) Your written statement that you intend to continue to hold the requisite amount of securities, determined in accordance with paragraph (b)(1)(i)(A) through (C) of this section, through the date of the company's annual or special meeting.

(3) If you continuously held at least \$2,000 of a company's securities entitled to vote on the proposal for at least one year as of January 4, 2021, and you have continuously maintained a minimum investment of at least \$2,000 of such securities from January 4, 2021 through the date the proposal is submitted to the company, you will be eligible to submit a proposal to such company for an annual or special meeting to be held prior to January 1, 2023. If you rely on this provision, you must provide the company with your written statement that you intend to continue to hold at least \$2,000 of such securities through the date of the shareholders' meeting for which the proposal is submitted. You must also follow the procedures set forth in paragraph (b)(2) of this section to demonstrate that:

(i) You continuously held at least \$2,000 of the company's securities entitled to vote on the proposal for at least one year as of January 4, 2021; and

(ii) You have continuously maintained a minimum investment of at least \$2,000 of such securities from January 4, 2021 through the date the proposal is submitted to the company.

(iii) This paragraph (b)(3) will expire on January 1, 2023.

(c) Question 3: How many proposals may I submit? Each person may submit no more than one proposal, directly or indirectly, to a company for a particular shareholders' meeting. A person may not rely on the securities holdings of another person for the purpose of meeting the eligibility requirements and submitting multiple proposals for a particular shareholders' meeting.

(d) Question 4: How long can my proposal be? The proposal, including any accompanying supporting statement, may not exceed 500 words.

(e) Question 5: What is the deadline for submitting a proposal? (1) If you are submitting your proposal for the company's annual meeting, you can in most cases find the deadline in last year's [proxy statement](#). However, if the company did not hold an annual meeting last year, or has changed the date of its meeting for this year more than 30 days from last year's meeting, you can usually find the deadline in one of the company's quarterly reports on Form 10-Q ([§ 249.308a](#) of this chapter), or in shareholder reports of [investment companies](#) under [§ 270.30d-1](#) of this chapter of the [Investment Company Act of 1940](#). In order to avoid controversy, shareholders should submit their proposals by means, including electronic means, that permit them to prove the date of delivery.

(2) The deadline is calculated in the following manner if the proposal is submitted for a regularly scheduled annual meeting. The proposal must be received at the company's principal executive offices not less than 120 calendar days before the date of the company's [proxy statement](#) released to shareholders in connection with the previous year's annual meeting. However, if the company did not hold an annual meeting the previous year, or if the date of this year's annual meeting has been changed by more than 30 days from the date of the previous year's meeting, then the deadline is a reasonable time before the company begins to print and send its [proxy](#) materials.

(3) If you are submitting your proposal for a meeting of shareholders other than a regularly scheduled annual meeting, the deadline is a reasonable time before the company begins to print and send its [proxy](#) materials.

(f) Question 6: What if I fail to follow one of the eligibility or procedural requirements explained in answers to Questions 1 through 4 of this section? (1) The company may exclude your proposal, but only after it has notified you of the problem, and you have failed adequately to correct it. Within 14 calendar days of receiving your proposal, the company must notify you in writing of any procedural or eligibility deficiencies, as well as of the time frame for your response. Your response must be postmarked, or transmitted electronically, no later than 14 days from the date you received the company's notification. A company need not provide you such notice of a deficiency if the deficiency cannot be remedied, such as if you fail to submit a proposal by the company's properly determined deadline. If the company intends to exclude the proposal, it will later have to make a submission under [§ 240.14a-8](#) and provide you with a copy under Question 10 below, [§ 240.14a-8\(j\)](#).

(2) If you fail in your promise to hold the required number of securities through the date of the meeting of shareholders, then the company will be permitted to

exclude all of your proposals from its [proxy materials](#) for any meeting held in the following two calendar years.

(g) Question 7: Who has the burden of persuading the Commission or its staff that my proposal can be excluded? Except as otherwise noted, the burden is on the company to demonstrate that it is entitled to exclude a proposal.

(h) Question 8: Must I appear personally at the shareholders' meeting to present the proposal? (1) Either you, or your representative who is qualified under state law to present the proposal on your behalf, must attend the meeting to present the proposal. Whether you attend the meeting yourself or send a qualified representative to the meeting in your place, you should make sure that you, or your representative, follow the proper state law procedures for attending the meeting and/or presenting your proposal.

(2) If the company holds its shareholder meeting in whole or in part via electronic media, and the company permits you or your representative to present your proposal via such media, then you may appear through electronic media rather than traveling to the meeting to appear in person.

(3) If you or your qualified representative fail to appear and present the proposal, without good cause, the company will be permitted to exclude all of your proposals from its [proxy materials](#) for any meetings held in the following two calendar years.

(i) Question 9: If I have complied with the procedural requirements, on what other bases may a company rely to exclude my proposal? (1) Improper under state law: If the proposal is not a proper subject for [action](#) by shareholders under the laws of the jurisdiction of the company's organization;

NOTE TO PARAGRAPH (I)(1):

Depending on the subject matter, some proposals are not considered proper under state law if they would be binding on the company if approved by shareholders. In our experience, most proposals that are cast as recommendations or requests that the board of directors take specified [action](#) are proper under state law. Accordingly, we will assume that a proposal drafted as a recommendation or suggestion is proper unless the company demonstrates otherwise.

(2) Violation of law: If the proposal would, if implemented, cause the company to violate any state, federal, or foreign law to which it is subject;

NOTE TO PARAGRAPH (I)(2):

We will not apply this basis for exclusion to permit exclusion of a proposal on grounds that it would violate foreign law if compliance with the foreign law would result in a violation of any state or federal law.

(3) Violation of proxy rules: If the proposal or supporting statement is contrary to any of the Commission's [proxy](#) rules, including [§ 240.14a-9](#), which prohibits materially false or misleading statements in [proxy](#) soliciting materials;

(4) Personal grievance; special interest: If the proposal relates to the redress of a personal claim or grievance against the company or any other person, or if it is designed to result in a benefit to you, or to further a personal interest, which is not [shared](#) by the other shareholders at large;

(5) Relevance: If the proposal relates to operations which account for less than 5 percent of the company's total assets at the end of its most recent [fiscal year](#), and for less than 5 percent of its net earnings and gross sales for its most recent [fiscal year](#), and is not otherwise significantly related to the company's business;

(6) Absence of power/authority: If the company would lack the power or authority to implement the proposal;

(7) Management functions: If the proposal deals with a matter relating to the company's ordinary business operations;

(8) Director elections: If the proposal:

- (i) Would disqualify a nominee who is standing for election;
- (ii) Would remove a director from office before his or her term expired;
- (iii) Questions the competence, business judgment, or character of one or more nominees or directors;
- (iv) Seeks to include a specific individual in the company's [proxy materials](#) for election to the board of directors; or
- (v) Otherwise could affect the outcome of the upcoming election of directors.

(9) Conflicts with company's proposal: If the proposal directly conflicts with one of the company's own proposals to be submitted to shareholders at the same meeting;

NOTE TO PARAGRAPH (I)(9):

A company's submission to the Commission under this [section](#) should specify the points of conflict with the company's proposal.

(10) Substantially implemented: If the company has already substantially implemented the proposal;

NOTE TO PARAGRAPH (I)(10):

A company may exclude a shareholder proposal that would provide an advisory vote or seek future advisory votes to approve the compensation of executives as disclosed pursuant to Item 402 of Regulation S-K ([§ 229.402](#) of this chapter) or any successor to Item 402 (a “say-on-pay vote”) or that relates to the frequency of say-on-pay votes, provided that in the most recent shareholder vote required by § 240.14a-21(b) of this chapter a single year (*i.e.*, one, two, or three years) received approval of a majority of votes cast on the matter and the company has adopted a policy on the frequency of say-on-pay votes that is consistent with the choice of the majority of votes cast in the most recent shareholder vote required by [§ 240.14a-21\(b\)](#) of this chapter.

(11) Duplication: If the proposal substantially duplicates another proposal previously submitted to the company by another proponent that will be included in the company's [proxy materials](#) for the same meeting;

(12) Resubmissions. If the proposal addresses substantially the same subject matter as a proposal, or proposals, previously included in the company's [proxy materials](#) within the preceding five calendar years if the most recent vote occurred within the preceding three calendar years and the most recent vote was:

- (i) Less than 5 percent of the votes cast if previously voted on once;
- (ii) Less than 15 percent of the votes cast if previously voted on twice; or
- (iii) Less than 25 percent of the votes cast if previously voted on three or more times.

(13) Specific amount of dividends: If the proposal relates to specific [amounts](#) of cash or stock dividends.

(j) Question 10: What procedures must the company follow if it intends to exclude my proposal? (1) If the company intends to exclude a proposal from its [proxy materials](#), it must [file](#) its reasons with the Commission no later than 80 calendar days before it [files](#) its definitive [proxy statement](#) and form of [proxy](#) with the Commission. The company must simultaneously provide you with a copy of its submission. The Commission staff may permit the company to make its submission later than 80 days before the company [files](#) its definitive [proxy statement](#) and form of [proxy](#), if the company demonstrates good cause for missing the deadline.

(2) The company must [file](#) six paper copies of the following:

(i) The proposal;

(ii) An explanation of why the company believes that it may exclude the proposal, which should, if possible, refer to the most recent applicable authority, such as prior Division letters issued under the rule; and

(iii) A supporting opinion of counsel when such reasons are based on matters of state or foreign law.

(k) Question 11: May I submit my own statement to the Commission responding to the company's arguments?

Yes, you may submit a response, but it is not required. You should try to submit any response to us, with a copy to the company, as soon as possible after the company makes its submission. This way, the Commission staff will have time to consider fully your submission before it issues its response. You should submit six paper copies of your response.

(l) Question 12: If the company includes my shareholder proposal in its [proxy](#) materials, what information about me must it include along with the proposal itself?

(1) The company's [proxy statement](#) must include your name and address, as well as the number of the company's [voting securities](#) that you hold. However, instead of providing that information, the company may instead include a statement that it will provide the information to shareholders promptly upon receiving an oral or written request.

(2) The company is not responsible for the contents of your proposal or supporting statement.

(m) Question 13: What can I do if the company includes in its [proxy statement](#) reasons why it believes shareholders should not vote in favor of my proposal, and I disagree with some of its statements?

(1) The company may elect to include in its [proxy statement](#) reasons why it believes shareholders should vote against your proposal. The company is allowed to make arguments reflecting its own point of view, just as you may express your own point of view in your proposal's supporting statement.

(2) However, if you believe that the company's opposition to your proposal contains materially false or misleading statements that may violate our anti-fraud rule, [§ 240.14a-9](#), you should promptly send to the Commission staff and the

company a letter explaining the reasons for your view, along with a copy of the company's statements opposing your proposal. To the extent possible, your letter should include specific factual information demonstrating the inaccuracy of the company's claims. Time permitting, you may wish to try to work out your differences with the company by yourself before contacting the Commission staff.

(3) We require the company to send you a copy of its statements opposing your proposal before it sends its [proxy](#) materials, so that you may bring to our attention any materially false or misleading statements, under the following timeframes:

(i) If our no-action response requires that you make revisions to your proposal or supporting statement as a condition to requiring the company to include it in its [proxy](#) materials, then the company must provide you with a copy of its opposition statements no later than 5 calendar days after the company receives a copy of your revised proposal; or

(ii) In all other cases, the company must provide you with a copy of its opposition statements no later than 30 calendar days before its [files](#) definitive copies of its [proxy statement](#) and form of [proxy](#) under [§ 240.14a-6](#).

[[63 FR 29119](#), May 28, 1998; [63 FR 50622](#), 50623, Sept. 22, 1998, as amended at [72 FR 4168](#), Jan. 29, 2007; [72 FR 70456](#), Dec. 11, 2007; [73 FR 977](#), Jan. 4, 2008; [76 FR 6045](#), Feb. 2, 2011; [75 FR 56782](#), Sept. 16, 2010; [85 FR 70294](#), Nov. 4, 2020]

EFFECTIVE DATE NOTE:

At [85 FR 70294](#), Nov. 4, 2020, § 240.14a-8 was amended by adding paragraph (b)(3), effective Jan. 4, 2021 through Jan. 1, 2023.

EXHIBIT C

From: Shareholder Engagement <shareholderengagement@asyousow.org>
Sent: Thursday, December 22, 2022 1:55 AM
To: Sarah Rubenfeld
Cc: Bruce Metzinger; Gail Follansbee; Rachel Lowy; Meredith Benton
Subject: [EXTERNAL] Re: Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S) Shareholder Proposals to Halliburton Company
Attachments: 23.HAL.1 Halliburton - Proof of Ownership_DTDB Investments LLC.pdf

External Sender: Use caution with links/attachments.

Dear Sarah,

We would like to inform you that we are withdrawing **Debriana Berlin Rev Tr (S)** as a filer, and will be proceeding with **DTDB Investments LLC (S)** as the Proponent.

Please see attached the following proof of ownership:

Lead Filer **DTDB Investments LLC (S)** 826 shares.

It would be greatly appreciated if you could confirm receipt and that all deficiencies are satisfied.

Thank you and best regards,

Rachel Lowy

Rachel Lowy (she/her/hers)

Shareholder Relations Coordinator

As You Sow

Main Post Office, P.O. Box 751 | Berkeley, CA 94701

(510) 735-8158 x722

rlowy@asyousow.org | www.asyousow.org



~Empowering Shareholders to Change Corporations for Good~

From: Sarah Rubenfeld <Sarah.Rubenfeld@halliburton.com>

Sent: Tuesday, December 6, 2022 11:17 AM

To: Meredith Benton <benton@whistlestop.capital>

Cc: Bruce Metzinger <Bruce.Metzinger@Halliburton.com>; Shareholder Engagement <shareholderengagement@asyousow.org>

Subject: Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S) Shareholder Proposals to Halliburton Company

Ms. Benton:

Attached are:

1. A letter to you notifying you of the need to provide evidence to Halliburton Company of the shares owned by Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S)
2. A copy of the shareholder proposals submitted to Halliburton Company by Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S)
3. A copy of Rule 14a-8

Thank you.

Sarah

Sarah Rubenfeld

Senior Counsel

3000 N Sam Houston Pkwy E

Houston, TX 77032-3219

Email: sarah.rubenfeld@halliburton.com

Office: +1 713-839-4629

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Fidelity InstitutionalSM

100 Crosby Parkway KCIJ
Covington, KY 41015
December 15, 2022

DTDB INVESTMENTS LLC
1530 12TH AVE
SAN FRANCISCO, CA 94122-3504

To Whom It May Concern:

Fidelity Investments, a DTC participant, acts as the custodian for the DTDB INVESTMENTS LLC. Fidelity Investments held the following position for the preceding 3 years from the date of this letter to present on behalf of DTDB INVESTMENTS LLC:

HAL: HALLIBURTON CO COM USD2.5 – CUSIP: 406216101 – 826 Shares - the account held at least \$15,000 of HAL, held continuously for the preceding 25 months

We confirm that the DTDB INVESTMENTS LLC has beneficial ownership of at least \$15,000 in market value of voting securities on the securities listed above and had such beneficial ownership continuously for 25 in accordance with rule 14a-8(a)(a) of Securities Act of 1934.

If you have any questions, please contact your advisor at Aperio Group, LLC. at (415) 339-4300.

Sincerely,

A handwritten signature in black ink, appearing to read "Brandon Pitts".

Brandon Pitts
Client Services Manager

Our file: W828864-15DEC22
200 Seaport Boulevard, Boston, MA 02210

Fidelity Clearing & Custody Solutions[®] provides clearing, custody, or other brokerage services through National Financial Services LLC or Fidelity Brokerage Services LLC, Members NYSE, SIPC.

HALLIBURTON

3000 N Sam Houston Pkw E • Post Office Box 60087 (77205-0087) • Houston, TX 77032-3219
Tel: 713-839-4629 • Fax: 281-871-7010 • Sarah.Rubinfeld@halliburton.com

January 19, 2023

VIA ELECTRONIC MAIL
Office of the Chief Counsel
Division of Corporate Finance
Securities and Exchange Commission
100 F St., N.E.
Washington, DC 20549
shareholderproposals@sec.gov

RE: Halliburton Company Shareholder Proposal from DTDB Investments LLC (S)

Ladies and Gentlemen:

In a letter dated December 23, 2022, Halliburton Company (“*Halliburton*”), a Delaware corporation, submitted a request that the staff of the Securities and Exchange Commission concur that Halliburton may exclude a shareholder proposal received on December 5, 2022 (together with the supporting statement, the “*Proposal*”) by As You Sow, on behalf of DTDB Investments LLC (S) (the “*Proponent*”), from the Company’s proxy statement for the Company’s 2023 Annual Meeting of Shareholders.

As You Sow withdrew the Proposal on behalf of the Proponent by electronic mail on January 19, 2023. A copy of this communication is attached hereto as Exhibit A. In reliance on this communication, we hereby withdraw our December 23, 2022 no-action request.

Please contact the undersigned at 713-839-4629 or by email at sarah.rubinfeld@halliburton.com to discuss any questions you may have regarding this matter.

Sincerely,



Sarah Rubinfeld
Senior Counsel, Halliburton

Enclosures

cc: Bruce Metzinger (Bruce.Metzinger@halliburton.com)
Meredith Benton (benton@whistlestop.capital)
As You Sow Shareholder Engagement (shareholderengagement@asyousow.org)
Gail Follansbee (gail@asyousow.org)
Rachel Lowy (rlowy@asyousow.org)
Luke Morgan (lmorgan@asyousow.org)
Danielle Fugere (dfugere@asyousow.org)

EXHIBIT A

Sarah Rubenfeld

From: Shareholder Engagement <shareholderengagement@asyousow.org>
Sent: Thursday, January 19, 2023 11:36 AM
To: Sarah Rubenfeld
Cc: Bruce Metzinger; Gail Follansbee; Rachel Lowy; Meredith Benton; Luke Morgan; Danielle Fugere
Subject: Re: [EXTERNAL] Re: Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S) Shareholder Proposals to Halliburton Company

Dear Sarah,

We have decided to withdraw this proposal that we filed with Halliburton on December 3, 2022. Please consider this our notice of withdrawal and in response please withdraw your No-Action filing with the SEC.

Thank you for extending the opportunity to still engage with *As You Sow*, and for arranging a meeting to discuss more with Meredith Benton in February.

Best regards,
Rachel Lowy

Rachel Lowy (she/her/hers)

Shareholder Relations Sr. Coordinator

As You Sow

Main Post Office, P.O. Box 751 | Berkeley, CA 94701
(510) 735-8158 x722

rlowy@asyousow.org | www.asyousow.org



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From: Sarah Rubenfeld <Sarah.Rubenfeld@halliburton.com>
Sent: Thursday, December 22, 2022 11:28 AM
To: Shareholder Engagement <shareholderengagement@asyousow.org>
Cc: Bruce Metzinger <Bruce.Metzinger@Halliburton.com>; Gail Follansbee <gail@asyousow.org>; Rachel Lowy <rlowy@asyousow.org>; Meredith Benton <benton@whistlestop.capital>
Subject: RE: [EXTERNAL] Re: Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S) Shareholder Proposals to Halliburton Company

Dear Rachel,

Thank you for your response and for informing us of the withdrawal of Debriana Berlin Rev Tr (S) as a Proponent. Unfortunately, we cannot accept the eligibility of DTBD Investments LLC (S) as a Proponent, as we have received the necessary proof of stock ownership after the 14 calendar day deadline set forth in Rule 14a-8(f)(1), and therefore the deficiency has not been satisfied in a timely manner. We intend to file a no action letter with the SEC relating to this matter on Friday, December 23.

However, we are willing to engage with As You Sow on their issues of concern, and would like to propose that As You Sow instead withdraw their proposal today (negating the need for the no action letter). If so, we will work with you to arrange a meeting in February 2023 to discuss your concerns and Halliburton's current and planned efforts regarding diversity, equity and inclusion.

Please let us know your decision by close of business today. Thank you.

Sincerely,

Sarah

Sarah Rubenfeld

Senior Counsel

3000 N Sam Houston Pkwy E

Houston, TX 77032-3219

Email: sarah.rubenfeld@halliburton.com

Office: +1 713-839-4629

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HALLIBURTON

From: Shareholder Engagement <shareholderengagement@asyousow.org>

Sent: Thursday, December 22, 2022 1:55 AM

To: Sarah Rubenfeld <Sarah.Rubenfeld@halliburton.com>

Cc: Bruce Metzinger <Bruce.Metzinger@Halliburton.com>; Gail Follansbee <gail@asyousow.org>; Rachel Lowy <rlowy@asyousow.org>; Meredith Benton <benton@whistlestop.capital>

Subject: [EXTERNAL] Re: Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S) Shareholder Proposals to Halliburton Company

External Sender: Use caution with links/attachments.

Dear Sarah,

We would like to inform you that we are withdrawing **Debriana Berlin Rev Tr (S)** as a filer, and will be proceeding with **DTDB Investments LLC (S)** as the Proponent.

Please see attached the following proof of ownership:

Lead Filer **DTDB Investments LLC (S)** 826 shares.

It would be greatly appreciated if you could confirm receipt and that all deficiencies are satisfied.

Thank you and best regards,

Rachel Lowy

Rachel Lowy (she/her/hers)

Shareholder Relations Coordinator

As You Sow

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From: Sarah Rubenfeld <Sarah.Rubenfeld@halliburton.com>

Sent: Tuesday, December 6, 2022 11:17 AM

To: Meredith Benton <benton@whistlestop.capital>

Cc: Bruce Metzinger <Bruce.Metzinger@Halliburton.com>; Shareholder Engagement <shareholderengagement@asyousow.org>

Subject: Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S) Shareholder Proposals to Halliburton Company

Ms. Benton:

Attached are:

1. A letter to you notifying you of the need to provide evidence to Halliburton Company of the shares owned by Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S)
2. A copy of the shareholder proposals submitted to Halliburton Company by Debriana Berlin Rev Tr (S) and DTDB Investments LLC (S)
3. A copy of Rule 14a-8

Thank you.

Sarah

Sarah Rubenfeld

Senior Counsel

3000 N Sam Houston Pkwy E

Houston, TX 77032-3219

Email: sarah.rubenfeld@halliburton.com

Office: +1 713-839-4629

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