Rainey Joe D Form 4 October 04, 2011

## FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

HALLIBURTON CO [HAL]

3. Date of Earliest Transaction

4. If Amendment, Date Original

(Month/Day/Year)

Filed(Month/Day/Year)

09/30/2011

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \* Rainey Joe D

(First)

(Middle)

(Zip)

EMIRATES TOWER, 13TH FLOOR, SHEIKH ZAYED ROAD, P.O. BOX 3111

(Street)

(State)

09/30/2011

DUBAI, C0 00000

(City)

Common

Stock

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

Director 10% Owner X\_ Officer (give title Other (specify

below) below)

Pres., Eastern Hemisphere

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

2. Transaction Date 2A. Deemed 1. Title of Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

Symbol

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Code V Amount (D)

D

171 (1) D

(A)

Price

Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of (D) or Indirect (I) (Instr. 4)

Form: Direct Indirect Beneficial Ownership (Instr. 4)

Transaction(s) (Instr. 3 and 4)

5. Amount of

88,958.69 (2) 30.52

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5.  Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option to Buy Common Stock	\$ 39.19					12/01/2010	12/01/2020	Common Stock	25,900	
Option to Buy Common Stock	\$ 14.43					03/16/2004	03/16/2014	Common Stock	5,080	
Option to Buy Common Stock	\$ 22.56					04/07/2005	04/07/2015	Common Stock	2,626	
Option to Buy Common Stock	\$ 33.03					01/06/2006	01/06/2016	Common Stock	3,800	
Option to Buy Common Stock	\$ 29.87					01/03/2007	01/03/2017	Common Stock	3,100	
Option to Buy Common Stock	\$ 38.01					01/04/2008	01/04/2018	Common Stock	4,000	
Option to Buy Common Stock	\$ 15.1					12/03/2008	12/03/2018	Common Stock	14,125	
Option to Buy Common Stock	\$ 30.09					01/01/2010	01/01/2020	Common Stock	10,800	

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## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Rainey Joe D EMIRATES TOWER, 13TH FLOOR SHEIKH ZAYED ROAD, P.O. BOX 3111 DUBAI, C0 00000

Pres., Eastern Hemisphere

## **Signatures**

Robert L. Hayter, by Power of Attorney

10/04/2011

\*\*Signature of Reporting Person

Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Shares transferred to Halliburton Company for payment for Federal tax withholding obligations on lapse of restrictions on shares issued (1) under the Stock and Incentive Plan. Said Plan permits Reporting Person to satisfy withholding tax obligation by transferring unrestricted shares to the Issuer.
- Includes 613.50 shares of stock purchased through the Halliburton Company Employee Stock Purchase Plan for the period ended June 30,

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