

Rainey Joe D
Form 4
March 13, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

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

(Last) (First) (Middle)

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

(Street)

DUBAI, CO 00000

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HALLIBURTON CO [HAL]

3. Date of Earliest Transaction (Month/Day/Year)
03/11/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify 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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	03/11/2013		M	5,080 A \$ 14.43	207,945.69	D	
Common Stock	03/11/2013		S	5,080 (1) D \$ 41.66 (2)	202,865.69	D	
Common Stock	03/11/2013		M	2,626 A \$ 22.56	205,491.69	D	
Common Stock	03/11/2013		S	2,626 (1) D \$ 41.88 (3)	202,865.69	D	

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

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SEC 1474
(9-02)

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

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. Transaction Code (Instr. 8)	5. Number of 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option to Buy Common Stock	\$ 14.43	03/11/2013		M	5,080 (4)	03/16/2004 03/16/2014	Common Stock 5,080
Option to Buy Common Stock	\$ 22.56	03/11/2013		M	2,626 (4)	04/07/2005 04/07/2015	Common Stock 2,626
Option to Buy Common Stock	\$ 33.5					12/05/2012 12/05/2022	Common Stock 56,900
Option to Buy Common Stock	\$ 35.57					12/06/2011 12/06/2021	Common Stock 43,700
Option to Buy Common Stock	\$ 39.19					12/01/2010 12/01/2020	Common Stock 25,900
Option to Buy Common Stock	\$ 33.03					01/06/2006 01/06/2016	Common Stock 3,800
Option to Buy Common	\$ 29.87					01/03/2007 01/03/2017	Common Stock 3,100

Stock					
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

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
03/13/2013

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).

(1) The sales were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 25, 2013.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$41.61 to \$41.72, inclusive. The Reporting Person undertakes to provide to Halliburton Company, any security holder of Halliburton Company, or the staff of the Securities and Exchange Commission, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$41.84 to \$41.92, inclusive. The Reporting Person undertakes to provide to Halliburton Company, any security holder of Halliburton Company, or the staff of the Securities and Exchange Commission, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (3) to this Form 4.

(3) Options disposed of through exercise pursuant to a Rule 10b1-5 trading plan adopted by the Reporting Person on February 25, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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