FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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hours per response:

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     CARROLL MILTON					2. Issuer Name and Ticker or Trading Symbol HALLIBURTON CO [ HAL ]									tionship of Reporting all applicable) Director		g Person(s) to Issuer 10% Owner		
(Last) 1111 LO	(F UISIANA	First)		3. Date of Earliest Transaction (Month/Day/Year) 12/31/2013									Officer (g below)	give title		Other (s below)	specify	
(Street) HOUST(		X State)	77002 (Zip)	_	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indi Line) X	<b>'</b>					
		7	able I - Non-	Deriva	tive S	ecuritie	s Ac	quired, I	Disp	osed	of, or E	enefi	cially (	Owned				
in the or occurry (mounty)			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr.		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			or 4 and 5)	or 5. Amount Securities Beneficial Owned Fo		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amoun	t (A	) or )	Price	Transaction(s) (Instr. 3 and 4)				(3 4)	
Common Stock														20,2	271		D	
			Table II - D (e					uired, Di s, options						wned				
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 Exercisal Expiration Date (Month/Day/Year)			7. Title and Amou Securities Underly Derivative Securit (Instr. 3 and 4)		lying	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported	ve es ally ng d	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)
				Code	v	(A)		Date Exercisable		piration te	Title	Amou Numb Share			Transaction (Instr. 4)			
Stock Equivalent Units	(1)	12/31/2013		A		558.88 <sup>(2)</sup>		(3)		(3)	Common Stock	55	8.88	(4)	21,674	4.96	D	
2013 Restricted	(5)						П	(6)		(6)	Common	3,62	2.83 <sup>(7)</sup>		3,622.8	83 <sup>(7)</sup>	D	

## **Explanation of Responses:**

(5)

- 1. The security converts to common stock on a one-for-one basis.
- 2. Stock equivalents acquired under the Halliburton Company Directors' Deferred Compensation Plan reported on a pro rata basis to reflect Issuer's Plan quarter. Said Plan is an ongoing securities acquisition plan.

(6)

- 3. The stock equivalent units were accrued under the Company's Directors' Deferred Compensation Plan and are settled in the Company's common stock following cessation as a director.
- 4. On December 30, 2013, the closing price of Halliburton Company's Common Stock on the New York Stock Exchange was \$50.40.
- 5. Each restricted stock unit represents a right to receive one share of the Company's common stock.
- 6. The restricted stock units vest in four equal annual installments beginning with the first anniversary of the award. Shares will be delivered to the reporting person either upon vesting, or if reporting person elected to defer receipt, following cessation as a director.
- 7. Includes dividend equivalent units through December 31, 2013.

## Remarks:

Units 2012 Restricted Stock

Units

Robert L. Hayter, by Power of 01/03/2014 **Attorney** 

\*\* Signature of Reporting Person

5,361.39(7)

Commo

Stock

(6)

Date

5,361.39<sup>(7)</sup>

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

- \* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.