

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

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended March 31, 2025

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 001-03492

HALLIBURTON COMPANY

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation or organization)

75-2677995
(I.R.S. Employer Identification No.)

3000 North Sam Houston Parkway East, Houston, Texas 77032
(Address of principal executive offices) (Zip Code)

(281) 871-2699
(Registrant's telephone number, including area code)

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

<u>Title of each class</u>	<u>Trading Symbol</u>	<u>Name of each exchange on which registered</u>
Common Stock, par value \$2.50 per share	HAL	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	<input checked="" type="checkbox"/>	Accelerated Filer	<input type="checkbox"/>
Non-accelerated Filer	<input type="checkbox"/>	Smaller Reporting Company	<input type="checkbox"/>
		Emerging Growth Company	<input type="checkbox"/>

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

As of April 18, 2025, there were 859,715,017 shares of Halliburton Company common stock, \$2.50 par value per share, outstanding.

HALLIBURTON COMPANY

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PART I. FINANCIAL INFORMATION
Item 1. Financial Statements

HALLIBURTON COMPANY
Condensed Consolidated Statements of Operations
(Unaudited)

	Three Months Ended March 31,	
<i>Millions of dollars and shares except per share data</i>	2025	2024
Revenue:		
Services	\$ 3,809	\$ 4,146
Product sales	1,608	1,658
Total revenue	5,417	5,804
Operating costs and expenses:		
Cost of services	3,286	3,428
Cost of sales	1,252	1,294
Impairments and other charges	356	—
General and administrative	62	61
SAP S4 upgrade expense	30	34
Total operating costs and expenses	4,986	4,817
Operating income	431	987
Interest expense, net of interest income of \$25 and \$22	(86)	(92)
Other, net	(39)	(108)
Income before income taxes	306	787
Income tax provision	(103)	(178)
Net income	\$ 203	\$ 609
Net (income) loss attributable to noncontrolling interest	1	(3)
Net income attributable to company	\$ 204	\$ 606
Basic and diluted net income per share	\$ 0.24	\$ 0.68
Basic weighted average common shares outstanding	866	889
Diluted weighted average common shares outstanding	866	891

See notes to condensed consolidated financial statements.

HALLIBURTON COMPANY
Condensed Consolidated Statements of Comprehensive Income
(Unaudited)

<i>Millions of dollars</i>	Three Months Ended	
	March 31,	
	2025	2024
Net income	\$ 203	\$ 609
Other comprehensive loss, net of income taxes	(6)	—
Comprehensive income	\$ 197	\$ 609
Comprehensive (income) loss attributable to noncontrolling interest	1	(4)
Comprehensive income attributable to company shareholders	\$ 198	\$ 605

See notes to condensed consolidated financial statements.

HALLIBURTON COMPANY
Condensed Consolidated Balance Sheets
(Unaudited)

<i>Millions of dollars and shares except per share data</i>	March 31, 2025	December 31, 2024
Assets		
Current assets:		
Cash and equivalents	\$ 1,804	\$ 2,618
Receivables (net of allowances for credit losses of \$755 and \$754)	5,204	5,117
Inventories	3,044	3,040
Other current assets	1,477	1,607
Total current assets	11,529	12,382
Property, plant, and equipment (net of accumulated depreciation of \$12,527 and \$12,461)	5,149	5,113
Goodwill	2,891	2,838
Deferred income taxes	2,345	2,339
Operating lease right-of-use assets	984	1,022
Other assets	2,281	1,893
Total assets	\$ 25,179	\$ 25,587
Liabilities and Shareholders' Equity		
Current liabilities:		
Accounts payable	\$ 3,168	\$ 3,189
Accrued employee compensation and benefits	632	711
Current maturities of long-term debt	381	381
Income taxes payable	362	449
Current portion of operating lease liabilities	264	263
Taxes other than income	237	328
Other current liabilities	779	729
Total current liabilities	5,823	6,050
Long-term debt	7,160	7,160
Operating lease liabilities	769	798
Employee compensation and benefits	389	414
Other liabilities	629	617
Total liabilities	14,770	15,039
Shareholders' equity:		
Common stock, par value \$2.50 per share (authorized 2,000 shares, issued 1,064 and 1,065 shares)	2,661	2,662
Paid-in capital in excess of par value	59	79
Accumulated other comprehensive loss	(359)	(353)
Retained earnings	14,389	14,332
Treasury stock, at cost (203 and 197 shares)	(6,383)	(6,214)
Company shareholders' equity	10,367	10,506
Noncontrolling interest in consolidated subsidiaries	42	42
Total shareholders' equity	10,409	10,548
Total liabilities and shareholders' equity	\$ 25,179	\$ 25,587

See notes to condensed consolidated financial statements.

HALLIBURTON COMPANY
Condensed Consolidated Statements of Cash Flows
(Unaudited)

<i>Millions of dollars</i>	Three Months Ended	
	March 31,	
	2025	2024
Cash flows from operating activities:		
Net income	\$ 203	\$ 609
Adjustments to reconcile net income to cash flows from operating activities:		
Impairments and other charges	356	—
Depreciation, depletion, and amortization	277	263
Changes in assets and liabilities:		
Receivables	(86)	(268)
Accounts payable	(64)	(41)
Inventories	(4)	(32)
Other operating activities	(305)	(44)
Total cash flows provided by operating activities	377	487
Cash flows from investing activities:		
Capital expenditures	(302)	(330)
Purchases of investment securities	(96)	(88)
Proceeds from sales of property, plant, and equipment	49	49
Sales of investment securities	41	—
Purchase of an equity investment	(345)	—
Payments to acquire businesses, net of cash acquired	(116)	—
Other investing activities	(15)	(12)
Total cash flows used in investing activities	(784)	(381)
Cash flows from financing activities:		
Stock repurchase program	(250)	(250)
Dividends to shareholders	(147)	(151)
Other financing activities	(9)	(21)
Total cash flows used in financing activities	(406)	(422)
Effect of exchange rate changes on cash	(1)	(57)
Decrease in cash and equivalents	(814)	(373)
Cash and equivalents at beginning of period	2,618	2,264
Cash and equivalents at end of period	\$ 1,804	\$ 1,891
Supplemental disclosure of cash flow information:		
Cash payments during the period for:		
Interest	\$ 116	\$ 118
Income taxes	\$ 165	\$ 95

See notes to condensed consolidated financial statements.

HALLIBURTON COMPANY
Notes to Condensed Consolidated Financial Statements
(Unaudited)

Note 1. Basis of Presentation

The accompanying unaudited condensed consolidated financial statements were prepared using United States generally accepted accounting principles (U.S. GAAP) for interim financial information and the instructions to Form 10-Q and Regulation S-X. Accordingly, these financial statements do not include all information or notes required by U.S. GAAP for annual financial statements and should be read together with our 2024 Annual Report on Form 10-K.

Our accounting policies are in accordance with U.S. GAAP. The preparation of financial statements in conformity with these accounting principles requires us to make estimates and assumptions that affect:

- the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements; and
- the reported amounts of revenue and expenses during the reporting period.

Ultimate results could differ from our estimates.

In our opinion, the condensed consolidated financial statements included herein contain all adjustments necessary to present fairly our financial position as of March 31, 2025, the results of our operations for the three months ended March 31, 2025 and 2024, and our cash flows for the three months ended March 31, 2025 and 2024. Such adjustments are of a normal recurring nature. In addition, certain reclassifications of prior period balances have been made to conform to the current period presentation.

The results of our operations for the three months ended March 31, 2025 may not be indicative of results for the full year.

Note 2. Impairments and Other Charges

The following table presents various pre-tax charges we recorded during the three months ended March 31, 2025, which are reflected within “Impairments and other charges” on our condensed consolidated statements of operations.

<i>Millions of dollars</i>	Three Months Ended March 31, 2025
Severance costs	\$ 107
Impairment of assets held for sale	104
Impairment of real estate facilities	53
Other	92
Total impairments and other charges	\$ 356

Of the \$356 million pre-tax charges recorded during the three months ended March 31, 2025, \$201 million was attributable to our Completion and Production segment, \$85 million was attributable to our Drilling and Evaluation segment, and \$70 million was attributable to Corporate and other.

During the first quarter of 2025, we recorded \$107 million in severance expense as we rationalized global headcount to align with activity levels and \$104 million of additional impairment associated with a strategic decision to market for sale a portion of our chemical business. Additionally, we recognized a \$53 million impairment related to facility closures and lease terminations. Other charges of \$92 million is primarily related to legacy environmental remediation cost estimate increases.

During the three months ended March 31, 2024, there were no amounts recorded in impairments and other charges.

Note 3. Business Segment Information

We operate under two divisions, which form the basis for the two operating segments we report: the Completion and Production segment and the Drilling and Evaluation segment. Our equity in earnings and losses of unconsolidated affiliates that are accounted for using the equity method of accounting are included within cost of services and cost of sales on our statements of operations, which is part of operating income of the applicable segment.

Our company's chief operating decision maker (CODM) is Jeffrey Miller, Chairman of the Board, President and Chief Executive Officer. Our CODM assesses the performance of the two divisions and makes resource allocation decisions based on divisional revenue and operating income.

The following table presents information on our business segments.

<i>Millions of dollars</i>	Three Months Ended	
	March 31,	
	2025	2024
Revenue:		
Completion and Production	\$ 3,120	\$ 3,373
Drilling and Evaluation	2,297	2,431
Total revenue	\$ 5,417	\$ 5,804
Operating income:		
Completion and Production	\$ 531	\$ 688
Drilling and Evaluation	352	398
Total operations	883	1,086
Corporate and other (a)	(66)	(65)
SAP S4 upgrade expense	(30)	(34)
Impairments and other charges (b)	(356)	—
Total operating income	\$ 431	\$ 987
Interest expense, net of interest income	(86)	(92)
Other, net (c)	(39)	(108)
Income before income taxes	\$ 306	\$ 787
Capital expenditures:		
Completion and Production	\$ 178	\$ 176
Drilling and Evaluation	124	153
Corporate and other	—	1
Total capital expenditures	\$ 302	\$ 330
Depreciation, depletion, and amortization:		
Completion and Production	\$ 152	\$ 144
Drilling and Evaluation	121	115
Corporate and other	4	4
Total depreciation, depletion, and amortization	\$ 277	\$ 263

- (a) Includes certain expenses not attributable to a business segment, such as costs related to support functions, corporate executives, and operating lease assets, and includes amortization expense associated with intangible assets recorded as a result of acquisitions.
- (b) For the three months ended March 31, 2025, the amount includes a \$201 million charge attributable to Completion and Production, an \$85 million charge attributable to Drilling and Evaluation, and a \$70 million charge attributable to Corporate and other. See Note 2 for further discussion on impairments and other charges.
- (c) During the three months ended March 31, 2024, Halliburton incurred a charge of \$82 million primarily due to the impairment of an investment in Argentina and currency devaluation in Egypt.

The following table presents significant segment expenses, which represent the difference between segment revenue and segment operating income and are regularly reviewed by our CODM.

<i>Millions of dollars</i>	Three Months Ended	
	March 31,	
	2025	
	Completion and Production	Drilling and Evaluation
Segment operating expenses:		
Cost of products, materials, and supplies	\$ 1,300	\$ 882
Compensation	474	467
Depreciation, depletion, and amortization	152	121
Other	663	475
Total segment operating expenses	\$ 2,589	\$ 1,945

<i>Millions of dollars</i>	Three Months Ended	
	March 31,	
	2024	
	Completion and Production	Drilling and Evaluation
Segment operating expenses:		
Cost of products, materials, and supplies	\$ 1,392	\$ 977
Compensation	484	465
Depreciation, depletion, and amortization	144	115
Other	665	476
Total segment operating expenses	\$ 2,685	\$ 2,033

Other segment operating expenses primarily consist of maintenance, overhead allocations, facilities cost, and other miscellaneous costs.

The following table presents total assets by segment.

<i>Millions of dollars</i>	March 31, 2025	December 31, 2024
Total assets:		
Completion and Production (a)	\$ 12,169	\$ 11,987
Drilling and Evaluation (a)	7,972	7,806
Corporate and other (b)	5,038	5,794
Total assets	\$ 25,179	\$ 25,587

(a) Assets associated with specific segments primarily include receivables, inventories, property, plant, and equipment, operating lease right-of-use assets, equity in and advances to related companies, and goodwill.

(b) Includes primarily cash and equivalents and deferred tax assets.

Note 4. Revenue

Revenue is recognized based on the transfer of control or our customers' ability to benefit from our services and products in an amount that reflects the consideration we expect to receive in exchange for those services and products. Most of our service and product contracts are short-term in nature. In recognizing revenue for our services and products, we determine the transaction price of purchase orders or contracts with our customers, which may consist of fixed and variable consideration. We also assess our customers' ability and intention to pay, which is based on a variety of factors, including our historical payment experience with, and the financial condition of, our customers. Payment terms and conditions vary by contract type, although terms generally include a requirement of payment within 20 to 60 days. Other judgments involved in recognizing revenue include an assessment of progress towards completion of performance obligations for certain long-term contracts, which involve estimating total costs to determine our progress towards contract completion and calculating the corresponding amount of revenue to recognize.

Disaggregation of revenue

We disaggregate revenue from contracts with customers into types of services or products, consistent with our two reportable segments, in addition to geographical area. Based on the location of services provided and products sold, 39% and 42% of our consolidated revenue was from the United States for the three months ended March 31, 2025 and 2024, respectively. No other country accounted for more than 10% of our revenue for those periods.

The following table presents information on our disaggregated revenue.

<i>Millions of dollars</i>	Three Months Ended	
	March 31,	
	2025	2024
Revenue by segment:		
Completion and Production	\$ 3,120	\$ 3,373
Drilling and Evaluation	2,297	2,431
Total revenue	\$ 5,417	\$ 5,804
Revenue by geographic region:		
North America	\$ 2,236	\$ 2,546
Latin America	896	1,108
Europe/Africa/CIS	775	729
Middle East/Asia	1,510	1,421
Total revenue	\$ 5,417	\$ 5,804

Contract balances

We perform our obligations under contracts with our customers by transferring services and products in exchange for consideration. The timing of our performance often differs from the timing of our customers' payment, which results in the recognition of receivables and deferred revenue. Deferred revenue represents advance consideration received from customers for contracts where revenue is recognized on future performance of service. Deferred revenue, as well as revenue recognized during the period relating to amounts included as deferred revenue at the beginning of the period, was not material to our condensed consolidated financial statements.

Transaction price allocated to remaining performance obligations

Remaining performance obligations represent firm contracts for which work has not been performed and future revenue recognition is expected. We have elected the practical expedient permitting the exclusion of disclosing remaining performance obligations for contracts that have an original expected duration of one year or less. We have some long-term contracts related to software and integrated project management services such as lump sum turnkey contracts. For software contracts, revenue is generally recognized over the duration of the contract period when the software is considered to be a right to access our intellectual property. For lump sum turnkey projects, we recognize revenue over time using an input method, which requires us to exercise judgment. Revenue allocated to remaining performance obligations for these long-term contracts is not material.

Receivables

As of March 31, 2025, 33% of our net trade receivables were from customers in the United States and 9% was from customers in Mexico. As of December 31, 2024, 30% of our net trade receivables were from customers in the United States and 11% were from customers in Mexico. Receivables from our primary customer in Mexico accounted for approximately 7% and 8% of our total receivables as of March 31, 2025 and December 31, 2024, respectively. While we have experienced payment delays from our primary customer in Mexico, the amounts are not in dispute and we have not historically had, and we do not expect any material write-offs due to collectability of receivables from this customer. Furthermore, we have entered into credit default swaps (CDSs) with third-party financial institutions that have an aggregate notional amount outstanding as of March 31, 2025 of \$1.0 billion related to borrowings provided by the financial institutions to one of our primary customers in Mexico, of which, portions of the proceeds were utilized by this customer to pay certain of our outstanding receivables. See Note 11 for further information on these CDSs. No country other than the United States and no single customer accounted for more than 10% of our net trade receivables at those dates.

We have risk of delayed customer payments and payment defaults associated with customer liquidity issues. We routinely monitor the financial stability of our customers and employ an extensive process to evaluate the collectability of outstanding receivables. This process, which involves judgment and estimates, includes analysis of our customers' historical time to pay, financial condition and various financial metrics, debt structure, credit ratings, and production profile, as well as political and economic factors in countries of operations and other customer-specific factors.

Note 5. Inventories

Inventories consisted of the following:

<i>Millions of dollars</i>	March 31, 2025	December 31, 2024
Finished products and parts	\$ 1,965	\$ 1,956
Raw materials and supplies	939	952
Work in process	140	132
Total inventories	\$ 3,044	\$ 3,040

Note 6. Accounts Payable

We have an agreement with a third party that allows our participating suppliers to finance payment obligations from us with designated third-party financial institutions who act as our paying agent. We have generally extended our payment terms with suppliers to 90 days. A participating supplier may request a participating financial institution to finance one or more of our payment obligations to such supplier prior to the scheduled due date thereof at a discounted price. We are not required to provide collateral to the financial institutions.

Our obligations to participating suppliers, including amounts due and scheduled payment dates, are not impacted by the suppliers' decisions to finance amounts due under these financing arrangements. Our outstanding payment obligations under these agreements were \$292 million as of March 31, 2025, and \$317 million as of December 31, 2024, and are included in accounts payable on the condensed consolidated balance sheets.

Note 7. Income Taxes

During the three months ended March 31, 2025, we recorded a total income tax provision of \$103 million on a pre-tax income of \$306 million, resulting in an effective tax rate of 33.7% for the quarter. The effective tax rate for this period was primarily impacted by the additional valuation allowance recognized on our deferred tax assets, which resulted from the pre-tax \$356 million of impairments and other charges. During the three months ended March 31, 2024, we recorded a total income tax provision of \$178 million on a pre-tax income of \$787 million, resulting in an effective tax rate of 22.6% for the quarter.

Our tax returns are subject to review by the taxing authorities in the jurisdictions where we file tax returns. In most cases we are no longer subject to examination by tax authorities for years before 2013. The only significant operating jurisdiction that has tax filings under review or subject to examination by the tax authorities is the United States. The United States federal income tax filings for tax years 2016 through 2023 are currently under review or remain open for review by the Internal Revenue Service (the IRS).

As of March 31, 2025, the primary unresolved issue for the IRS audit for 2016 relates to the classification of the \$3.5 billion ordinary deduction that we claimed for the termination fee we paid to Baker Hughes in the second quarter of 2016 for which we received a Notice of Proposed Adjustment (NOPA) from the IRS on September 28, 2023. We regularly assess the likelihood of adverse outcomes resulting from tax examinations to determine the adequacy of our tax reserves, and we believe our income tax reserves are appropriately provided for all open tax years. We do not expect a final resolution of this issue in the next twelve months.

Based on the information currently available, we do not anticipate a significant increase or decrease to our tax contingencies within the next twelve months.

In December 2023, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2023-09, *Income Taxes (Topic 740): Improvements to Income Tax Disclosures*, which requires greater disaggregation of income tax disclosures. The new standard requires additional information to be disclosed with respect to the income tax rate reconciliation and income taxes paid disaggregated by jurisdiction. This ASU should be applied prospectively for fiscal years beginning after December 15, 2024, with retrospective application permitted. The Company will adopt this standard for the Form 10-K for the year ending December 31, 2025, on a prospective basis. The Company is currently evaluating these new disclosure requirements and does not expect the adoption to have a material impact.

Note 8. Shareholders' Equity

The following tables summarize our shareholders' equity activity for the three months ended March 31, 2025 and March 31, 2024, respectively:

<i>Millions of dollars</i>	Common Stock	Paid-in Capital in Excess of Par Value	Treasury Stock	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Noncontrolling Interest in Consolidated Subsidiaries	Total
Balance at December 31, 2024	\$ 2,662	\$ 79	\$ (6,214)	\$ 14,332	\$ (353)	\$ 42	\$ 10,548
Comprehensive income (loss):							
Net income	—	—	—	204	—	(1)	203
Other comprehensive income (loss)	—	—	—	—	(6)	—	(6)
Cash dividends (\$0.17 per share)	—	—	—	(147)	—	—	(147)
Stock repurchase program	—	—	(250)	—	—	—	(250)
Stock plans (a)	(1)	(20)	81	—	—	—	60
Other	—	—	—	—	—	1	1
Balance at March 31, 2025	\$ 2,661	\$ 59	\$ (6,383)	\$ 14,389	\$ (359)	\$ 42	\$ 10,409

(a) In the first quarter of 2025, we issued common stock from treasury shares for stock options exercised, restricted stock grants, performance shares under our performance unit program, and purchases under our employee stock purchase plan.

<i>Millions of dollars</i>	Common Stock	Paid-in Capital in Excess of Par Value	Treasury Stock	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Noncontrolling Interest in Consolidated Subsidiaries	Total
Balance at December 31, 2023	\$ 2,663	\$ 63	\$ (5,540)	\$ 12,536	\$ (331)	\$ 42	\$ 9,433
Comprehensive income (loss):							
Net income	—	—	—	606	—	3	609
Other comprehensive income (loss)	—	—	—	—	(1)	1	—
Cash dividends (\$0.17 per share)	—	—	—	(151)	—	—	(151)
Stock repurchase program	—	—	(250)	—	—	—	(250)
Stock plans (a)	(1)	(63)	108	(3)	—	—	41
Other	—	—	—	—	—	—	—
Balance at March 31, 2024	\$ 2,662	\$ —	\$ (5,682)	\$ 12,988	\$ (332)	\$ 46	\$ 9,682

(a) In the first quarter of 2024, we issued common stock from treasury shares for stock options exercised, restricted stock grants, performance shares under our performance unit program, and purchases under our employee stock purchase plan. As a result, additional paid in capital was reduced to zero, which resulted in a reduction of retained earnings by \$3 million. Future issuances from treasury shares could similarly impact additional paid in capital and retained earnings.

Our Board of Directors has authorized a program to repurchase our common stock from time to time. We repurchased 9.6 million shares of our common stock under the program during the three months ended March 31, 2025 for \$250 million. Approximately \$2.8 billion remained authorized for repurchases under the program as of March 31, 2025. From the inception of this program in February of 2006 through March 31, 2025, we repurchased 293 million shares of our common stock for a total cost of approximately \$11.3 billion. We repurchased 7.0 million shares of our common stock under the program during the three months ended March 31, 2024 for approximately \$250 million.

Accumulated other comprehensive loss consisted of the following:

<i>Millions of dollars</i>	March 31, 2025	December 31, 2024
Cumulative translation adjustments	\$ (82)	\$ (82)
Defined benefit and other postretirement liability adjustments	(239)	(234)
Other	(38)	(37)
Total accumulated other comprehensive loss	\$ (359)	\$ (353)

Note 9. Commitments and Contingencies

The Company is subject to various legal or governmental proceedings, claims or investigations, including personal injury, property damage, environmental, intellectual property, commercial, tax, and other matters arising in the ordinary course of business, the resolution of which, in the opinion of management, will not have a material adverse effect on our consolidated results of operations or consolidated financial position. There is inherent risk in any legal or governmental proceeding, claim or investigation, and no assurance can be given as to the outcome of these proceedings.

Guarantee arrangements

In the normal course of business, we have in place agreements with financial institutions under which approximately \$2.7 billion of letters of credit, bank guarantees, or surety bonds were outstanding as of March 31, 2025. Some of the outstanding letters of credit have triggering events that would entitle a bank to require cash collateralization. None of these off-balance sheet arrangements has, nor is any likely to have, a material effect on our consolidated financial statements.

Note 10. Income per Share

Basic income or loss per share is based on the weighted average number of common shares outstanding during the period. Diluted income per share includes additional common shares that would have been outstanding if potential common shares with a dilutive effect had been issued. Antidilutive securities represent potentially dilutive securities which are excluded from the computation of diluted income or loss per share as their impact was antidilutive.

A reconciliation of the number of shares used for the basic and diluted income per share computations is as follows:

<i>Millions of shares</i>	Three Months Ended	
	March 31,	
	2025	2024
Basic weighted average common shares outstanding	866	889
Dilutive effect of awards granted under our stock incentive plans	—	2
Diluted weighted average common shares outstanding	866	891
Antidilutive shares:		
Options with exercise price greater than the average market price	9	11
Total antidilutive shares	9	11

Note 11. Fair Value of Financial Instruments

The carrying amount of cash and equivalents, receivables, and accounts payable, as reflected in the condensed consolidated balance sheets, approximates fair value due to the short maturities of these instruments.

The carrying amount and fair value of our total debt is as follows:

<i>Millions of dollars</i>	March 31, 2025				December 31, 2024			
	Level 1	Level 2	Total fair value	Carrying value	Level 1	Level 2	Total fair value	Carrying value
Total debt	\$ 7,051	\$ 353	\$ 7,404	\$ 7,541	\$ 4,503	\$ 2,825	\$ 7,328	\$ 7,541

The total fair value of our debt increased during 2025 primarily as a result of lower yields.

Our debt categorized within level 1 on the fair value hierarchy is calculated using quoted prices in active markets for identical liabilities with transactions occurring on the last two days of period-end. Our debt categorized within level 2 on the fair value hierarchy is calculated using significant observable inputs for similar liabilities where estimated values are determined from observable data points on our other bonds and on other similarly rated corporate debt or from observable data points of transactions occurring prior to two days from period-end and adjusting for changes in market conditions. Differences between the periods presented in our level 1 and level 2 classification of our long-term debt relate to the timing of when third-party market transactions on our debt are executed. We have no debt categorized within level 3 on the fair value hierarchy.

Credit risk

We have entered into CDSs with third-party financial institutions that had an aggregate notional amount outstanding as of March 31, 2025 of \$1.0 billion related to borrowings provided by the financial institutions to one of our primary customers in Mexico, of which a portion of the proceeds were then utilized by this customer to pay certain of our outstanding receivables. Approximately \$155 million of the outstanding amount of the CDSs reduces monthly over its remaining 11-month term and \$171 million reduces monthly over its remaining 15-month term. The remaining \$717 million outstanding amount reduces monthly over its remaining 18-month term.

The fair value of the derivative liabilities was not material to our financial condition as of March 31, 2025.

Note 12. New Accounting Pronouncements

In November 2024, the FASB issued ASU 2024-03 (Subtopic 220-40), “Disaggregation of Income Statement Expenses” (DISE), which requires additional disclosure of certain expense captions presented on the face of the Company’s income statement as well as disclosures about selling expenses. ASU 2024-03 is effective for the Company’s annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027, and should be applied on a prospective or retrospective basis, with early adoption permitted. We are currently evaluating the effect that adoption of ASU 2024-03 will have on our disclosures.

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

Management's Discussion and Analysis of Financial Condition and Results of Operations should be read in conjunction with the condensed consolidated financial statements included in "Item 1. Financial Statements" contained herein.

EXECUTIVE OVERVIEW

Organization

We are one of the world's largest providers of products and services to the energy industry. We help our customers maximize asset value throughout the lifecycle of the reservoir from locating hydrocarbons and managing geological data, to drilling and formation evaluation, well construction and completion, and optimizing production throughout the life of the asset. Activity levels within our operations are significantly impacted by spending on upstream exploration, development, and production programs by major, national, and independent oil and natural gas companies. We report our results under two segments, the Completion and Production segment and the Drilling and Evaluation segment.

- Completion and Production delivers cementing, stimulation, specialty chemicals, intervention, pressure control, artificial lift, and completion products and services. The segment consists of Artificial Lift, Cementing, Completion Tools, Multi-Chem, Pipeline and Process Services, Production Enhancement, and Production Solutions. During the third quarter of 2024, we made a strategic decision to market for sale a portion of our chemical business.
- Drilling and Evaluation provides field and reservoir modeling, drilling, fluids, evaluation, and precise wellbore placement solutions that enable customers to model, measure, drill, and optimize their well construction activities. The segment consists of Baroid, Drill Bits and Services, Halliburton Project Management, Landmark Software and Services, Sperry Drilling, Testing and Subsea, and Wireline and Perforating.

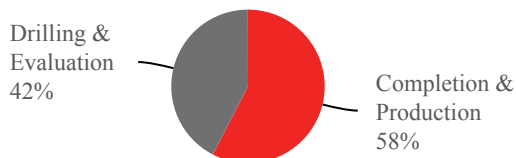
The business operations of our segments are organized around four primary geographic regions: North America, Latin America, Europe/Africa/CIS, and Middle East/Asia. We have manufacturing operations in various locations, the most significant of which are in the United States, Malaysia, Singapore, and the United Kingdom. With approximately 48,000 employees, we operate in more than 70 countries around the world, and our corporate headquarters is in Houston, Texas.

Our value proposition is to collaborate and engineer solutions to maximize asset value for our customers. We work to achieve strong cash flows and returns for our shareholders by delivering technology and services that improve efficiency, increase recovery, and maximize production for our customers. Our strategic priorities are to:

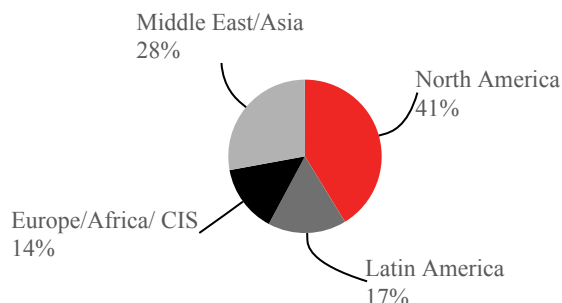
- *International*: Increase international growth in our directional drilling, unconventional, well intervention, and artificial lift businesses.
- *North America*: Maximize value by, among other things, increasing the utilization by our customers of our Zeus electric fracturing platform and our iCruise rotary steerable systems, and incorporating automation technologies in certain of our processes.
- *Digital*: Continue to drive differentiation and efficiencies through the deployment of digital and automation technologies, both internally and for our customers.
- *Capital efficiency*: Maintain our capital expenditures at approximately 6% of revenue while utilizing technology and targeted process improvements to enhance the effectiveness and efficiency of our utilization of capital.
- *Shareholder returns*: Return over 50% of annual free cash flow to shareholders through dividends and share repurchases.
- *Advance a Sustainable Energy Future*: Continue to develop technologies and solutions to help lower our customers' and our emissions intensity, participate in carbon capture, utilization, and storage, and geothermal projects globally, and support Halliburton Labs early-stage company participants.

The following charts depict the revenue split between our two operating segments and our four primary geographic regions for the three months ended March 31, 2025.

Q1 2025 Revenue by Division



Q1 2025 Revenue by Region



Market conditions

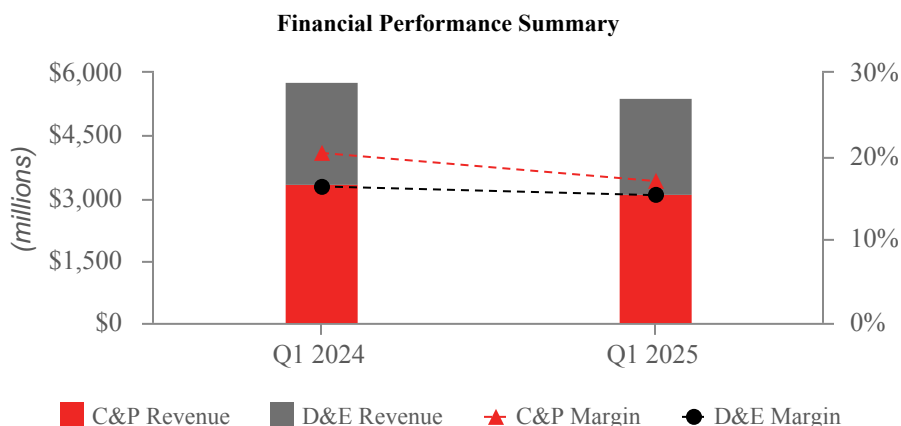
Oil prices increased in the first quarter of 2025 from the fourth quarter of 2024 partially from an improving demand outlook in Europe and China while tighter sanctions on Venezuela, Iran and Russia weighed on the supply-side. Risks associated with trade tensions and geopolitical unrest in the Middle East and the Russia-Ukraine conflict continue to be major sources of volatility for the oil and natural gas markets. During the first quarter of 2025, the U.S. active rig count increased slightly as compared to the three months ended December 31, 2024 as oil basins saw a small increase while natural gas basins declined. The international rig count declined in the first quarter of 2025 from the fourth quarter of 2024 driven by declines in Latin America, Asia-Pacific, and Africa.

Since the end of the first quarter of 2025, the macro environment for oil and natural gas has seen significant fluctuations, as the trade environment injected uncertainty into markets, raised broad economic concerns, and along with the faster-than-expected return of OPEC production, weighed on commodity prices. As of April 22, 2025, both West Texas Intermediate (WTI) and United Kingdom Brent crude oil prices decreased by approximately 10% since the end of the first quarter of 2025.

We continue to monitor and assess the potential impact of newly implemented tariffs on goods being imported into the United States. Our global supply chain organization continuously monitors market trends and works to mitigate those and other cost increases through economies of scale in global procurement, technology modifications, and efficient sourcing practices. Globally, we continue to be impacted by extended supply chain lead times for the supply of select raw materials. Also, while we have been impacted by inflationary cost increases, we generally try to pass much of those increases on to our customers and we believe we have effective solutions to minimize their operational impact.

Financial results

The following graph illustrates our revenue and operating margins for each operating segment for the first quarter of 2024 and 2025.



During the first quarter of 2025, we generated total company revenue of \$5.4 billion, a 7% decrease as compared to the first quarter of 2024. We reported operating income of \$431 million, including impairments and other charges of \$356 million, in the first quarter of 2025, this compares to operating income of \$987 million in the first quarter of 2024.

Our Completion and Production segment revenue decreased 8% in the first quarter of 2025 as compared to the first quarter of 2024. These results were primarily driven by decreased pressure pumping services and lower completion tool sales in the Western Hemisphere. Partially offsetting these decreases were increased completion tool sales and improved stimulation activity in the Middle East.

Our Drilling and Evaluation segment revenue decreased 6% in the first quarter of 2025 as compared to the first quarter of 2024. These results were primarily driven by decreased drilling services in Mexico and the Middle East, reduced project management activity in Mexico, and lower wireline activity in the Middle East/Asia. Partially offsetting these decreases was increased fluid services in the Middle East.

Our North America revenue decreased 12% in the first quarter of 2025, as compared to the first quarter of 2024. This decrease was primarily driven by lower stimulation activity in US Land and reduced completion tool sales in the Gulf of America. Partially offsetting these decreases were higher artificial lift activity and improved drilling services in US Land and increased stimulation activity in the Gulf of America.

Internationally, revenue decreased 2% in the first quarter of 2025, as compared to the first quarter of 2024, largely driven by lower activity across multiple product service lines in Mexico, Senegal, and Italy. Partially offsetting these decreases were increased activity across multiple product services lines in Kuwait, higher stimulation activity in Saudi Arabia, improved drilling-related services in Argentina, Brazil, and the Caribbean, and higher completion tool sales in Europe.

Our operating performance and liquidity are described in more detail in “Liquidity and Capital Resources” and “Business Environment and Results of Operations.”

Sustainability and Energy Mix Transition

In 2021, we announced our target to achieve a 40% reduction in our Scope 1 and 2 emissions by 2035 from the 2018 baseline. We continue to execute on our priorities to drive down our emissions intensity. At the same time, we support our customers in their emissions reduction efforts by continuously developing and deploying goods and services that are accretive to their goals as well as ours. As the energy mix transition unfolds, we seek to apply our expertise and resources in growth sectors adjacent to our traditional oilfield services space, including carbon capture, utilization, and storage, and geothermal. Finally, we will continue to focus on accelerating the success of clean tech start-ups via Halliburton Labs, which also allows us to participate in the energy mix transition at relatively low risk by investing our expertise, resources, and team without a significant outlay of capital while we learn where we can strategically engage new markets. As of March 31, 2025, Halliburton Labs had 38 participating companies and alumni.

LIQUIDITY AND CAPITAL RESOURCES

As of March 31, 2025, we had \$1.8 billion of cash and equivalents, compared to \$2.6 billion of cash and equivalents at December 31, 2024.

Significant sources and uses of cash during the first three months of 2025

Sources of cash:

- Cash flows from operating activities were \$377 million. Working capital, which consists of receivables, inventories, and accounts payable, had a negative impact of \$154 million, primarily due to increased receivables and decreased payables.

Uses of cash:

- Capital expenditures were \$302 million.
- We repurchased 9.6 million shares of our common stock for \$250 million.
- We paid \$147 million of dividends to our shareholders.
- We paid \$461 million related to a purchase of an equity investment and payments to acquire businesses.

Future sources and uses of cash

We manufacture most of our own equipment, which provides us with some flexibility to increase or decrease our capital expenditures based on market conditions. We currently expect capital spending for 2025 to be approximately 6% of revenue. We believe this level of spend will allow us to invest in our key strategic technologies and businesses, including the construction and deployment of our Zeus electric fracturing systems in North America and the international growth of our artificial lift, well intervention, unconventional, and drilling technologies. We will maintain our capital discipline and we may adjust our capital spend to address changing market dynamics.

While we maintain focus on liquidity and debt reduction, we are also focused on providing cash returns to our shareholders. Our quarterly dividend rate is \$0.17 per common share, or approximately \$147 million. In 2023, our Board approved a capital return framework with a goal of returning at least 50% of our annual free cash flow to shareholders through dividends and share repurchases and we expect our returns to shareholders will be in line with our capital return framework for 2025.

We may utilize share repurchases as part of our capital return framework. Our Board of Directors has authorized a program to repurchase our common stock from time to time. We repurchased 9.6 million shares of common stock during the first quarter of 2025 under this program. Approximately \$2.8 billion remained authorized for repurchases as of March 31, 2025 and may be used for open market and other share purchases.

During 2023, we began our migration to SAP S4 which we expect to complete in the first half of 2026. During the three months ended March 31, 2025 we incurred \$30 million in expense on our SAP S4 migration. The total project investment is estimated to cost approximately \$270 million. We believe the new system will provide important efficiency benefits, cost savings, enhanced visibility to our operations, and advanced analytics that will benefit us and our customers.

Currently, we do not intend to incur additional debt in 2025, as we believe our cash on hand and earnings from operations are sufficient to cover our obligations for the year.

Other factors affecting liquidity

Financial condition in current market. As of March 31, 2025, we had \$1.8 billion of cash and equivalents and \$3.5 billion of available committed bank credit under a revolving credit facility with an expiration date of April 27, 2027. We believe we have a manageable debt maturity profile, with approximately \$471 million coming due beginning in 2025 through 2027, with the majority due in 2025. Furthermore, we have no financial covenants or material adverse change provisions in our bank agreements, and our debt maturities extend over a long period of time. We believe our cash on hand, cash flows generated from operations, and our available credit facility will provide sufficient liquidity to address the challenges and opportunities of the current market and our expected global cash needs, including capital expenditures, working capital investments, shareholder returns, if any, debt repurchases, if any, and scheduled interest and principal payments.

Guarantee agreements. In the normal course of business, we have agreements with financial institutions under which approximately \$2.7 billion of letters of credit, bank guarantees, or surety bonds were outstanding as of March 31, 2025. Some of the outstanding letters of credit have triggering events that would entitle a bank to require cash collateralization; however, none of these triggering events have occurred. As of March 31, 2025, we had no material off-balance sheet liabilities and were not required to make any material cash distributions to our unconsolidated subsidiaries.

We have entered into CDSs with third-party financial institutions that have an aggregate notional amount outstanding as of March 31, 2025 of \$1.0 billion related to borrowings provided by the financial institutions to one of our primary customers in Mexico, of which, portions of the proceeds were utilized by this customer to pay certain of our outstanding receivables. Approximately \$155 million of the outstanding amount of the CDSs reduces monthly over its remaining 11-month term and \$171 million reduces monthly over its remaining 15-month term. The remaining \$717 million outstanding amount reduces monthly over its remaining 18-month term.

Credit ratings. Our credit ratings with Standard & Poor's remain BBB+ for our long-term debt and A-2 for our short-term debt, with a positive outlook. Our credit ratings with Moody's Investors Service remain A3 for our long-term debt and P-2 for our short-term debt, with a stable outlook.

Customer receivables. In line with industry practice, we bill our customers for our services in arrears and are, therefore, subject to our customers delaying or failing to pay our invoices. In weak economic environments, we may experience increased delays and failures to pay our invoices due to, among other reasons, a reduction in our customers' cash flow from operations and their access to the credit markets, as well as unsettled political conditions.

Receivables from our primary customer in Mexico accounted for approximately 7% of our total receivables as of March 31, 2025. While we have experienced payment delays from our primary customer in Mexico, the amounts are not in dispute and we have not historically had, and we do not expect any material write-offs due to collectability of receivables from this customer.

BUSINESS ENVIRONMENT AND RESULTS OF OPERATIONS

We operate in more than 70 countries throughout the world to provide a comprehensive range of services and products to the energy industry. Our revenue is generated from the sale of services and products to major, national, and independent oil and natural gas companies worldwide. The industry we serve is highly competitive with many substantial competitors in each segment of our business. During the first three months of 2025, based on the location of the services provided and products sold, 39% of our consolidated revenue was from the United States, compared to 42% of our consolidated revenue from the United States in the first three months of 2024. No other country accounted for more than 10% of our revenue for those periods.

Activity within our business segments is significantly impacted by spending on upstream exploration, development, and production programs by our customers. Also impacting our activity is the status of the global economy, which impacts oil and natural gas consumption.

Some of the more significant determinants of current and future spending levels of our customers are oil and natural gas prices, our customers' expectations about future prices, global oil supply and demand, the impact on natural gas supply and demand in North America of electrification and data centers power requirements, completions intensity, the world economy, the availability of capital, government regulation, and global stability, which together drive worldwide drilling and completions activity. We expect that many of our customers in North America will continue their strategy of operating within their cash flows and generating returns rather than prioritizing production growth. Lower oil and natural gas prices usually translate into lower exploration and production budgets and lower rig count, while the opposite is usually true for higher oil and natural gas prices. Our financial performance is therefore significantly affected by oil and natural gas prices and worldwide rig activity, which are summarized in the tables below.

The table below shows the average prices for West Texas Intermediate (WTI) crude oil, United Kingdom Brent crude oil, and Henry Hub natural gas.

	Three Months Ended		Year Ended
	March 31,		December 31,
	2025	2024	2024
Oil Price - WTI ⁽¹⁾	\$ 71.84	\$ 77.55	\$ 76.55
Oil Price - Brent ⁽¹⁾	75.81	83.00	80.53
Natural Gas Price - Henry Hub ⁽²⁾	4.15	2.13	2.19

(1) Oil prices measured in dollars per barrel.

(2) Natural gas price measured in dollars per million British thermal units (Btu), or MMBtu.

The historical average rig counts based on the weekly Baker Hughes rig count data were as follows:

	Three Months Ended		Year Ended
	March 31,		December 31,
	2025	2024	2024
US Land	573	602	580
US Offshore	15	21	19
Canada	216	208	187
North America	804	831	786
International	903	965	948
Worldwide Total	1,707	1,796	1,734

Business outlook

The tariffs announced on April 2, 2025 by the United States government included sweeping measures affecting many goods imported into the United States, with rates starting at 10%, and higher rates for specific countries and products. These tariffs could significantly increase the cost of imported goods and materials. The tariffs have brought uncertainty into markets, raised broad economic concerns, which, together with the faster-than-expected return of OPEC production, caused a decrease in the price of crude oil of approximately 10% since the end of the first quarter of 2025. While the situation is still fluid, we expect that the decrease in the price of crude oil will negatively impact our earnings per share in the second quarter of 2025. However, we continue to believe oil and natural gas will play a fundamental role in global economic growth and will be driven by economic expansion, energy security concerns and population growth. Additionally, we believe increased investment in existing and new sources of oil and natural gas production is needed to address future demand. This will necessitate production from conventional and unconventional, deep-water and shallow-water, and short and long-cycle projects. We expect that increased oil and natural gas production requirements will in turn create demand for our products and services.

RESULTS OF OPERATIONS IN 2025 COMPARED TO 2024**Three Months Ended March 31, 2025 Compared with Three Months Ended March 31, 2024**

<i>Millions of dollars</i>	Three Months Ended		Favorable (Unfavorable)	Percentage Change
	2025	2024		
Revenue:				
<i>By operating segment:</i>				
Completion and Production	\$ 3,120	\$ 3,373	\$ (253)	(8)%
Drilling and Evaluation	2,297	2,431	(134)	(6)
Total revenue	\$ 5,417	\$ 5,804	\$ (387)	(7)%
<i>By geographic region:</i>				
North America	\$ 2,236	\$ 2,546	\$ (310)	(12)%
Latin America	896	1,108	(212)	(19)
Europe/Africa/CIS	775	729	46	6
Middle East/Asia	1,510	1,421	89	6
Total revenue	\$ 5,417	\$ 5,804	\$ (387)	(7)%
Operating income:				
<i>By operating segment:</i>				
Completion and Production	\$ 531	\$ 688	\$ (157)	(23)%
Drilling and Evaluation	352	398	(46)	(12)
Total operations	883	1,086	(203)	(19)
Corporate and other	(66)	(65)	(1)	(2)
SAP S4 upgrade expense	(30)	(34)	4	12
Impairments and other charges	(356)	—	(356)	n/m
Total operating income	\$ 431	\$ 987	\$ (556)	(56)%

n/m = not meaningful

Operating Segments*Completion and Production*

Completion and Production revenue in the first quarter of 2025 was \$3.1 billion, a decrease of \$253 million, or 8%, when compared to the first quarter of 2024. Operating income in the first quarter of 2025 was \$531 million, a decrease of \$157 million, or 23%, when compared to the first quarter of 2024. These results were primarily driven by decreased pressure pumping services and lower completion tool sales in the Western Hemisphere. Partially offsetting these decreases were increased completion tool sales and improved stimulation activity in the Middle East.

Drilling and Evaluation

Drilling and Evaluation revenue in the first quarter of 2025 was \$2.3 billion, a decrease of \$134 million, or 6%, when compared to the first quarter of 2024. Operating income in the first quarter of 2025 was \$352 million, a decrease of \$46 million, or 12%, when compared to the first quarter of 2024. These results were primarily driven by decreased drilling services in Mexico and the Middle East, reduced project management activity in Mexico, and lower wireline activity in the Middle East/Asia. Partially offsetting these decreases was increased fluid services in the Middle East.

Geographic Regions*North America*

North America revenue in the first quarter of 2025 was \$2.2 billion, a 12% decrease compared to the first quarter of 2024. This decrease was primarily driven by lower stimulation activity in US Land and reduced completion tool sales in the Gulf of America. Partially offsetting these decreases were higher artificial lift activity and improved drilling services in US Land and increased stimulation activity in the Gulf of America.

Latin America

Latin America revenue in the first quarter of 2025 was \$896 million, a 19% decrease compared to the first quarter of 2024. This decrease was primarily due to lower activity across multiple product service lines in Mexico and decreased completion tool sales across the region. Partially offsetting these decreases were increased drilling-related services in Argentina, Brazil, and the Caribbean.

Europe/Africa/CIS

Europe/Africa/CIS revenue in the first quarter of 2025 was \$775 million, a 6% increase compared to the first quarter of 2024. This increase was primarily driven by improved activity across multiple product service lines in Norway, higher well construction activity in Namibia, as well as improved completion tools sales in the Caspian Area. Partially offsetting these increases was decreased activity across multiple product service lines in Senegal and Italy.

Middle East/Asia

Middle East/Asia revenue in the first quarter of 2025 was \$1.5 billion, a 6% increase compared to the first quarter of 2024. This increase resulted from improved activity across multiple product service lines in Kuwait, improved stimulation activity and increased completion tool sales in Saudi Arabia, and higher fluid services in the United Arab Emirates. Partially offsetting these improvements were lower well construction activity in Saudi Arabia and Australia, decreased completion tool sales in Malaysia, and declined drilling-related activity in Oman.

Other Operating Items

SAP S4 Upgrade Expense. As previously mentioned, during 2023, we began our migration to SAP S4, which we expect to complete in the first half of 2026. During the first quarter of 2025, we recognized \$30 million of expense on our SAP S4 migration. During the first quarter of 2024, we recognized \$34 million of expense on our SAP S4 migration.

Impairments and Other Charges. During the three months ended March 31, 2025, we took a pre-tax charge of \$356 million to adjust our cost structure to market conditions. These charges consisted primarily of severance costs, an impairment of assets held for sale, an impairment of facility closures and lease terminations, and other items. See Notes to Condensed Consolidated Financial Statements, Note 2. Impairments and Other Charges for further discussion of these charges.

Nonoperating Items

Argentina Impairment on Investment. In 2022 and 2023, we executed a series of loans to a third party and received notes that are to be repaid in U.S. dollars upon maturity or earlier if certain conditions are met. During the three months ended March 31, 2024, we recorded a loss of \$38 million due to the fair value decrease in one of the notes in March 2024, resulting from the deterioration in the outlook of the debtor's liquidity and financial projections. This is included in "Other, net" on the consolidated statements of operations.

Egypt Currency Impact. In the first quarter of 2024, the Egyptian pound devalued by approximately 35% relative to the U.S. dollar. Consequently, we incurred a loss of \$38 million during the three months ended March 31, 2024 due to the devaluation of the currency in Egypt. This is included in "Other, net" on the consolidated statements of operations.

Income Tax Provision. During the three months ended March 31, 2025, we recorded a total income tax provision of \$103 million on a pre-tax income of \$306 million, resulting in an effective tax rate of 33.7% for the quarter. The effective tax rate for this period was primarily impacted by the additional valuation allowance recognized on our deferred tax assets, which resulted from the pre-tax \$356 million of impairments and other charges. During the three months ended March 31, 2024, we recorded a total income tax provision of \$178 million on a pre-tax income of \$787 million, resulting in an effective tax rate of 22.6% for the quarter.

Pillar Two. The Organization for Economic Co-operation and Development enacted model rules for a new global minimum tax framework, also known as Pillar Two, and certain governments globally have enacted, or are in the process of enacting, legislation considering these model rules. These rules did not have a material impact on our taxes for the three months ended March 31, 2025.

Internal Revenue Service Notice of Proposed Adjustment. We are subject to taxes in the United States and in numerous jurisdictions where we operate or where our subsidiaries are organized. Our tax returns are routinely subject to examination by the taxing authorities in the jurisdictions where we file tax returns. In most cases we are no longer subject to examination by tax authorities for years before 2013. The only significant operating jurisdiction that has tax filings under review or subject to examination by the tax authorities is the United States. Our United States federal income tax filings for tax years 2016 through 2023, including carry back of 2016 net operating losses to 2014, are currently under review or remain open for review by the IRS.

On September 28, 2023, we received a NOPA from the IRS covering our 2016 U.S. tax return. The NOPA proposed an adjustment to reclassify approximately 95% of the \$3.5 billion termination fee paid to Baker Hughes in 2016 from an ordinary expense deduction to a capital loss. The termination fee was paid to Baker Hughes under the merger agreement after antitrust regulators in multiple jurisdictions failed to approve our proposed merger. It is common commercial practice to include a termination fee in a merger agreement to compensate the target for damages incurred when the acquisition does not go forward. The IRS's long-understood position at the time of the payment had been to treat such payments as an ordinary and necessary business expense. We strongly disagree with the proposed adjustment on both a factual and legal basis, and we plan to vigorously contest it.

We expect that resolving this dispute will take substantial time. In 2023, we initiated the IRS administrative appeals process, which is ongoing. Failing a resolution through that process, the matter would ultimately be resolved by the United States federal courts.

We regularly assess the likelihood of adverse outcomes resulting from tax examinations to determine the adequacy of our tax reserves, and we believe our income tax reserves are appropriately provided for all open tax years. We cannot assure you that the matter will be determined in our favor or against us, and if the matter is ultimately determined unfavorably to us, it could have a material adverse impact on our results of operations and cash flows. Based on tax attributes currently available, we estimate that, should the IRS's position prevail through its appellate process and subsequent litigation, the proposed adjustment could result in cash taxes due of approximately \$640 million (plus interest thereon in the case of amounts due for previous tax years). Our estimates are calculated under current tax law and on the bases of our assumptions regarding taxable income and loss and other tax attributes over the relevant period, which law could change and which assumptions could and likely will differ materially from actual results. In any event, no payment of any additional tax is currently required, nor do we anticipate that the proposed adjustment would materially and adversely impact our ability to meet our expected uses of cash, including future capital expenditures, working capital investments, and scheduled debt repayments, or our ability to return cash to shareholders, even if a final determination of the matter is reached that is adverse to us.

FORWARD-LOOKING INFORMATION

The Private Securities Litigation Reform Act of 1995 provides safe harbor provisions for forward-looking information. Forward-looking information is based on projections and estimates, not historical information. Some statements in this Form 10-Q are forward-looking and use words like “may,” “may not,” “believe,” “do not believe,” “plan,” “estimate,” “intend,” “expect,” “do not expect,” “anticipate,” “do not anticipate,” “should,” “likely,” and other expressions. We may also provide oral or written forward-looking information in our statements and other materials we release to the public. Forward-looking information involves risks and uncertainties and reflects our best judgment based on current information. Our results of operations can be affected by inaccurate assumptions we make or by known or unknown risks and uncertainties. In addition, other factors may affect the accuracy of our forward-looking information. As a result, no forward-looking information can be guaranteed. Actual events and the results of our operations may vary materially.

We do not assume any responsibility to publicly update any of our forward-looking statements regardless of whether factors change as a result of new information, future events, or for any other reason. You should review any additional disclosures we make in our press releases and Forms 10-K, 10-Q, and 8-K filed with or furnished to the SEC. We also suggest that you listen to our quarterly earnings release conference calls with financial analysts.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

For quantitative and qualitative disclosures about market risk, see Part II, Item 7(a), “Quantitative and Qualitative Disclosures About Market Risk,” in our 2024 Annual Report on Form 10-K. Our exposure to market risk has not changed materially since December 31, 2024.

Item 4. Controls and Procedures

In accordance with the Securities Exchange Act of 1934 Rules 13a-15 and 15d-15, we carried out an evaluation, under the supervision and with the participation of management, including our Chief Executive Officer and Chief Financial Officer, of the effectiveness of our disclosure controls and procedures as of the end of the period covered by this report. Based on that evaluation, our Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures were effective as of March 31, 2025 to provide reasonable assurance that information required to be disclosed in our reports filed or submitted under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in the Securities and Exchange Commission’s rules and forms. Our disclosure controls and procedures include controls and procedures designed to ensure that information required to be disclosed in reports filed or submitted under the Exchange Act is accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosure.

There has been no change in our internal control over financial reporting that occurred during the quarter ended March 31, 2025 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

PART II. OTHER INFORMATION

Item 1. Legal Proceedings

Information related to Item 1. Legal Proceedings is included in Note 9 to the condensed consolidated financial statements.

Item 1(a). Risk Factors

The statements in this section describe the known material risks to our business and should be considered carefully. As of March 31, 2025, there have been no material changes in risk factors previously disclosed in our Annual Report on Form 10-K for the fiscal year ended December 31, 2024.

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

Following is a summary of our repurchases of our common stock during the three months ended March 31, 2025.

Period	Total Number of Shares Purchased (a)	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs (b)	Maximum Number (or Approximate Dollar Value) of Shares that may yet be Purchased Under the Program (b)
January 1 - 31	2,718,122	\$27.61	2,384,352	\$2,983,724,716
February 1- 28	3,773,954	\$26.27	3,745,400	\$2,885,355,939
March 1 -31	3,820,763	\$24.96	3,440,448	\$2,799,511,907
Total	10,312,839	\$26.14	9,570,200	

- (a) Of the 10,312,839 shares purchased during the three-month period ended March 31, 2025, 742,639 were acquired from employees in connection with the settlement of income tax and related benefit withholding obligations arising from vesting in restricted stock grants. These shares were not part of a publicly announced program to repurchase common stock.
- (b) Our Board of Directors has authorized a program to repurchase our common stock from time to time. Approximately \$2.8 billion remained authorized for repurchases under the program as of March 31, 2025. From the inception of this program in February of 2006 through March 31, 2025, we repurchased approximately 293 million shares of our common stock for a total cost of approximately \$11.3 billion.

Item 3. Defaults Upon Senior Securities

None.

Item 4. Mine Safety Disclosures

Our barite and bentonite mining operations, in support of our fluid services business, are subject to regulation by the U.S. Mine Safety and Health Administration under the Federal Mine Safety and Health Act of 1977. Information concerning mine safety violations or 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 (17 CFR 229.104) is included in Exhibit 95 to this quarterly report.

Item 5. Other Information

During the quarter ended March 31, 2025, the following officers of the Company adopted or terminated a “Rule 10b5-1 trading arrangement” or “non-Rule 10b5-1 trading arrangement,” as each term is defined in Item 408 of Regulation S-K, and no trading arrangements were adopted or terminated by directors of the Company.

Reporting Officer	Title	Reporting Action	Plan Adoption Date	Plan End Date	Aggregated Shares Covered	Intended to Satisfy Rule 10b5-1?
Jeffrey A. Miller	Chairman of the Board, President and Chief Executive Officer	Plan Adoption	2/13/2025	8/14/2026	1,099,038	Yes

Item 6. Exhibits

†	10.1	<u>Form of Restricted Stock Agreement (incorporated by reference to Exhibit 10.39 of Halliburton's Form 10-K filed February 12, 2025, File No. 001-03492).</u>
†	10.2	<u>Form of Restricted Stock Unit Agreement (International) (incorporated by reference to Exhibit 10.40 of Halliburton's Form 10-K filed February 12, 2025, File No. 001-03492).</u>
†	10.3	<u>Form of Restricted Stock Unit Agreement (U.S. Expat) (incorporated by reference to Exhibit 10.41 of Halliburton's Form 10-K filed February 12, 2025, File No. 001-03492).</u>
†	10.4	<u>Form of Performance Share Unit Award Agreement (incorporated by reference to Exhibit 10.42 of Halliburton's Form 10-K filed February 12, 2025, File No. 001-03492).</u>
†	10.5	<u>Form of Non-Management Director Restricted Stock Unit Agreement (Stock and Incentive Plan) (incorporated by reference to Exhibit 10.43 of Halliburton's Form 10-K filed February 12, 2025, File No. 001-03492).</u>
*	31.1	<u>Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.</u>
*	31.2	<u>Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.</u>
**	32.1	<u>Certification of Chief Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.</u>
**	32.2	<u>Certification of Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.</u>
*	95	<u>Mine Safety Disclosures.</u>
*	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	XBRL Taxonomy Extension Schema Document
*	101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document
*	101.LAB	XBRL Taxonomy Extension Label Linkbase Document
*	101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document
*	101.DEF	XBRL Taxonomy Extension Definition Linkbase Document
*	104	Cover Page Interactive Data File - the cover page interactive data file does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document
*		Filed with this Form 10-Q.
**		Furnished with this Form 10-Q.
†		Management contracts or compensatory plans or arrangements.

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.

HALLIBURTON COMPANY

/s/ Eric J. Carre

Eric J. Carre

Executive Vice President and
Chief Financial Officer

/s/ Charles E. Geer, Jr.

Charles E. Geer, Jr.

Senior Vice President and
Chief Accounting Officer

Date: April 25, 2025

Exhibit 31.1

Section 302 Certification

I, Jeffrey A. Miller, certify that:

1. I have reviewed this quarterly report on Form 10-Q for the quarter ended March 31, 2025, of Halliburton Company;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ Jeffrey A. Miller
Jeffrey A. Miller
Chairman, President and Chief Executive Officer
Halliburton Company

Date: April 25, 2025

Exhibit 31.2

Section 302 Certification

I, Eric J. Carre, certify that:

1. I have reviewed this quarterly report on Form 10-Q for the quarter ended March 31, 2025, of Halliburton Company;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ Eric J. Carre

Eric J. Carre

Executive Vice President and Chief Financial Officer

Halliburton Company

Date: April 25, 2025

Exhibit 32.1

**CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

This certification is provided pursuant to § 906 of the Sarbanes-Oxley Act of 2002, 18 U.S.C. § 1350, and accompanies the quarterly report on Form 10-Q for the quarter ended March 31, 2025, of Halliburton Company (the “Company”) as filed with the Securities and Exchange Commission on the date hereof (the “Report”).

I, Jeffrey A. Miller, Chairman, President and Chief Executive Officer of the Company, certify that:

- (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Jeffrey A. Miller
Jeffrey A. Miller
Chairman, President and Chief Executive Officer

Date: April 25, 2025

Exhibit 32.2

**CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

This certification is provided pursuant to § 906 of the Sarbanes-Oxley Act of 2002, 18 U.S.C. § 1350, and accompanies the quarterly report on Form 10-Q for the quarter ended March 31, 2025, of Halliburton Company (the “Company”) as filed with the Securities and Exchange Commission on the date hereof (the “Report”).

I, Eric J. Carre, Executive Vice President and Chief Financial Officer of the Company, certify that:

- (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/Eric J. Carre

Eric J. Carre

Executive Vice President and Chief Financial Officer

Date: April 25, 2025

Exhibit 95

Mine Safety Disclosures

Under the Dodd-Frank Wall Street Reform and Consumer Protection Act, each operator of a mine is required to include certain mine safety results in its periodic reports filed with the SEC. The operation of our mines is subject to regulation by the federal Mine Safety and Health Administration (MSHA) under the Federal Mine Safety and Health Act of 1977 (Mine Act). Below, we present the following items regarding certain mining safety and health matters for the quarter ended March 31, 2025:

- total number of violations of mandatory health or safety standards that could significantly and substantially contribute to the cause and effect of a mine safety or health hazard under section 104 of the Mine Act for which we have received a citation from MSHA;
- total number of orders issued under section 104(b) of the Mine Act, which covers violations that had previously been cited under section 104(a) that, upon follow-up inspection by MSHA, are found not to have been totally abated within the prescribed time period, which results in the issuance of an order requiring the mine operator to immediately withdraw all persons (except certain authorized persons) from the mine;
- total number of citations and orders for unwarrantable failure of the mine operator to comply with mandatory health or safety standards under Section 104(d) of the Mine Act;
- total number of flagrant violations (i.e., reckless or repeated failure to make reasonable efforts to eliminate a known violation of a mandatory health or safety standard that substantially and proximately caused, or reasonably could have been expected to cause, death or serious bodily injury) under section 110(b)(2) of the Mine Act;
- total number of imminent danger orders (i.e., the existence of any condition or practice in a mine which could reasonably be expected to cause death or serious physical harm before such condition or practice can be abated) issued under section 107(a) of the Mine Act;
- total dollar value of proposed assessments from MSHA under the Mine Act;
- total number of mining-related fatalities; and
- total number of pending legal actions before the Federal Mine Safety and Health Review Commission involving mines.

HALLIBURTON COMPANY

Mine Safety Disclosures

Quarter Ended March 31, 2025

(Unaudited)

Operation/ MSHA Identification Number ⁽¹⁾	Section 104 S&S Citations (#)	Section 104(b) Orders (#)	104(d) Citations and Orders (#)	Section 110(b)(2) Violations (#)	Section 107(a) Orders (#)	Total Dollar Value of MSHA Assessments Proposed ⁽²⁾ (\$)	Total Number of Mining Related Fatalities (#)	Pending Legal Actions (#)
BPM Colony Mill/4800070	—	—	—	—	—	\$ —	—	1
BPM Colony Mine/4800889	—	—	—	—	—	—	—	—
BPM Lovell Mill/4801405	—	—	—	—	—	—	—	—
BPM Lovell Mine/4801016	—	—	—	—	—	—	—	—
BPM 76 Creek Mine/4801845	—	—	—	—	—	—	—	—
Corpus Christi Grinding Plant/4104010	—	—	—	—	—	—	—	—
Dunphy Mill/2600412	—	—	—	—	—	—	—	—
Lake Charles Grinding Plant/1601032	—	—	—	—	—	—	—	—
Larose Grinding Plant/1601504	—	—	—	—	—	—	—	—
Rossi Jig Plant/2602239	—	—	—	—	—	—	—	—
Total	—	—	—	—	—	\$ —	—	1

(1) The definition of a mine under section 3 of the Mine Act includes the mine, as well as other items used in, or to be used in, or resulting from, the work of extracting minerals, such as land, structures, facilities, equipment, machines, tools and preparation facilities. Unless otherwise indicated, any of these other items associated with a single mine have been aggregated in the totals for that mine.

(2) Amounts included are the total dollar value of proposed or outstanding assessments received from MSHA on or before April 2, 2025 regardless of whether the assessment has been challenged or appealed, for citations and orders occurring during the quarter ended March 31, 2025.

In addition, as required by the reporting requirements regarding mine safety included in §1503(a)(2) of the Dodd-Frank Act, the following is a list for the quarter ended March 31, 2025, of each mine of which we or a subsidiary of ours is an operator, that has received written notice from MSHA of:

(a) a pattern of violations of mandatory health or safety standards that are of such nature as could have significantly and substantially contributed to the cause and effect of mine health or safety hazards under §104(e) of the Mine Act:

None; or

(b) the potential to have such a pattern:

None.

Citations and orders can be contested and appealed, and as part of that process, are sometimes reduced in severity and amount, and are sometimes dismissed. The number of citations, orders and proposed assessments vary by inspector and also vary depending on the size and type of the operation.