

PROBERT TIMOTHY J  
 Form 4  
 May 11, 2011

**FORM 4**

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

OMB APPROVAL

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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 \*  
**PROBERT TIMOTHY J**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**3000 N. SAM HOUSTON PKWY E**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**05/09/2011**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Pres- Strategy & Corp Develop

**HOUSTON, TX 77032**

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	05/09/2011		M		10,000 A \$ 11.82	159,700	D
Common Stock	05/09/2011		S		10,000 (1) D \$ 47.2	149,700	D

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

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SEC 1474 (9-02)

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**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	\$ 11.82	05/09/2011		M	10,000 (2)	06/09/2003	06/09/2013	Common Stock	10,000
Option to Buy Common Stock	\$ 39.19					12/01/2010	12/01/2020	Common Stock	26,100
Option to Buy Common Stock	\$ 29.35					12/01/2009	12/01/2019	Common Stock	45,600
Option to Buy Common Stock	\$ 15.42					12/02/2008	12/02/2018	Common Stock	26,400
Option to Buy Common Stock	\$ 35.67					02/13/2008	02/13/2018	Common Stock	8,400
Option to Buy Common Stock	\$ 14.43					03/16/2004	03/16/2014	Common Stock	14,000
Option to Buy Common Stock	\$ 22.55					04/07/2005	04/07/2015	Common Stock	10,920
Option to Buy Common Stock	\$ 33.02					01/06/2006	01/06/2016	Common Stock	11,000
	\$ 29.87					01/03/2007	01/03/2017		13,400

Option to  
Buy  
Common  
Stock

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PROBERT TIMOTHY J 3000 N. SAM HOUSTON PKWY E HOUSTON, TX 77032			Pres- Strategy & Corp Develop	

## Signatures

Robert L. Hayter, by Power of  
Attorney

05/11/2011

\_\_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).

- (1) The sales were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 22, 2011.
- (2) Options disposed of through exercise pursuant to a Rule 10b1-5 trading plan adopted by the Reporting Person on February 22, 2011.

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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