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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 01-01-2009 , and ending 12-31-2009

G

Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation Halliburton Foundation Inc		A Employer identification number 75-1212458	
	Number and street (or P O box number if mail is not delivered to street address) P O BOX 42806		Room/suite	B Telephone number (see page 10 of the instructions) (713) 839-4848
	City or town, state, and ZIP code Houston, TX 77242		C If exemption application is pending, check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐		2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 12,419,465		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
				F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	3,000,000			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	293,506	293,506		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-205,713			
	b Gross sales price for all assets on line 6a <u>459,625</u>				
	7 Capital gain net income (from Part IV , line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	3,087,793	293,506		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	9,691	0		0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	10,060	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	23,250	0		0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	43,001	0		0
	25 Contributions, gifts, grants paid	1,855,046			1,855,046
	26 Total expenses and disbursements. Add lines 24 and 25	1,898,047	0		1,855,046
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,189,746			
	b Net investment income (if negative, enter -0-)		293,506		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	526,505	88,879	88,879
	2	Savings and temporary cash investments			
	3	Accounts receivable 750,000			
		Less allowance for doubtful accounts	750,000	750,000	
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	11,864,772	13,492,144	12,330,586
	14	Land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)			
	15	Other assets (describe			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	13,141,277	14,331,023	12,419,465

Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	10,913,764	10,913,764	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	2,227,513	3,417,259	
	30	Total net assets or fund balances (see page 17 of the instructions)	13,141,277	14,331,023	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	13,141,277	14,331,023	

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	13,141,277
2	Enter amount from Part I, line 27a	2	1,189,746
3	Other increases not included in line 2 (itemize)	3	0
4	Add lines 1, 2, and 3	4	14,331,023
5	Decreases not included in line 2 (itemize)	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	14,331,023

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	Other Investments	P		
b	Other Investments	P		
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,709		2,181	-472
b 457,916		663,157	-205,241
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-472
b			-205,241
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-205,713
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	2,861,925	11,177,056	0 256054
2007	3,010,710	13,951,958	0 215791
2006	2,489,103	13,981,708	0 178026
2005	2,232,480	13,860,724	0 161065
2004	1,995,392	12,284,000	0 162438

2 Total of line 1, column (d).	2	0 973374
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 194675
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	10,718,396
5 Multiply line 4 by line 3.	5	2,086,604
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	2,935
7 Add lines 5 and 6.	7	2,089,539
8 Enter qualifying distributions from Part XII, line 4.	8	1,855,046

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	5,870
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	5,870
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	5,870
6		Credits/Payments			
a		2009 estimated tax payments and 2008 overpayment credited to 2009	6a	6,000	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	6,000
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	130
11		Enter the amount of line 10 to be Credited to 2010 estimated tax 130	Refunded	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	Yes	

Part VII-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of Cathy Mann Telephone no (281) 871-2605 Located at 3000 Sam Houston Pkwy E Houston TX ZIP+4 77032			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.			

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?. If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. Yes No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	10,276,133
b	Average of monthly cash balances.	1b	605,487
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,881,620
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	10,881,620
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	163,224
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,718,396
6	Minimum investment return. Enter 5% of line 5.	6	535,920

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	535,920
2a	Tax on investment income for 2009 from Part VI, line 5.	2a	5,870
b	Income tax for 2009 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,870
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	530,050
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	530,050
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	530,050

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,855,046
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,855,046
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,855,046
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				530,050
2	Undistributed income, if any, as of the end of 2008				
a	Enter amount for 2008 only.			0	
b	Total for prior years 20____, 20____, 20____		0		
3	Excess distributions carryover, if any, to 2009				
a	From 2004.				1,995,392
b	From 2005.				2,232,480
c	From 2006.				2,489,103
d	From 2007.				3,010,710
e	From 2008.				2,888,457
f	Total of lines 3a through e.	12,616,142			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,855,046				
a	Applied to 2008, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	1,855,046			
d	Applied to 2009 distributable amount.				0
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	530,050			530,050
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	13,941,138			
b	Prior years' undistributed income Subtract line 4b from line 2b.		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	1,465,342			
9	Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	12,475,796			
10	Analysis of line 9				
a	Excess from 2005. . . .	2,232,480			
b	Excess from 2006. . . .	2,489,103			
c	Excess from 2007. . . .	3,010,710			
d	Excess from 2008. . . .	2,888,457			
e	Excess from 2009. . . .	1,855,046			

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling.

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	1,855,046
b Approved for future payment				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .					293,506
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory					-205,713
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e). .		0		0	87,793
13	Total. Add line 12, columns (b), (d), and (e).					87,793

[illegible]

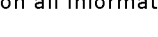
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
			<u>2010-03-22</u> Date	 Title	
	Paid Preparer's Use Only	Preparer's Signature 	Date	Check if self-employed ☒	Preparer's identifying number (see Signature on page 30 of the instructions)
		Firm's name (or yours if self-employed), address, and ZIP code _____		EIN 	Phone no _____

Additional Data

Software ID: 09000028
Software Version: 2009.03000
EIN: 75-1212458
Name: Halliburton Foundation Inc

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DJ Lesar	President 0 10	0	0	0
3000 Sam Houston Pkwy E Houston, TX 77032				
Tim Probert	Trustee 0 10	0	0	0
3000 Sam Houston Pkwy E Houston, TX 77032				
Lawrence Pope	Trustee 0 10	0	0	0
3000 Sam Houston Pkwy E Houston, TX 77032				
Cathy Mann	Vice President & Secretary 0 10	0	0	0
3000 Sam Houston Pkwy E Houston, TX 77032				
Craig Nunez	Treasurer 0 10	0	0	0
10200 Bellaire Blvd Houston, TX 77072				
Robert Hayter	Attorney 0 10	0	0	0
3000 Sam Houston Pkwy E Houston, TX 77032				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SOUTH TEXAS COLLEGE OF LAW 1303 SAN JACINTO HOUSTON,TX 770027013		Education	Support	1,000
OFFSHORE ENERGY CENTER200 N DAIRY ASHFORD STE 6220 HOUSTON,TX 77079		Education	Support	-33,500
TEXAS ALLIANCE FOR MINORITIES INUT PICKLE CAMPUS R9200 AUSTIN,TX 78758		Education	Support	15,000
RIVER OAKS BAPTIST SCHOOL 2300 WILLOWICK RD HOUSTON,TX 77027		Education	Support	1,000
UNIVERSITY OF NORTH TEXAS 1155 UNION CIRCLE 311250 DENTON,TX 762035017		Education	Support	1,000
MCNEESE STATE UNIV FOUNDATIONPO BOX 90775 LAKE CHARLES,LA 706099989		Education	Support	2,000
BOY SCOUTS OF AMERICA - SAM HOUSTON2225 N LOOP W HOUSTON,TX 77008		Education	Support	50,000
KINKAID SCHOOL201 KINCAID SCHOOL DR HOUSTON,TX 77024		Education	Support	1,000
SAINT AGNES ACADEMY9000 BELLAIRE BLVD HOUSTON,TX 77036		Education	Support	1,000
OKLAHOMA STATE UNIVERSITY FOUNDATIOPO BOX 1749 STILLWATER,OK 740761749		Education	Support	84,220
HOUSTON GRAND OPERA510 PRESTON HOUSTON,TX 77002		Education	Support	40,000
SAINT THOMAS HIGH SCHOOL 4500 MEMORIAL DRIVE HOUSTON,TX 77007		Education	Support	1,000
VELMA-ALMA SCHOOLPO BOX 8 VELMA,OK 73491		Education	Support	400
CORNELL UNIVERSITY130 E SENECA ST STE 400 ITHACA,NY 148504353		Education	Support	100,000
BAYLOR UNIVERSITYPO BOX 97050 WACO,TX 767987050		Education	Support	39,000
Total  3a				1,855,046

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
STRAKE JESUIT COLLEGE PREPARATORY8900 BELLAIRE BLVD HOUSTON,TX 77036		Education	Support	200
ABILENE CHRISTIAN UNIVERSITY ACU STATION BOX 29132 ABILENE,TX 796999132		Education	Support	5,000
CALIFORNIA INSTITUTE OF TECHNOLOGY1200 E CALIFORNIA BLVD M/S 5-32 PASADENA,CA 91125		Education	Support	1,200
CENTRE COLLEGE600 W WALNUT ST DANVILLE,KY 40422		Education	Support	2,000
COLORADO SCHOOL OF MINESPO BOX 4005 GOLDEN,CO 80401		Education	Support	68,300
DARTMOUTH COLLEGE6066 DEVELOPMENT OFFICE HANOVER,NH 037553555		Education	Support	30,000
FORT HAYS STATE UNIVERSITY - FDNROBINS CTR - ONE TIGER PLACE HAYS,KS 67601		Education	Support	500
GEORGIA TECH FOUNDATION INC 760 SPRING ST N W 4TH FL ATLANTA,GA 30308		Education	Support	44,700
HARVARD UNIVERSITY124 MOUNT AUBURN ST CAMBRIDGE,MA 021385762		Education	Support	12,000
HESSTON COLLEGEBOX 3000 HESSTON,KS 67062		Education	Support	2,000
INDIANA UNIVERSITY FOUNDATIONPO BOX 500 BLOOMINGTON,IN 47402		Education	Support	500
KANSAS STATE UNIVERSITY FOUNDATION2323 ANDERSON AVE STE 500 MANHATTAN,KS 665022911		Education	Support	3,200
LOUISIANA STATE U FOUNDATION 3838 W LAKESHORE DR BATON ROUGE,LA 70808		Education	Support	36,750
MASSACHUSETTS INSTITUTE OF 238 MAIN ST STE 200 CAMBRIDGE,MA 02142		Education	Support	3,000
MONTANA STATE UNIVERSITYPO BOX 172750 BOZEMAN,MT 597172750		Education	Support	700
Total  3a				1,855,046

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PENNSYLVANIA STATE UNIVERSITYONE OLD MAIN UNIVERSITY PARK,PA 16802		Education	Support	17,240
PRINCETON UNIVERSITYONE NASSAU HALL PRINCETON,NJ 08544		Education	Support	26,298
RICE UNIVERSITY6100 MAIN ST-MS81 HOUSTON,TX 77005		Education	Support	53,470
ST OLAF COLLEGE1520 ST OLAF AVE NORTHFIELD,MN 55057		Education	Support	1,000
SOUTHERN ILLINOIS UNIVERSITY MAIL CODE 6805 SIUC CARBONDALE,IL 62901		Education	Support	1,500
SOUTHERN METHODIST UNIVERSITYPO BOX 750402 DALLAS,TX 752750402		Education	Support	2,000
SOUTHERN NAZARENE UNIVERSITY6729 NW 39 EXPWY BETHANY,OK 73008		Education	Support	6,200
STANFORD UNIVERSITY326 GALVEZ ST STANFORD,CA 943056105		Education	Support	100,000
TEXAS A & M FOUNDATION401 GEORGE BUSH DR COLLEGE STATION,TX 778402811		Education	Support	111,998
TEXAS TECH UNIVERSITY FOUNDATIONPO BOX 45025 LUBBOCK,TX 794095025		Education	Support	1,800
UNIVERSITY OF ARKANSAS FOUNDATION200 HOTZ HALL FAYETTEVILLE,AR 72701		Education	Support	2,000
UNIVERSITY OF COLORADO FDN 4740 WALNUT ST BOULDER,CO 80301		Education	Support	35,000
UNIVERSITY OF HOUSTONPO BOX 867 HOUSTON,TX 770010867		Education	Support	7,500
UNIVERSITY OF HOUSTON FOUNDATIONPO BOX 27405 HOUSTON,TX 772277405		Education	Support	30,000
UNIVERSITY OF IDAHO FOUNDATION INCPO BOX 443147 MOSCOW,ID 838443147		Education	Support	3,000
Total ▶ 3a				1,855,046

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UNIVERSITY OF ILLINOIS FOUNDATIONPO BOX 3429 CHAMPAIGN,IL 618263429		Education	Support	500
MISSOURI S AND T112 CAMPUS SUPPORT FACILITY ROLLA,MO 654091320		Education	Support	500
UNIVERSITY OF NEBRASKA FOUNDATIONPO BOX 82555 LINCOLN,NE 68501		Education	Support	5,000
UNIVERSITY OF NOTRE DAME1100 GRACE HALL NOTRE DAME,IN 46556		Education	Support	1,000
UNIVERSITY OF OKLAHOMA FOUNDATION100 TIMBERDELL RD NORMAN,OK 73019		Education	Support	65,018
UNIVERSITY OF ROCHESTERPO BOX 270032 ROCHESTER,NY 14627		Education	Support	1,000
UNIVERSITY OF SOUTHERN CALIFORNIAUNIVERSITY GARDENS STE 203 LOS ANGELES,CA 900898003		Education	Support	20,000
UNIVERSITY OF LA AT LAFAYETTE PO BOX 40400 LAFAYETTE,LA 70504		Education	Support	5,500
UNIVERSITY OF TENNESSEEE600 ANDY HOLT TOWER KNOXVILLE,TN 37996		Education	Support	1,500
UNIVERSITY OF TEXAS AT ARLINGTONPO BOX 19198 ARLINGTON,TX 760190190		Education	Support	1,000
UNIVERSITY OF TEXAS AT AUSTIN PO BOX 7458 AUSTIN,TX 78713		Education	Support	22,928
UNIVERSITY OF TEXAS AT EL PASO 1100 N STANTON STE 201 EL PASO,TX 79902		Education	Support	700
UNIV OF TEX MD ANDERSON CANCER CTR1515 HOLCOMBE BLVD UNIT 115 HOUSTON,TX 770304009		Education	Support	10,000
UNIV OF TX SOUTHWESTERN MED CTR5323 HARRY HINES BLVD DALLAS,TX 752359009		Education	Support	10,000
UNIVERSITY OF WYOMING FDN 1200 E IVINSON LARAMIE,WY 820704159		Education	Support	2,000
Total ▶ 3a				1,855,046

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
WELLESLEY COLLEGE106 CENTRAL ST WELLESLEY,MA 02481		Education	Support	600
WEST VIRGINIA UNIVERSITY FDN PO BOX 1650 MORGANTOWN,WV 265071650		Education	Support	36,000
WESTERN STATE COLLEGE FDNPO BOX 1264 GUNNISON,CO 81230		Education	Support	2,000
WILLAMETTE UNIVERSITY900 STATE ST SALEM,OR 97301		Education	Support	1,000
YALE UNIVERSITYPO BOX 2038 NEW HAVEN,CT 065081890		Education	Support	1,800
GRACELAND UNIVERSITY1 UNIVERSITY PLACE LAMONI,IA 50140		Education	Support	2,000
DUNCAN PUBLIC SCHOOLSPO BOX 1548 DUNCAN,OK 73534		Education	Support	1,800
BRAY-DOYLE PUBLIC SCHOOLS 1205 S BROOKS RD MARLOW,OK 73055		Education	Support	3,220
CENTRAL CATHOLIC HIGH4824 TUSCARAWAS ST WEST CANTON,OH 44708		Education	Support	800
HOLY SPIRIT EPISCOPAL SCHOOL 12535 PERTHSHIRE RD HOUSTON,TX 770244186		Education	Support	2,000
PRESBYTERIAN SCHOOL5300 MAIN HOUSTON,TX 77004		Education	Support	1,000
ST LAURENCE CATHOLIC SCHOOL 2630 AUSTIN PKWY SUGAR LAND,TX 77479		Education	Support	1,350
CENTENARY COLLEGE OF LOUISIANA2911 CENTENARY BLVD SHREVEPORT,LA 71104		Education	Support	500
CENTRAL LATOURCHE HIGH SCHOOL4820 HIGHWAY 1 RACELAND,LA 70394		Education	Support	300
ROSEHILL CHRISTIAN SCHOOL 19830 FM 2920 TOMBALL,TX 77377		Education	Support	1,000
Total ▶ 3a				1,855,046

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UNIVERSITY OF UTAH540 ARAPEEN DR STE 250 SALT LAKE CITY,UT 841081238		Education	Support	10,000
JOHN PAUL II CATHOLIC SCHOOL 1400 PARKWAY PLAZA DR HOUSTON,TX 77077		Education	Support	2,100
NATIONAL MERIT SCHOLARSHIP PO BOX 93389 CHICAGO,IL 606939389		Education	Support	41,340
SAM HOUSTON STATE UNIVERSITYBOX 2537 HUNTSVILLE,TX 773412537		Education	Support	500
MOUNT CARMEL HIGH SCHOOL 6410 S DANTE CHICAGO,IL 60637		Education	Support	1,000
COLORADO STATE UNIVERSITY 502 UNIVERSITY SERVICES CENTER FORT COLLINS,CO 805237116		Education	Support	5,500
LOIS LENSKI ELEMENTARY6350 SO FAIRFAX WAY CENTENNIAL,CO 80121		Education	Support	400
WAKE FOREST UNIVERSITYBOX 7227 REYNOLDA STATION WINSTON SALEM,NC 27109		Education	Support	6,000
UNIVERSITY OF MIAMISTE 300 UM GABLES ONE TOWER CORAL GABLES,FL 33146		Education	Support	2,000
NEW MEXICO STATE UNIVERSITY PO BOX 3590 LAS CRUCES,NM 88003		Education	Support	15,000
MARTIN MEMORIAL FOUNDATION INCPO BOX 9010 STUART,FL 34995		Education	Support	20,000
ST FRANCIS EPISCOPAL DAY SCHOOL335 PINEY POINT RD HOUSTON,TX 77024		Education	Support	1,000
SAINT MARYS COLLEGE110 LE MANS HALL NOTRE DAME,IN 46556		Education	Support	500
NORTHEAST FOUNDATION85 HERRICK ST BEVERLY,MA 01915		Education	Support	10,000
FIRST BAPTIST ACADEMY7450 MEMORIAL WOODS DR HOUSTON,TX 77024		Education	Support	2,000
Total  3a				1,855,046

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
TRINITY ELEMENTARY WEST145 3RD AVE W DICKINSON,ND 58601		Education	Support	1,000
UNIVERSITY OF TEXAS FOUNDATIONPO BOX 250 AUSTIN,TX 787670250		Education	Support	40,000
MESA STATE COLLEGE1100 NORTH AVE GRAND JUNCTION,CO 815013122		Education	Support	25,000
MICHIGAN STATE UNIVERSITY300 SPARTAN WAY EAST LANSING,MI 488241005		Education	Support	500
HOSPICE FOUNDATION OF MARTIN AND1201 SE INDIAN ST STUART,FL 34997		Education	Support	10,000
WESTERN WYOMING COMMUNITY COLLEGEPO BOX 880 ROCK SPRINGS,WY 82902		Education	Support	1,294
UNIVERSITY OF TEXAS - PAN AMERICAN1201 W UNIVERSITY DR EDINBURG,TX 78541		Education	Support	30,000
EASTERN OREGON UNIV FOUNDATIONONE UNIVERSITY BLVD LA GRANDE,OR 97850		Education	Support	1,000
SUSQUEHANNA UNIVERSITY514 UNIVERSITY AVE SELINGSGROVE,PA 17870		Education	Support	76,000
WESTSIDE MONTESSORI SCHOOL 13555 BRIAR FOREST DR HOUSTON,TX 77077		Education	Support	100
ST JOSEPH SCHOOL340 MANOR AVE DOWNINGTOWN,PA 19335		Education	Support	1,000
UNIVERSITY OF KENTUCKY STURGILL DEVELOPMENT BUILDING LEXINGTON,KY 405060015		Education	Support	65,000
NEWTON MIDDLE SCHOOL4001 E ARAPAHOE RD CENTENNIAL,CO 80122		Education	Support	600
SECOND BAPTIST SCHOOL FOUNDATION6410 WOODWAY HOUSTON,TX 77057		Education	Support	500
ST JOHNS COLLEGEPO BOX 2800 ANNAPOLIS,MD 21404		Education	Support	670
Total  3a				1,855,046

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
OUACHITA BAPTIST UNIVERSITY 410 OUACHITA ST OBU BOX 3754 ARKADELPHIA,AR 719980001		Education	Support	4,000
VILLANOVA UNIVERSITY800 LANCASTER AVE VILLANOVA,PA 19085		Education	Support	50,000
PIKEVILLE COLLEGE147 SYCAMORE ST PIKEVILLE,KY 41501		Education	Support	6,000
STATE OF LA SOUTHERN UNIVERSITYPINCHBACK ENGINEERING BLDG STE 206 BATON ROUGE,LA 708139969		Education	Support	12,000
NORTHWESTERN OKLAHOMA STATE709 OKLAHOMA BLVD ALVA,OK 73717		Education	Support	3,000
MIDWESTERN STATE UNIVERSITY 3410 TAFT BLVD WICHITA FALLS,TX 76308		Education	Support	500
URSULINE ACADEMY OF DALLAS INC4900 WALNUT HILL LANE DALLAS,TX 75229		Education	Support	2,000
YORKSHIRE FOUNDATION14120 MEMORIAL DR HOUSTON,TX 77079		Education	Support	2,000
VINCENNES UNIVERSITY FOUNDATION1002 N FIRST ST DC- 38 VINCENNES,IN 47591		Education	Support	40,000
DICKINSON COLLEGEPO BOX 1773 CARLISLE,PA 170132896		Education	Support	2,000
TEURLINGS CATHOLIC HIGH SCHOOL139 TEURLINGS LAFAYETTE,LA 70501		Education	Support	1,000
KIPP HOUSTON10711 KIPP WAY HOUSTON,TX 77099		Education	Support	20,000
UNIVERSITY OF WISCONSIN FOUNDATION1848 UNIVERSITY AVE MADISON,WI 537088860		Education	Support	51,000
INTERNATIONAL SCHOLARSHIP AND200 CRUTCHFIELD AVE NASHVILLE,TN 37210		Education	Support	150,000
UNIVERSITY OF LOUISIANA705 E ST MARY BLVD LAFAYETTE,LA 70503		Education	Support	1,000
Total  3a				1,855,046

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BIG PASTURE ELEMENTARYPO BOX 167 RANDLETT,OK 73562		Education	Support	150
ILLINOIS COLLEGE1101 W COLLEGE AVE JACKSONVILLE,IL 62650		Education	Support	500
HASTINGS COLLEGE11422 MIRACLE HILLS DR STE 550 OMAHA,NE 68154		Education	Support	700
LEE ELEMENTARY SCHOOL424 SW 29TH OKLAHOMA CITY,OK 73109		Education	Support	400
VACAVILLE UNIFIED SCHOOL DISTRICT751 SCHOOL ST VACAVILLE,CA 95688		Education	Support	200
DICKINSON CATHOLIC SCHOOLS PO BOX 1177 DICKINSON,ND 586021177		Education	Support	1,000
ST THOMAS EPISCOPAL SCHOOL 4900 JACKWOOD HOUSTON,TX 77096		Education	Support	300
FOXCROFT SCHOOL22407 FOXCROFT RD MIDDLEBURG,VA 201173724		Education	Support	1,000
EAST END CHAMBER OF550 GULFGATE CENTER MALL HOUSTON,TX 770873022		Education	Support	20,000
COVENANT ACADEMY11711 TELGE RD CYPRESS,TX 77429		Education	Support	100
US NAVAL ACADEMY FOUNDATION INC291 WOOD RD ANNAPOLIS,MD 21402		Education	Support	1,000
ANCILLAE-ASSUMPTA ACADEMY 2025 CHURCH RD WYNCOTE,PA 19095		Education	Support	1,000
Total  3a				1,855,046

TY 2009 Distribution from Corpus Election

Name: Halliburton Foundation Inc

EIN: 75-1212458

Election: Pursuant to Regulation 53.4942(a)-(3)(2), Halliburton Foundation Inc. hereby elects to treat \$1,855,046 of its 2009 qualifying distributions as made out of corpus.

TY 2009 Investments - Other Schedule

Name: Halliburton Foundation Inc

EIN: 75-1212458

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Other Investments	AT COST	13,492,144	12,330,586

TY 2009 Other Expenses Schedule

Name: Halliburton Foundation Inc

EIN: 75-1212458

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Scholarship Admin Fees	23,250	0		0

TY 2009 Other Professional Fees Schedule

Name: Halliburton Foundation Inc

EIN: 75-1212458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Management Fees	9,691	0		0

TY 2009 Substantial Contributors Schedule

Name: Halliburton Foundation Inc

EIN: 75-1212458

Name	Address
Halliburton Company	

TY 2009 Taxes Schedule

Name: Halliburton Foundation Inc

EIN: 75-1212458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Federal Excise	10,060	0		0