Rainey Joe D Form 4 January 07, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Check this box

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

1(b).

(Print or Type Responses)

See Instruction

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

Symbol HALLIBURTON CO [HAL] 5. Relationship of Reporting Person(s) to Issuer

(Last)

(First)

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year) 01/03/2013

Director 10% Owner X_ Officer (give title Other (specify

(Check all applicable)

below)

below)

Pres., Eastern Hemisphere

FLOOR, SHEIKH ZAYED ROAD, P.O. BOX 3111

(Street)

(State)

EMIRATES TOWER, 13TH

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

D

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

DUBAI, C0 00000

(City)

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

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

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I) (Instr. 4) (Instr. 4)

Common Stock

01/03/2013

Price Code V Amount (D) 1.209 \$ D

(1)

(A)

34.69

Transaction(s) (Instr. 3 and 4)

Reported

203,164.69 (2)

D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			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	\$ 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	\$ 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	
	\$ 15.1					12/03/2008	12/03/2018		14,125	

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Option to Common Buy Stock

Common Stock

Option to

Stock

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 01/07/2013

**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).
- 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.
- (2) This total reflects a reduction in the number of shares owned by 163 shares to take into account the Reporting Person's under reporting of the number of shares withheld to pay taxes as reported in a Form 4 filed on December 7, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3